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**990-PF**

 Form  
 Department of the Treasury  
 Internal Revenue Service

**Return of Private Foundation**  
 or Section 4947(a)(1) Nonexempt Charitable Trust  
 Treated as a Private Foundation

OMB No 1545-0052

**2010**

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

For calendar year 2010, or tax year beginning 07/01, 2010, and ending 06/30, 2011

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

Name of foundation

R. S. GERON TRUST

A Employer identification number

06-6142263

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

Room/suite

B Telephone number (see page 10 of the instructions)

P O BOX 1802

City or town, state, and ZIP code

PROVIDENCE, RI 02901-1802

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

 I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 2,033,740.  
 J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis.)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	65,589.	65,589.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	378,880.			
b Gross sales price for all assets on line 6a	1,987,036.			
7 Capital gain net income (from Part IV, line 2)		378,880.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	292.	139.		STMT 3
12 Total. Add lines 1 through 11	444,761.	444,608.		
13 Compensation of officers, directors, trustees, etc.	22,973.	9,189.		13,784.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 4	958.	158.	NONE	800.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	2,299.	277.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	26,230.	9,624.	NONE	14,584.
25 Contributions, gifts, grants paid	60,000.			60,000.
26 Total expenses and disbursements. Add lines 24 and 25	86,230.	9,624.	NONE	74,584.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	358,531.			
b Net investment income (if negative, enter -0-)		434,984.		
c Adjusted net income (if negative, enter -0-)				

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

JSA

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**Part II Balance Sheets**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .	NONE	NONE	
	2 Savings and temporary cash investments . . . . .	32,679.	74,266.	74,266.
	3 Accounts receivable ▶ . . . . .			
	Less: allowance for doubtful accounts ▶ . . . . .			
	4 Pledges receivable ▶ . . . . .			
	Less: allowance for doubtful accounts ▶ . . . . .			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ * . . . . .		*	NONE
	Less: allowance for doubtful accounts ▶ . . . . .	NONE	NONE	NONE
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule) . . . . .	NONE	NONE	NONE
	b Investments - corporate stock (attach schedule) . . . . .	1,608,542.	1,920,950.	1,959,474.
	c Investments - corporate bonds (attach schedule) . . . . .	NONE	NONE	NONE
	11 Investments - land, buildings, and equipment basis . . . . .	NONE		
Less accumulated depreciation (attach schedule) ▶ . . . . .	NONE	NONE		
12 Investments - mortgage loans . . . . .	NONE	NONE		
13 Investments - other (attach schedule) . . . . .	NONE	NONE	NONE	
14 Land, buildings, and equipment basis . . . . .				
Less accumulated depreciation (attach schedule) ▶ . . . . .				
15 Other assets (describe ▶ . . . . .)	NONE	NONE	NONE	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	1,641,221.	1,995,216.	2,033,740.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶ . . . . .)			
23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .				
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶</b> <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .	1,641,221.	1,995,216.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29 Retained earnings, accumulated income, endowment, or other funds . . . . .	NONE	NONE		
30 <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	1,641,221.	1,995,216.		
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	1,641,221.	1,995,216.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	1,641,221.
2 Enter amount from Part I, line 27a . . . . .	2	358,531.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7 . . . . .	3	5.
4 Add lines 1, 2, and 3 . . . . .	4	1,999,757.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8 . . . . .	5	4,541.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,995,216.

**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.)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	378,880.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	73,899.	1,786,906.	0.04135584077
2008	85,597.	1,619,627.	0.05284982283
2007	110,794.	956,831.	0.11579265304
2006	113,980.	2,106,785.	0.05410139146
2005	125,892.	2,022,430.	0.06224788991
<b>2 Total of line 1, column (d)</b>			0.32634759801
<b>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</b>			0.06526951960
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>			1,940,217.
<b>5 Multiply line 4 by line 3</b>			126,637.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			4,350.
<b>7 Add lines 5 and 6</b>			130,987.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			74,584.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .			
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	8,700.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	8,700.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	NONE
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	8,700.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010 . . . . .	6a	1,800.	
b Exempt foreign organizations-tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	1,800.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	6,900.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		
11 Enter the amount of line 10 to be: <b>Credited to 2011 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/> . . . . .	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .		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 <b>Form 1120-POL</b> for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV . . . . .	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> <b>STMT 9</b>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ PRIVATE BANK TAX SERVICES Telephone no. ▶ (888) 866-3275			
Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02903-1802				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . .	▶ <input type="checkbox"/>		
and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15				
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
				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**

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

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

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **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? ☐ 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** ☒
- 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**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		22,973.	-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
SEE STATEMENT 11		NONE	NONE	NONE

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 12		NONE
Total number of others receiving over \$50,000 for professional services . . . . .		NONE

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,921,353.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	48,410.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,969,763.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,969,763.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	29,546.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,940,217.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	97,011.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	97,011.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	8,700.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	8,700.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	88,311.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	88,311.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	88,311.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	74,584.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	74,584.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	74,584.

