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 6/1/2010 , and ending 5/31/2011

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: TAYLOR ELIZ S T/W

A Employer identification number: 23-6628470

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 ▶ ☐

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)* ▶ $ 657,459

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) (see page 11 of the instructions))*

	Line	Description	(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	19,707	19,501		
	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	46,684			
	b	Gross sales price for all assets on line 6a 537,858				
	7	Capital gain net income (from Part IV, line 2)		46,684		
	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	0	0	
	12	**Total.** Add lines 1 through 11	66,391	66,185	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	7,922	5,942		1,980
	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)	500	0	0	500
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	522	309	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)	0	0	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	8,944	6,251	0	2,480
	25	Contributions, gifts, grants paid	20,670			20,670
	26	**Total expenses and disbursements** Add lines 24 and 25	29,614	6,251	0	23,150
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	36,777			
	b	**Net investment income** (if negative, enter -0-)		59,934		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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P M R

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	9,518	13,893	13,893
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	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	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
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	594,511	624,987	643,566
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	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)	604,029	638,880	657,459
Liabilities	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	604,029	638,880	
	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)	604,029	638,880	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	604,029	638,880	

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	604,029
2	Enter amount from Part I, line 27a	2	36,777
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	640,806
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	1,926
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	638,880

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	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	46,684
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	15,942	545,584	0 029220
2008	22,625	505,466	0 044761
2007	27,827	708,727	0 039263
2006	32,005	684,523	0 046755
2005	34,897	654,929	0 053284

2 **Total** of line 1, column (d)	2	0 213283
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 042657
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	604,925
5 Multiply line 4 by line 3	5	25,804
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	599
7 Add lines 5 and 6	7	26,403
8 Enter qualifying distributions from Part XII, line 4	8	23,150

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

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

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,199
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	1,199
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	1,199
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 0		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	0
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	1,199
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 0 **Refunded** ▶	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?	1a		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)?	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 ▶ $ ______ **(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*	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
4 a	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?	4b	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*	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	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ PA			
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 on page 27)? *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

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

			Yes	No
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

			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? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶	16		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | Yes | No

1a During the year did the foundation (either directly or indirectly)

- **(1)** Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No
- **(2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No
- **(3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No
- **(4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No
- **(5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No
- **(6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **1b** — No: 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** — No: 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** — No: 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** — No: 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? 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** X (No)

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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	7,922	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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
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	0
Total. Add lines 1 through 3 ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	605,100
b	Average of monthly cash balances	1b	9,037
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	614,137
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	614,137
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	9,212
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	604,925
6	**Minimum investment return.** Enter 5% of line 5	6	30,246

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	30,246
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,199		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0		
c	Add lines 2a and 2b			2c	1,199
3	Distributable amount before adjustments Subtract line 2c from line 1			3	29,047
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	29,047
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	29,047

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	23,150
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	23,150
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	23,150

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				29,047
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			8,478	
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 ▶ $ 23,150				
a	Applied to 2009, but not more than line 2a			8,478	
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				14,672
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				14,375
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)

	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	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					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 *Paid during the year* See Attached Statement				
Total			▶ 3a	20,670
b *Approved for future payment* NONE				
Total			▶ 3b	0

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	19,707	
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					
8 Gain or (loss) from sales of assets other than inventory			18	46,684	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		66,391	0
13 Total. Add line 12, columns (b), (d), and (e)				13	66,391

(See worksheet in line 13 instructions on page 29 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) (See page 29 of the instructions)
	Not Applicable

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
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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 N Salantic | 9/29/2011 | VP AND TAX DIRECTOR

Signature of officer or trustee | Date | Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
	Donald J Roman		9/29/2011		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	

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

Recipient(s) paid during the year

Name				
MUSCULAR DYSTROPHY ASSOCIATION				
Street: 3300 EAST SUNRISE DRIVE				
City: TUSCON	State: AZ	Zip Code: 85718-3299	Foreign Country:	
Relationship: NONE	Foundation Status: 501(c)(3) PUBLIC CHARITY			
Purpose of grant/contribution: GENERAL SUPPORT GRANT				Amount: 8,268