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				88,311.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only . . . . .			NONE	
<b>b</b> Total for prior years 20 08 , 20 , 20 . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2010				
<b>a</b> From 2005 . . . . . 26,464.				
<b>b</b> From 2006 . . . . . 13,291.				
<b>c</b> From 2007 . . . . . 65,592.				
<b>d</b> From 2008 . . . . . 5,783.				
<b>e</b> From 2009 . . . . . NONE				
<b>f</b> Total of lines 3a through e . . . . .	111,130.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$ 74,584.				
<b>a</b> Applied to 2009, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
<b>d</b> Applied to 2010 distributable amount . . . . .				74,584.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	13,727.			13,727.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	97,403.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011. . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	12,737.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	84,666.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006 . . . . . 13,291.				
<b>b</b> Excess from 2007 . . . . . 65,592.				
<b>c</b> Excess from 2008 . . . . . 5,783.				
<b>d</b> Excess from 2009 . . . . . NONE				
<b>e</b> Excess from 2010 . . . . . NONE				

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

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

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

4942(j)(3) or 4942(j)(5)

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

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

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

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

N/A

**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.

N/A

**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:

SEE STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<b>a Paid during the year</b>  SEE STATEMENT 14				
<b>Total</b> .....			▶ <b>3a</b>	60,000.
<b>b Approved for future payment</b>				
<b>Total</b> .....			▶ <b>3b</b>	

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<p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash . . . . .</p> <p>(2) Other assets . . . . .</p> <p><b>b</b> Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization . . . . .</p> <p>(2) Purchases of assets from a noncharitable exempt organization . . . . .</p> <p>(3) Rental of facilities, equipment, or other assets . . . . .</p> <p>(4) Reimbursement arrangements . . . . .</p> <p>(5) Loans or loan guarantees . . . . .</p> <p>(6) Performance of services or membership or fundraising solicitations . . . . .</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .</p> <p><b>d</b> 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</p>	<p><b>Yes</b></p>	<p><b>No</b></p>
<b>1a(1)</b>		<b>X</b>
<b>1a(2)</b>		<b>X</b>
<b>1b(1)</b>		<b>X</b>
<b>1b(2)</b>		<b>X</b>
<b>1b(3)</b>		<b>X</b>
<b>1b(4)</b>		<b>X</b>
<b>1b(5)</b>		<b>X</b>
<b>1b(6)</b>		<b>X</b>
<b>1c</b>		<b>X</b>

**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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					7,182.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					9,401.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					12,026.	
28,109.00		1000. AT&T INC PROPERTY TYPE: SECURITIES 9,344.00					11/27/1992 18,765.00	03/03/2011
3,618.00		75. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 3,367.00					05/14/2009 251.00	03/03/2011
14,473.00		300. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 11,408.00					08/02/2002 3,065.00	03/03/2011
27,543.00		300. AIR PRODUCTS AND CHEMICALS INC PROPERTY TYPE: SECURITIES 4,037.00					08/02/1990 23,506.00	03/03/2011
17,825.00		700. ALTRIA GROUP INC PROPERTY TYPE: SECURITIES 14,565.00					08/05/2008 3,260.00	03/03/2011
7,639.00		300. ALTRIA GROUP INC PROPERTY TYPE: SECURITIES 5,126.00					05/07/2009 2,513.00	03/03/2011
3,345.00		100. CVS CAREMARK CORP COM PROPERTY TYPE: SECURITIES 948.00					07/23/1993 2,397.00	03/03/2011
6,691.00		200. CVS CAREMARK CORP COM PROPERTY TYPE: SECURITIES 1,787.00					12/06/1993 4,904.00	03/03/2011

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
6,691.00		200. CVS CAREMARK CORP COM PROPERTY TYPE: SECURITIES 1,598.00				09/16/1994 5,093.00	03/03/2011
41,724.00		400. CATERPILLAR INCORPORATED PROPERTY TYPE: SECURITIES 15,268.00				05/07/2009 26,456.00	03/03/2011
52,089.00		500. CHEVRONTXACO CORP COM PROPERTY TYPE: SECURITIES 17,718.00				05/27/1997 34,371.00	03/03/2011
23,826.00		400. CHUBB CORPORATION PROPERTY TYPE: SECURITIES 7,200.00				09/16/1994 16,626.00	03/03/2011
3,712.00		200. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES 6,688.00				08/30/1999 -2,976.00	03/03/2011
3,712.00		200. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES 5,574.00				11/30/2007 -1,862.00	03/03/2011
3,712.00		200. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES 5,232.00				04/04/2007 -1,520.00	03/03/2011
1,856.00		100. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES 2,612.00				01/11/2008 -756.00	03/03/2011
5,567.00		300. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES 6,613.00				08/01/2008 -1,046.00	03/03/2011
9,099.00		200. DOMINION RESOURCES INC PROPERTY TYPE: SECURITIES 6,055.00				07/22/2003 3,044.00	03/03/2011
9,099.00		200. DOMINION RESOURCES INC PROPERTY TYPE: SECURITIES 4,919.00				11/18/2002 4,180.00	03/03/2011



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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
42,792.00		500. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 5,747.00				11/27/1992 37,045.00	03/03/2011
14,570.00		700. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 9,117.00				05/13/2009 5,453.00	03/03/2011
10,407.00		500. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 576.00				01/21/1980 9,831.00	03/03/2011
4,323.00		100. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 4,520.00				01/11/2008 -197.00	03/03/2011
4,323.00		100. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 4,408.00				08/01/2008 -85.00	03/03/2011
12,968.00		300. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 12,260.00				04/04/2007 708.00	03/03/2011
40,966.00		250. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES 3,328.00				03/22/1993 37,638.00	03/03/2011
14,059.00		300. ISHARES MSCI EMERGING MKTS INDEX FU PROPERTY TYPE: SECURITIES 12,761.00				08/01/2008 1,298.00	03/03/2011
14,059.00		300. ISHARES MSCI EMERGING MKTS INDEX FU PROPERTY TYPE: SECURITIES 9,171.00				05/07/2009 4,888.00	03/03/2011
6,177.00		100. ISHR MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 8,344.00				10/02/2007 -2,167.00	03/03/2011
12,354.00		200. ISHR MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 16,653.00				11/30/2007 -4,299.00	03/03/2011



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,177.00		100. ISHR MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 8,095.00					06/21/2007 -1,918.00	03/03/2011
18,531.00		300. ISHR MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 23,199.00					04/04/2007 -4,668.00	03/03/2011
6,177.00		100. ISHR MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES 4,391.00					05/13/2009 1,786.00	03/03/2011
23,105.00		500. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 20,319.00					01/11/2008 2,786.00	03/03/2011
18,328.00		300. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 15,993.00					08/02/2002 2,335.00	03/03/2011
19,135.00		250. MCDONALDS CORP PROPERTY TYPE: SECURITIES 15,972.00					08/12/2008 3,163.00	03/03/2011
3,827.00		50. MCDONALDS CORP PROPERTY TYPE: SECURITIES 2,654.00					05/07/2009 1,173.00	03/03/2011
4,976.00		150. MERCK & CO INC NEW COM PROPERTY TYPE: SECURITIES 8,470.00					05/18/1998 -3,494.00	03/03/2011
6,635.00		200. MERCK & CO INC NEW COM PROPERTY TYPE: SECURITIES 9,614.00					09/29/1997 -2,979.00	03/03/2011
4,976.00		150. MERCK & CO INC NEW COM PROPERTY TYPE: SECURITIES 5,369.00					08/11/2008 -393.00	03/03/2011
6,635.00		200. MERCK & CO INC NEW COM PROPERTY TYPE: SECURITIES 5,050.00					05/08/2009 1,585.00	03/03/2011



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
10,486.00		400. MICROSOFT CORPORATION PROPERTY TYPE: SECURITIES 21,800.00					01/19/2000 -11,314.00	03/03/2011
5,243.00		200. MICROSOFT CORPORATION PROPERTY TYPE: SECURITIES 5,104.00					08/01/2008 139.00	03/03/2011
5,243.00		200. MICROSOFT CORPORATION PROPERTY TYPE: SECURITIES 4,495.00					08/02/2002 748.00	03/03/2011
7,189.00		100. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 8,378.00					06/16/2009 -1,189.00	03/03/2011
7,189.00		100. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 8,162.00					09/02/2009 -973.00	03/03/2011
6,383.00		100. PEPSICO INCORPORATED PROPERTY TYPE: SECURITIES 6,365.00					04/04/2007 18.00	03/03/2011
6,383.00		100. PEPSICO INCORPORATED PROPERTY TYPE: SECURITIES 3,900.00					09/09/2002 2,483.00	03/03/2011
12,767.00		200. PEPSICO INCORPORATED PROPERTY TYPE: SECURITIES 7,138.00					06/18/1997 5,629.00	03/03/2011
25,514.00		400. PHILIP MORRIS INTL INC COM PROPERTY TYPE: SECURITIES 17,106.00					05/18/2009 8,408.00	03/03/2011
21,279.00		150. PRECISION CASTPARTS CORPORATION PROPERTY TYPE: SECURITIES 18,848.00					01/11/2008 2,431.00	03/03/2011
7,093.00		50. PRECISION CASTPARTS CORPORATION PROPERTY TYPE: SECURITIES 4,653.00					08/01/2008 2,440.00	03/03/2011

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
6,256.00		100. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 4,482.00				03/27/2002 1,774.00	03/03/2011
25,026.00		400. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 13,704.00				05/27/1997 11,322.00	03/03/2011
27,791.00		300. SCHLUMBERGER LIMITED PROPERTY TYPE: SECURITIES 16,241.00				09/02/2009 11,550.00	03/03/2011
15,731.00		750. STAPLES INCORPORATED PROPERTY TYPE: SECURITIES 15,904.00				09/02/2009 -173.00	03/03/2011
20,776.00		400. TARGET CORP PROPERTY TYPE: SECURITIES 2,240.00				08/02/1990 18,536.00	03/03/2011
20,290.00		400. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES 17,776.00				05/08/2009 2,514.00	03/03/2011
7,327.00		200. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES 7,484.00				06/21/2007 -157.00	03/03/2011
10,990.00		300. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES 9,876.00				03/27/2002 1,114.00	03/03/2011
3,663.00		100. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES 2,994.00				01/11/2008 669.00	03/03/2011
10,990.00		300. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES 7,568.00				08/07/2008 3,422.00	03/03/2011
23,276.00		250. 3M CO COM PROPERTY TYPE: SECURITIES 1,729.00				10/16/1980 21,547.00	03/03/2011