Name				
TEL-HAI RETIREMENT COMMUNITY				
Street: PO BOX 190 ATTN SUE VERDEGEM				
City: HONEY BROOK	State: PA	Zip Code: 19344	Foreign Country:	
Relationship: NONE	Foundation Status: 501(c)(3) PUBLIC CHARITY			
Purpose of grant/contribution: GENERAL SUPPORT GRANT				Amount: 4,134

Name				
GOOD SHEPHERD HOME				
Street: 850 SOUTH FIFTH STREET				
City: ALLENTOWN	State: PA	Zip Code: 18103	Foreign Country:	
Relationship: NONE	Foundation Status: 501(c)(3) PUBLIC CHARITY			
Purpose of grant/contribution: GENERAL SUPPORT GRANT				Amount: 8,268

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

	Amount
Long Term CG Distributions	931
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	537,858	491,174	46,684
Other sales	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
1	X	ARTIO INTERNATIONAL EQ FI	04315J837			12/27/2007		5/11/2011	335	450				-115
2	X	ARTIO INTERNATIONAL EQ FI	04315J837			12/27/2007		5/11/2011	277	372				-95
3	X	ARTIO INTERNATIONAL EQ FI	04315J837			10/11/2006		5/11/2011	38,806	41,788				-2,982
4	X	DAVIS NY VENTURE FD - Y #9	239080401			10/11/2006		5/11/2011	44,032	44,274				-242
5	X	DREYFUS/THE BOSTON CA S	26203E851			12/14/2007		5/11/2011	1,082	966				116
6	X	DREYFUS/THE BOSTON CA S	26203E851			12/14/2007		5/11/2011	327	292				35
7	X	DREYFUS/THE BOSTON CA S	26203E851			10/11/2006		5/11/2011	17,290	17,097				193
8	X	GOLDEN LARGE CAP CORE F	34984T881			2/26/2010		5/11/2011	42,112	35,025				7,087
9	X	HARBOR INTERNATION FD IN	411511306			10/11/2006		5/11/2011	46,551	41,969				4,582
10	X	ING INTERNATIONAL REAL ES	44980Q518			10/1/2008		5/11/2011	10,384	10,000				384
11	X	ING INTERNATIONAL REAL ES	44980Q518			3/12/2009		5/11/2011	12,680	7,000				5,680
12	X	PIMCO FOREIGN BD FD USD	693390882			12/10/2008		5/11/2011	768	640				128
13	X	PIMCO FOREIGN BD FD USD	693390882			12/9/2009		5/11/2011	300	289				11
14	X	PIMCO FOREIGN BD FD USD	693390882			12/13/2006		5/11/2011	162	159				3
15	X	PIMCO FOREIGN BD FD USD	693390882			12/13/2006		5/11/2011	107	105				2
16	X	PIMCO FOREIGN BD FD USD	693390882			12/9/2009		5/11/2011	64	62				2
17	X	PIMCO FOREIGN BD FD USD	693390882			10/11/2006		5/11/2011	8,707	8,665				42
18	X	PIMCO FOREIGN BD FD USD	693390882			12/8/2010		5/11/2011	205	204				1
19	X	PIMCO REAL RETURN BOND	693391104			12/10/2008		5/11/2011	1,292	1,005				287
20	X	PIMCO REAL RETURN BOND	693391104			10/11/2006		5/11/2011	20,157	18,572				1,585
21	X	PIMCO EMERG MKTS BD-INST	693391559			12/13/2006		5/11/2011	785	773				12
22	X	PIMCO EMERG MKTS BD-INST	693391559			12/13/2006		5/11/2011	501	493				8
23	X	PIMCO EMERG MKTS BD-INST	693391559			12/12/2007		5/11/2011	474	450				24
24	X	PIMCO EMERG MKTS BD-INST	693391559			12/12/2007		5/11/2011	387	368				19
25	X	PIMCO EMERG MKTS BD-INST	693391559			12/10/2008		5/11/2011	360	256				104
26	X	PIMCO EMERG MKTS BD-INST	693391559			10/11/2006		5/11/2011	26,600	26,600				0
27	X	PIMCO COMMODITY REAL RE	722005667			10/1/2008		5/11/2011	6,781	10,000				-3,219
28	X	PIMCO COMMODITY REAL RE	722005667			3/12/2009		5/11/2011	11,130	7,000				4,130
29	X	PIONEER HIGH YIELD FUND-Y	72369B406			11/28/2007		5/11/2011	2,260	2,186				74
30	X	PIONEER HIGH YIELD FUND-Y	72369B406			11/29/2006		5/11/2011	1,666	1,685				-19
31	X	PIONEER HIGH YIELD FUND-Y	72369B406			11/25/2008		5/11/2011	654	376				278
32	X	PIONEER HIGH YIELD FUND-Y	72369B406			11/29/2006		5/11/2011	92	93				-1
33	X	PIONEER HIGH YIELD FUND-Y	72369B406			10/11/2006		5/11/2011	39,133	39,900				-767
34	X	T ROWE PRICE REAL ESTATE	779919109			10/1/2008		5/11/2011	24,535	22,909				1,626
35	X	SPDR DOW JONES REIT ETF	78464A607			3/12/2009		5/11/2011	25,139	10,074				15,065
36	X	SSGA EMERGING MARKETS F	784924425			10/17/2008		5/11/2011	4,625	2,361				2,264
37	X	SSGA EMERGING MARKETS F	784924425			10/20/2006		5/11/2011	1,804	1,630				174
38	X	SSGA EMERGING MARKETS F	784924425			10/20/2006		5/11/2011	158	143				15
39	X	SSGA EMERGING MARKETS F	784924425			10/11/2006		5/11/2011	30,630	28,579				2,051
40	X	TOUCHSTONE MID CAP FD Y	89155H793			12/11/2008		5/11/2011	160	94				66
41	X	TOUCHSTONE MID CAP FD Y	89155H793			10/11/2006		5/11/2011	56,515	54,647				1,868
42	X	WELLS FARGO ADV INTL BON	94985D582			10/11/2006		5/11/2011	10,328	9,040				1,288
43	X	WELLS FARGO ADV INTL BON	94985D582			12/10/2010		5/11/2011	69	67				2
44	X	WF ADV ENDEAVOR SELECT-	949915565			12/12/2008		5/11/2011	1,855	1,079				776
45	X	WF ADV ENDEAVOR SELECT-	949915565			10/11/2006		5/11/2011	44,648	41,437				3,211