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
22,071.00		800. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES 15,876.00					05/07/2009 6,195.00	03/03/2011
8,414.00		100. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 6,509.00					04/04/2007 1,905.00	03/03/2011
16,829.00		200. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 7,395.00					03/27/2002 9,434.00	03/03/2011
25,972.00		800. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES 10,599.00					05/27/1997 15,373.00	03/03/2011
48,933.00		2533.533 SMALL CAP CTF PROPERTY TYPE: SECURITIES 50,797.00					03/31/1998 -1,864.00	03/11/2011
17,351.00		851.049 INTERNATIONAL EQUITY CTF PROPERTY TYPE: SECURITIES 18,918.00					03/31/1998 -1,567.00	03/11/2011
13,937.00		683.584 INTERNATIONAL EQUITY CTF PROPERTY TYPE: SECURITIES 13,394.00					07/12/2002 543.00	03/11/2011
202,191.00		12479.169 AGGREGATE BOND CTF PROPERTY TYPE: SECURITIES 197,207.00					09/16/1994 4,984.00	03/11/2011
9,882.00		526.517 MID CAP VALUE CTF PROPERTY TYPE: SECURITIES 10,673.00					06/30/2007 -791.00	03/11/2011
11,862.00		632.019 MID CAP VALUE CTF PROPERTY TYPE: SECURITIES 12,794.00					04/30/2007 -932.00	03/11/2011
8,324.00		443.517 MID CAP VALUE CTF PROPERTY TYPE: SECURITIES 8,433.00					10/31/2006 -109.00	03/11/2011



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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
17,226.00		917.842 MID CAP VALUE CTF PROPERTY TYPE: SECURITIES 15,041.00				07/31/2003 2,185.00	03/11/2011
91,367.00		11766.525 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES 93,327.00				02/13/1998 -1,960.00	03/11/2011
26,659.00		3433.287 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES 27,150.00				07/17/1998 -491.00	03/11/2011
21,410.00		2757.235 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES 21,753.00				07/13/2001 -343.00	03/11/2011
54,657.00		7038.902 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES 54,457.00				05/31/1999 200.00	03/11/2011
21,925.00		2823.514 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES 21,782.00				07/16/1999 143.00	03/11/2011
11,117.00		1431.641 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES 10,940.00				07/31/2000 177.00	03/11/2011
33,350.00		4294.923 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES 32,692.00				09/17/1999 658.00	03/11/2011
5,558.00		715.821 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES 5,444.00				12/10/1999 114.00	03/11/2011
11,771.00		287.102 COLUMBIA ACORN INTERNATIONAL FUN PROPERTY TYPE: SECURITIES 13,000.00				06/27/2007 -1,229.00	03/29/2011
1,015.00		24.753 COLUMBIA ACORN INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 1,087.00				04/13/2007 -72.00	03/29/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
72,292.00		7422.214 COLUMBIA INCOME OPPORTUNITIES F PROPERTY TYPE: SECURITIES 80,000.00					07/05/2007 -7,708.00	03/29/2011
18,317.00		1880.544 COLUMBIA INCOME OPPORTUNITIES F PROPERTY TYPE: SECURITIES 20,000.00					10/05/2007 -1,683.00	03/29/2011
10,044.00		1031.242 COLUMBIA INCOME OPPORTUNITIES F PROPERTY TYPE: SECURITIES 8,998.00					09/03/2009 1,046.00	03/29/2011
46,041.00		3090. COLUMBIA SMALL CAP VALUE FUND II C PROPERTY TYPE: SECURITIES 46,999.00					07/05/2007 -958.00	03/29/2011
60,709.00		10135.135 COLUMBIA STRATEGIC INCOME FUND PROPERTY TYPE: SECURITIES 59,983.00					01/11/2008 726.00	03/29/2011
31,416.00		5244.755 COLUMBIA STRATEGIC INCOME FUND PROPERTY TYPE: SECURITIES 29,991.00					08/05/2008 1,425.00	03/29/2011
34,229.00		5714.286 COLUMBIA STRATEGIC INCOME FUND PROPERTY TYPE: SECURITIES 32,000.00					09/08/2009 2,229.00	03/29/2011
67,554.00		11277.824 COLUMBIA STRATEGIC INCOME FUND PROPERTY TYPE: SECURITIES 59,994.00					05/12/2009 7,560.00	03/29/2011
8,345.00		289.859 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 8,157.00					06/27/2007 188.00	03/29/2011
42,810.00		1486.989 COLUMBIA MID CAP GROWTH FUND CL PROPERTY TYPE: SECURITIES 40,000.00					04/09/2007 2,810.00	03/29/2011
365.00		34.966 ARTIO GLOBAL HIGH INCOME FUND CL PROPERTY TYPE: SECURITIES 366.00					03/29/2011 -1.00	03/31/2011



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,157.00		67.629 COLUMBIA ACORN FUND CLASS Z SHARE PROPERTY TYPE: SECURITIES 1,207.00					06/05/2002 950.00	03/31/2011
787.00		18.995 COLUMBIA ACORN INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 743.00					10/13/2006 44.00	03/31/2011
1,442.00		119.093 COLUMBIA MARSICO INT'L OPPORTUNI PROPERTY TYPE: SECURITIES 1,427.00					03/29/2011 15.00	03/31/2011
641.00		12.947 COLUMBIA SMALL CAP VALUE I FUND C PROPERTY TYPE: SECURITIES 631.00					03/29/2011 10.00	03/31/2011
661.00		18.828 COLUMBIA SMALL CAP GROWTH I FUND PROPERTY TYPE: SECURITIES 652.00					03/29/2011 9.00	03/31/2011
616.00		32.947 COLUMBIA SELECT SMALL CAP FUND CL PROPERTY TYPE: SECURITIES 606.00					03/29/2011 10.00	03/31/2011
11,015.00		801.659 COLUMBIA SELECT LARGE CAP GROWTH PROPERTY TYPE: SECURITIES 10,854.00					03/29/2011 161.00	03/31/2011
5,762.00		306.488 EATON VANCE LARGE-CAP VALUE FUND PROPERTY TYPE: SECURITIES 5,731.00					03/29/2011 31.00	03/31/2011
1,390.00		22.049 HARBOR INTERNATIONAL FUND INSTL C PROPERTY TYPE: SECURITIES 1,375.00					03/29/2011 15.00	03/31/2011
1,037.00		84.028 JOHN HANCOCK FDS III DISCIPLINED PROPERTY TYPE: SECURITIES 1,027.00					03/29/2011 10.00	03/31/2011
3,262.00		150.945 LAZARD FUNDS INC EMERGING MKTS P PROPERTY TYPE: SECURITIES 3,182.00					03/29/2011 80.00	03/31/2011



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
989.00		59.567 NATIXIS FDS TR IV AEW REAL ESTATE PROPERTY TYPE: SECURITIES 970.00					03/29/2011 19.00	03/31/2011
1,378.00		142.157 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES 1,348.00					03/29/2011 30.00	03/31/2011
249.00		22.915 PIMCO DEVELOPING LOCAL MKTS FUND PROPERTY TYPE: SECURITIES 248.00					03/29/2011 1.00	03/31/2011
383.00		38. ROWE T PRICE INTL FUNDS INC INTL BD PROPERTY TYPE: SECURITIES 382.00					03/29/2011 1.00	03/31/2011
TOTAL GAIN(LOSS) .....							----- 378,880. =====	

R. S. GERNON TRUST

06-6142263

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	1,270.	1,270.
ABBOTT LABORATORIES	495.	495.
AIR PRODUCTS AND CHEMICALS INC	441.	441.
ALTRIA GROUP INC	1,110.	1,110.
ARTIO GLOBAL HIGH INCOME FUND CL I	1,134.	1,134.
SMALL CAP CTF	334.	334.
INTERNATIONAL EQUITY CTF	891.	891.
CVS CAREMARK CORP COM	150.	150.
CATERPILLAR INCORPORATED	528.	528.
CHEVRONTXACO CORP COM	1,080.	1,080.
CHUBB CORPORATION	444.	444.
COLUMBIA ACORN FUND CLASS Z SHARES	200.	200.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	1,068.	1,068.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	316.	316.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	5,050.	5,050.
COLUMBIA SMALL CAP VALUE FUND II CLASS Z	145.	145.
COLUMBIA STRATEGIC INCOME FUND CLASS Z S	11,971.	11,971.
AGGREGATE BOND CTF	7,246.	7,246.
DOMINION RESOURCES INC	563.	563.
EATON VANCE LARGE-CAP VALUE FUND CL I	964.	964.
EXXON MOBIL CORPORATION	660.	660.
MID CAP VALUE CTF	873.	873.
GENERAL ELEC CO	600.	600.
HEWLETT PACKARD CO COM	120.	120.
INTERNATIONAL BUSINESS MACHS	488.	488.
ISHARES MSCI EMERGING MKTS INDEX FUND	270.	270.
ISHR MSCI EAFE INDEX FUND	471.	471.
J P MORGAN CHASE & CO COM	75.	75.
JOHNSON & JOHNSON	486.	486.
MCDONALDS CORP	531.	531.
MERCK & CO INC NEW COM	798.	798.
MICROSOFT CORPORATION	360.	360.

R. S. GERNON TRUST

06-6142263

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MONSANTO CO NEW COM	165.	165.
NATIXIS FDS TR IV AEW REAL ESTATE FD CL	99.	99.
PIMCO TOTAL RETURN FUND INSTL	2,916.	2,916.
PEPSICO INCORPORATED	576.	576.
PHILIP MORRIS INTL INC COM	744.	744.
PIMCO COMMODITY REALRETURN STRATEGY FUND	4,916.	4,916.
PIMCO DEVELOPING LOCAL MKTS FUND INSTL	55.	55.
PRECISION CASTPARTS CORPORATION	18.	18.
PROCTER & GAMBLE CO COM	723.	723.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	140.	140.
SCHLUMBERGER LIMITED	264.	264.
STAPLES INCORPORATED	203.	203.
TARGET CORP	300.	300.
TEVA PHARMACEUTICAL INDS LTD ADR	236.	236.
TEXAS INSTRS INC	342.	342.
3M CO COM	400.	400.
US BANCORP DEL COM NEW	120.	120.
UNITED TECHNOLOGIES CORP	383.	383.
WELLS FARGO COMPANY	120.	120.
GOVERNMENT CREDIT CTF	11,591.	11,591.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	146.	146.
	-----	-----
TOTAL	65,589.	65,589.
	=====	=====

R. S. GERNON TRUST

06-6142263

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
TOTALS	292.	139.
	=====	=====

R. S. GERNON TRUST

06-6142263

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
AUDIT & ACCOUNTING FEES (ALLOC	158.	158.		800.
TAX PREPARATION FEE (NON-ALLOC	800.			
TOTALS	958.	158.	NONE	800.
	=====	=====	=====	=====

R. S. GERNON TRUST

06-6142263

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	139.	139.
FEDERAL TAX PAYMENT - PRIOR YE	222.	
FEDERAL ESTIMATES - PRINCIPAL	1,800.	
FOREIGN TAXES ON QUALIFIED FOR	136.	136.
FOREIGN TAXES ON NONQUALIFIED	2.	2.
	-----	-----
TOTALS	2,299.	277.
	=====	=====

R. S. GERNON TRUST

06-6142263

FORM 990PF, PART II - OTHER INVESTMENTS

=====

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

SEE ATTACHED STATEMENTS C

TOTALS



. R. S. GERNON TRUST

06-6142263

## FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

-----

-----

ROUNDING

5.