Line 16b (990-PF) - Accounting Fees

		500	0	0	500
	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	TAX PREPARATION FEES	500			500
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		522	309	0	0
1	FOREIGN TAX WITHHELD	309	309		
2	ESTIMATED EXCISE TAX PAID	0			
3	PRIOR YEAR EXCISE TAX PAID	213			
4					
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
			594,511	624,987	643,566
1	INVESTMENTS OTHER		594,511	624,987	643,566
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

	Amount
Long Term CG Distributions	931
Short Term CG Distributions	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
					Totals	536,927	0	491,174	45,753	0	0	0	45,753
1	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		12/27/2007	5/11/2011	335	0	450	-115			0	-115
2	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		12/27/2007	5/11/2011	277	0	372	-95			0	-95
3	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		10/11/2006	5/11/2011	38,806	0	41,788	-2,982			0	-2,982
4	DAVIS NY VENTURE FD - Y #909	239080401		10/11/2006	5/11/2011	44,032	0	44,274	-242			0	-242
5	DREYFUS/THE BOSTON CA S/C - I #694	26203E851		12/14/2007	5/11/2011	1,082	0	966	116			0	116
6	DREYFUS/THE BOSTON CA S/C - I #694	26203E851		12/14/2007	5/11/2011	327	0	292	35			0	35
7	DREYFUS/THE BOSTON CA S/C - I #694	26203E851		10/11/2006	5/11/2011	17,290	0	17,097	193			0	193
8	GOLDEN LARGE CAP CORE FUND-I	34984T881		2/26/2010	5/11/2011	42,112	0	35,025	7,087			0	7,087
9	HARBOR INTERNATION FD INST #2011	411511306		10/11/2006	5/11/2011	46,551	0	41,969	4,582			0	4,582
10	ING INTERNATIONAL REAL EST-I #2664	44980Q518		10/1/2008	5/11/2011	10,384	0	10,000	384			0	384
11	ING INTERNATIONAL REAL EST-I #2664	44980Q518		3/12/2009	5/11/2011	12,680	0	7,000	5,680			0	5,680
12	PIMCO FOREIGN BD FD USD H-INST #1	693390882		12/10/2008	5/11/2011	768	0	640	128			0	128
13	PIMCO FOREIGN BD FD USD H-INST #1	693390882		12/9/2009	5/11/2011	300	0	289	11			0	11
14	PIMCO FOREIGN BD FD USD H-INST #1	693390882		12/13/2006	5/11/2011	162	0	159	3			0	3
15	PIMCO FOREIGN BD FD USD H-INST #1	693390882		12/13/2006	5/11/2011	107	0	105	2			0	2
16	PIMCO FOREIGN BD FD USD H-INST #1	693390882		12/9/2009	5/11/2011	64	0	62	2			0	2
17	PIMCO FOREIGN BD FD USD H-INST #1	693390882		10/11/2006	5/11/2011	8,707	0	8,665	42			0	42
18	PIMCO FOREIGN BD FD USD H-INST #1	693390882		12/8/2010	5/11/2011	205	0	204	1			0	1
19	PIMCO REAL RETURN BOND FD-I #122	693391104		12/10/2008	5/11/2011	1,292	0	1,005	287			0	287