TOTAL

5.

-----  
=====





R. S. GERNON TRUST

06-6142263

## FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

-----

AMOUNT

-----

CTF ADJ

4,541.

TOTAL

-----

4,541.

=====

R. S. GERNON TRUST

06-6142263

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

=====

CT



R. S. GERNON TRUST

06-6142263

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

## OFFICER NAME:

BANK OF AMERICA

## ADDRESS:

777 MAIN STREET

HARTFORD, CT 06115

## TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION ..... 22,973.

TOTAL COMPENSATION:

22,973.

=====



R. S. GERNON TRUST

06-6142263

## 990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

=====

EMPLOYEE NAME:

NONE

STATEMENT 11



· R. S. GERNON TRUST

06-6142263

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:

NONE



06-6142263

R. S. GERNON TRUST  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

RECIPIENT NAME:  
BANK OF AMERICA

ADDRESS:  
777 MAIN STREET  
HARTFORD, CT 06115

FORM, INFORMATION AND MATERIALS:  
SEE ATTACHMENT

SUBMISSION DEADLINES:  
FEBRUARY 15 AND AUGUST 15

RESTRICTIONS OR LIMITATIONS ON AWARDS:  
ORGANIZATIONS LOCATED OR OPERATING IN THE CITY OF NORWICH, CT FOR THE  
BENEFIT OF NORWICH RESIDENTS

STATEMENT 13



R. S. GERNON TRUST 06-6142263  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:

SEE ATTACHED

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORTS NAMED ORGANIZATIONS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 60,000.

TOTAL GRANTS PAID: 60,000.

=====


**SCHEDULE D**  
**(Form 1041)**

 Department of the Treasury  
 Internal Revenue Service

**Capital Gains and Losses**
**▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

**2010**

Name of estate or trust

R. S. GERNON TRUST

Employer identification number

06-6142263

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

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

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

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	391.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	7,182.
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	7,573.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					
LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			9,401.

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	349,880.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	12,026.
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	371,307.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010





<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b> Net short-term gain or (loss) . . . . .	<b>13</b>			7,573.
<b>14</b> Net long-term gain or (loss):				
a Total for year . . . . .	<b>14a</b>			371,307.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . .	<b>14b</b>			
c 28% rate gain . . . . .	<b>14c</b>			
<b>15</b> Total net gain or (loss). Combine lines 13 and 14a . . . . .	<b>15</b>			378,880.

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

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

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

<b>Part V Tax Computation Using Maximum Capital Gains Rates</b>	
<b>Form 1041 filers.</b> Complete this part <b>only</b> if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
<b>Caution:</b> Skip this part and complete the worksheet on page 8 of the instructions if:	
• Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or	
• Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
<b>Form 990-T trusts.</b> Complete this part <b>only</b> if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

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

**SCHEDULE D-1**  
**(Form 1041)**

Department of the Treasury  
Internal Revenue Service

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

► See instructions for Schedule D (Form 1041).

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

OMB No 1545-0092

2010

Name of estate or trust

R. S. GERNON TRUST

Employer identification number

06-6142263

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

<b>1b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .	391.00
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**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

Schedule D-1 (Form 1041) 2010

JSA  
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GA0850 L775 08/19/2011 14:46:53



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

Employer identification number

R. S. GERNON TRUST

06-6142263

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 1000. AT&T INC	11/27/1992	03/03/2011	28,109.00	9,344.00	18,765.00
75. ABBOTT LABORATORIES	05/14/2009	03/03/2011	3,618.00	3,367.00	251.00
300. ABBOTT LABORATORIES	08/02/2002	03/03/2011	14,473.00	11,408.00	3,065.00
300. AIR PRODUCTS AND CHEMICALS INC	08/02/1990	03/03/2011	27,543.00	4,037.00	23,506.00
700. ALTRIA GROUP INC	08/05/2008	03/03/2011	17,825.00	14,565.00	3,260.00
300. ALTRIA GROUP INC	05/07/2009	03/03/2011	7,639.00	5,126.00	2,513.00
100. CVS CAREMARK CORP COM	07/23/1993	03/03/2011	3,345.00	948.00	2,397.00
200. CVS CAREMARK CORP COM	12/06/1993	03/03/2011	6,691.00	1,787.00	4,904.00
200. CVS CAREMARK CORP COM	09/16/1994	03/03/2011	6,691.00	1,598.00	5,093.00
400. CATERPILLAR INCORPORATED	05/07/2009	03/03/2011	41,724.00	15,268.00	26,456.00
500. CHEVRONTEXACO CORP COM	05/27/1997	03/03/2011	52,089.00	17,718.00	34,371.00
400. CHUBB CORPORATION	09/16/1994	03/03/2011	23,826.00	7,200.00	16,626.00
200. CISCO SYSTEMS INCORPORATED	08/30/1999	03/03/2011	3,712.00	6,688.00	-2,976.00
200. CISCO SYSTEMS INCORPORATED	11/30/2007	03/03/2011	3,712.00	5,574.00	-1,862.00
200. CISCO SYSTEMS INCORPORATED	04/04/2007	03/03/2011	3,712.00	5,232.00	-1,520.00
100. CISCO SYSTEMS INCORPORATED	01/11/2008	03/03/2011	1,856.00	2,612.00	-756.00
300. CISCO SYSTEMS INCORPORATED	08/01/2008	03/03/2011	5,567.00	6,613.00	-1,046.00
200. DOMINION RESOURCES INC	07/22/2003	03/03/2011	9,099.00	6,055.00	3,044.00
200. DOMINION RESOURCES INC	11/18/2002	03/03/2011	9,099.00	4,919.00	4,180.00
500. EXXON MOBIL CORPORATION	11/27/1992	03/03/2011	42,792.00	5,747.00	37,045.00
700. GENERAL ELEC CO	05/13/2009	03/03/2011	14,570.00	9,117.00	5,453.00
500. GENERAL ELEC CO	01/21/1980	03/03/2011	10,407.00	576.00	9,831.00
100. HEWLETT PACKARD CO COM	01/11/2008	03/03/2011	4,323.00	4,520.00	-197.00
100. HEWLETT PACKARD CO COM	08/01/2008	03/03/2011	4,323.00	4,408.00	-85.00
300. HEWLETT PACKARD CO COM	04/04/2007	03/03/2011	12,968.00	12,260.00	708.00
<b>6b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .					