20	PIMCO REAL RETURN BOND FD-I #122	693391104		10/11/2006	5/11/2011	20,157	0	18,572	1,585			0	1,585
21	PIMCO EMERG MKTS BD-INST #137	693391559		12/13/2006	5/11/2011	785	0	773	12			0	12
22	PIMCO EMERG MKTS BD-INST #137	693391559		12/13/2006	5/11/2011	501	0	493	8			0	8
23	PIMCO EMERG MKTS BD-INST #137	693391559		12/12/2007	5/11/2011	474	0	450	24			0	24
24	PIMCO EMERG MKTS BD-INST #137	693391559		12/12/2007	5/11/2011	387	0	368	19			0	19
25	PIMCO EMERG MKTS BD-INST #137	693391559		12/10/2008	5/11/2011	360	0	256	104			0	104
26	PIMCO EMERG MKTS BD-INST #137	693391559		10/11/2006	5/11/2011	26,600	0	26,600	0			0	0
27	PIMCO COMMODITY REAL RET STRAT-	722005667		10/1/2008	5/11/2011	6,781	0	10,000	-3,219			0	-3,219
28	PIMCO COMMODITY REAL RET STRAT-	722005667		3/12/2009	5/11/2011	11,130	0	7,000	4,130			0	4,130
29	PIONEER HIGH YIELD FUND-Y #724	72369B406		11/28/2007	5/11/2011	2,260	0	2,186	74			0	74
30	PIONEER HIGH YIELD FUND-Y #724	72369B406		11/29/2006	5/11/2011	1,666	0	1,685	-19			0	-19
31	PIONEER HIGH YIELD FUND-Y #724	72369B406		11/25/2008	5/11/2011	654	0	376	278			0	278
32	PIONEER HIGH YIELD FUND-Y #724	72369B406		11/29/2006	5/11/2011	92	0	93	-1			0	-1
33	PIONEER HIGH YIELD FUND-Y #724	72369B406		10/11/2006	5/11/2011	39,133	0	39,900	-767			0	-767
34	T ROWE PRICE REAL ESTATE FD #122	779919109		10/1/2008	5/11/2011	24,535	0	22,909	1,626			0	1,626
35	SPDR DOW JONES REIT ETF	78464A607		3/12/2009	5/11/2011	25,139	0	10,074	15,065			0	15,065
36	SSGA EMERGING MARKETS FD S #151	784924425		10/17/2008	5/11/2011	4,625	0	2,361	2,264			0	2,264
37	SSGA EMERGING MARKETS FD S #151	784924425		10/20/2006	5/11/2011	1,804	0	1,630	174			0	174
38	SSGA EMERGING MARKETS FD S #151	784924425		10/20/2006	5/11/2011	158	0	143	15			0	15
39	SSGA EMERGING MARKETS FD S #151	784924425		10/11/2006	5/11/2011	30,630	0	28,579	2,051			0	2,051
40	TOUCHSTONE MID CAP FD Y #354	89155H793		12/11/2008	5/11/2011	160	0	94	66			0	66
41	TOUCHSTONE MID CAP FD Y #354	89155H793		10/11/2006	5/11/2011	56,515	0	54,647	1,868			0	1,868
42	WELLS FARGO ADV INTL BOND-IS #470	94985D582		10/11/2006	5/11/2011	10,328	0	9,040	1,288			0	1,288
43	WELLS FARGO ADV INTL BOND-IS #470	94985D582		12/10/2010	5/11/2011	69	0	67	2			0	2
44	WF ADV ENDEAVOR SELECT-I #3124	949915565		12/12/2008	5/11/2011	1,855	0	1,079	776			0	776
45	WF ADV ENDEAVOR SELECT-I #3124	949915565		10/11/2006	5/11/2011	44,648	0	41,437	3,211			0	3,211

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

7,922

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo NA	X	101N Independence Mall E MACY1	Philadelphia	PA	19106-2112		Trustee	40	7,922
2										
3										
4										
5										
6										
7										
8										
9										
10										

Part

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

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	8,478
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	8,478

TAYLOR ELIZ S T/W
EIN #23-6628470
FYE 5-31-11

			FMV	COST
Invest - Other	04314H204	ARTISAN INTERNATIONAL FUND #661	42,812	42,100
Invest - Other	256210105	DODGE & COX INCOME FD COM #147	70,070	62,497
Invest - Other	411511504	HARBOR CAPITAL APRCTION-INST #2012	46,395	46,000
Invest - Other	693390700	PIMCO TOTAL RET FD-INST #35	69,816	64,974
Invest - Other	77957P105	T ROWE PRICE SHORT TERM BD FD #55	13,100	13,100
Invest - Other	87234N849	TCW SMALL CAP GROWTH FUND-I #4724	15,076	15,100
Invest - Other	464287200	ISHARES S & P 500 INDEX FUND	30,715	30,583
Invest - Other	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	51,764	51,300
Invest - Other	256206103	DODGE & COX INT'L STOCK FD #1048	42,795	42,100
Invest - Other	552983694	MFS VALUE FUND-CLASS I #893	23,094	23,000
Invest - Other	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	16,651	16,400
Invest - Other	56063J302	MAINSTAY EP US EQUITY-INS #1204	22,951	23,000
Invest - Other	339128100	JP MORGAN MID CAP VALUE-I #758	15,224	15,100
Invest - Other	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	15,112	15,100
Invest - Other	922908553	VANGUARD REIT VIPER	26,012	25,358
Invest - Other	922042858	VANGUARD MSCI EMERGING MARKETS ETF	17,041	16,767
Invest - Other	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	17,503	17,100
Invest - Other	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	25,874	25,208
Invest - Other	76628T645	RIDGEWORTH SEIX HY BD-I #5855	36,656	36,800
Invest - Other	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	29,519	28,300
Invest - Other	487300808	KEELEY SMALL CAP VAL FD CL I #2251	15,388	15,100
			643,566	624,987
Savings & Temp I	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	13,893	13,893
Cash			-	-
			13,893	**13,893**
		TOTAL	**657,459**	**638,880**