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Employer identification number

R. S. GERNON TRUST

06-6142263

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co )	(b) Date acquired (mo, day, yr )	(c) Date sold (mo, day, yr )	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 250. INTERNATIONAL BUSINESS MACHS	03/22/1993	03/03/2011	40,966.00	3,328.00	37,638.00
300. ISHARES MSCI EMERGING MKTS INDEX FUND	08/01/2008	03/03/2011	14,059.00	12,761.00	1,298.00
300. ISHARES MSCI EMERGING MKTS INDEX FUND	05/07/2009	03/03/2011	14,059.00	9,171.00	4,888.00
100. ISHR MSCI EAFE INDEX FUND	10/02/2007	03/03/2011	6,177.00	8,344.00	-2,167.00
200. ISHR MSCI EAFE INDEX FUND	11/30/2007	03/03/2011	12,354.00	16,653.00	-4,299.00
100. ISHR MSCI EAFE INDEX FUND	06/21/2007	03/03/2011	6,177.00	8,095.00	-1,918.00
300. ISHR MSCI EAFE INDEX FUND	04/04/2007	03/03/2011	18,531.00	23,199.00	-4,668.00
100. ISHR MSCI EAFE INDEX FUND	05/13/2009	03/03/2011	6,177.00	4,391.00	1,786.00
500. J P MORGAN CHASE & CO COM	01/11/2008	03/03/2011	23,105.00	20,319.00	2,786.00
300. JOHNSON & JOHNSON	08/02/2002	03/03/2011	18,328.00	15,993.00	2,335.00
250. MCDONALDS CORP	08/12/2008	03/03/2011	19,135.00	15,972.00	3,163.00
50. MCDONALDS CORP	05/07/2009	03/03/2011	3,827.00	2,654.00	1,173.00
150. MERCK & CO INC NEW COM	05/18/1998	03/03/2011	4,976.00	8,470.00	-3,494.00
200. MERCK & CO INC NEW COM	09/29/1997	03/03/2011	6,635.00	9,614.00	-2,979.00
150. MERCK & CO INC NEW COM	08/11/2008	03/03/2011	4,976.00	5,369.00	-393.00
200. MERCK & CO INC NEW COM	05/08/2009	03/03/2011	6,635.00	5,050.00	1,585.00
400. MICROSOFT CORPORATION	01/19/2000	03/03/2011	10,486.00	21,800.00	-11,314.00
200. MICROSOFT CORPORATION	08/01/2008	03/03/2011	5,243.00	5,104.00	139.00
200. MICROSOFT CORPORATION	08/02/2002	03/03/2011	5,243.00	4,495.00	748.00
100. MONSANTO CO NEW COM	06/16/2009	03/03/2011	7,189.00	8,378.00	-1,189.00
100. MONSANTO CO NEW COM	09/02/2009	03/03/2011	7,189.00	8,162.00	-973.00
100. PEPSICO INCORPORATED	04/04/2007	03/03/2011	6,383.00	6,365.00	18.00
100. PEPSICO INCORPORATED	09/09/2002	03/03/2011	6,383.00	3,900.00	2,483.00
200. PEPSICO INCORPORATED	06/18/1997	03/03/2011	12,767.00	7,138.00	5,629.00
400. PHILIP MORRIS INTL INC COM	05/18/2009	03/03/2011	25,514.00	17,106.00	8,408.00

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

Schedule D-1 (Form 1041) 2010

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Employer identification number

R. S. GERNON TRUST

06-6142263

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 150. PRECISION CASTPARTS CORPORATION	01/11/2008	03/03/2011	21,279.00	18,848.00	2,431.00
50. PRECISION CASTPARTS CORPORATION	08/01/2008	03/03/2011	7,093.00	4,653.00	2,440.00
100. PROCTER & GAMBLE CO COM	03/27/2002	03/03/2011	6,256.00	4,482.00	1,774.00
400. PROCTER & GAMBLE CO COM	05/27/1997	03/03/2011	25,026.00	13,704.00	11,322.00
300. SCHLUMBERGER LIMITED	09/02/2009	03/03/2011	27,791.00	16,241.00	11,550.00
750. STAPLES INCORPORATED	09/02/2009	03/03/2011	15,731.00	15,904.00	-173.00
400. TARGET CORP	08/02/1990	03/03/2011	20,776.00	2,240.00	18,536.00
400. TEVA PHARMACEUTICAL INDS LTD ADR	05/08/2009	03/03/2011	20,290.00	17,776.00	2,514.00
200. TEXAS INSTRS INC	06/21/2007	03/03/2011	7,327.00	7,484.00	-157.00
300. TEXAS INSTRS INC	03/27/2002	03/03/2011	10,990.00	9,876.00	1,114.00
100. TEXAS INSTRS INC	01/11/2008	03/03/2011	3,663.00	2,994.00	669.00
300. TEXAS INSTRS INC	08/07/2008	03/03/2011	10,990.00	7,568.00	3,422.00
250. 3M CO COM	10/16/1980	03/03/2011	23,276.00	1,729.00	21,547.00
800. US BANCORP DEL COM NEW	05/07/2009	03/03/2011	22,071.00	15,876.00	6,195.00
100. UNITED TECHNOLOGIES CORP	04/04/2007	03/03/2011	8,414.00	6,509.00	1,905.00
200. UNITED TECHNOLOGIES CORP	03/27/2002	03/03/2011	16,829.00	7,395.00	9,434.00
800. WELLS FARGO COMPANY	05/27/1997	03/03/2011	25,972.00	10,599.00	15,373.00
2533.533 SMALL CAP CTF	03/31/1998	03/11/2011	48,933.00	50,797.00	-1,864.00
851.049 INTERNATIONAL EQUITY CTF	03/31/1998	03/11/2011	17,351.00	18,918.00	-1,567.00
683.584 INTERNATIONAL EQUITY CTF	07/12/2002	03/11/2011	13,937.00	13,394.00	543.00
12479.169 AGGREGATE BOND CTF	09/16/1994	03/11/2011	202,191.00	197,207.00	4,984.00
526.517 MID CAP VALUE CTF	06/30/2007	03/11/2011	9,882.00	10,673.00	-791.00
632.019 MID CAP VALUE CTF	04/30/2007	03/11/2011	11,862.00	12,794.00	-932.00
443.517 MID CAP VALUE CTF	10/31/2006	03/11/2011	8,324.00	8,433.00	-109.00
917.842 MID CAP VALUE CTF	07/31/2003	03/11/2011	17,226.00	15,041.00	2,185.00

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

Schedule D-1 (Form 1041) 2010

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Employer identification number

R. S. GERNON TRUST

06-6142263

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 11766.525 GOVERNMENT CREDIT CTF	02/13/1998	03/11/2011	91,367.00	93,327.00	-1,960.00
3433.287 GOVERNMENT CREDIT CTF	07/17/1998	03/11/2011	26,659.00	27,150.00	-491.00
2757.235 GOVERNMENT CREDIT CTF	07/13/2001	03/11/2011	21,410.00	21,753.00	-343.00
7038.902 GOVERNMENT CREDIT CTF	05/31/1999	03/11/2011	54,657.00	54,457.00	200.00
2823.514 GOVERNMENT CREDIT CTF	07/16/1999	03/11/2011	21,925.00	21,782.00	143.00
1431.641 GOVERNMENT CREDIT CTF	07/31/2000	03/11/2011	11,117.00	10,940.00	177.00
4294.923 GOVERNMENT CREDIT CTF	09/17/1999	03/11/2011	33,350.00	32,692.00	658.00
715.821 GOVERNMENT CREDIT CTF	12/10/1999	03/11/2011	5,558.00	5,444.00	114.00
287.102 COLUMBIA ACORN INTERNATIONAL FUND CL Z	06/27/2007	03/29/2011	11,771.00	13,000.00	-1,229.00
24.753 COLUMBIA ACORN INTERNATIONAL FUND CL Z	04/13/2007	03/29/2011	1,015.00	1,087.00	-72.00
7422.214 COLUMBIA INCOME OPPORTUNITIES FUND CL Z	07/05/2007	03/29/2011	72,292.00	80,000.00	-7,708.00
1880.544 COLUMBIA INCOME OPPORTUNITIES FUND CL Z	10/05/2007	03/29/2011	18,317.00	20,000.00	-1,683.00
1031.242 COLUMBIA INCOME OPPORTUNITIES FUND CL Z	09/03/2009	03/29/2011	10,044.00	8,998.00	1,046.00
3090. COLUMBIA SMALL CAP VALUE FUND II CLASS Z SHARE	07/05/2007	03/29/2011	46,041.00	46,999.00	-958.00
10135.135 COLUMBIA STRATEGIC INCOME FUND CLASS	01/11/2008	03/29/2011	60,709.00	59,983.00	726.00
5244.755 COLUMBIA STRATEGIC INCOME FUND CLASS	08/05/2008	03/29/2011	31,416.00	29,991.00	1,425.00
5714.286 COLUMBIA STRATEGIC INCOME FUND CLASS	09/08/2009	03/29/2011	34,229.00	32,000.00	2,229.00
11277.824 COLUMBIA STRATEGIC INCOME FUND CLASS	05/12/2009	03/29/2011	67,554.00	59,994.00	7,560.00
289.859 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	06/27/2007	03/29/2011	8,345.00	8,157.00	188.00
1486.989 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	04/09/2007	03/29/2011	42,810.00	40,000.00	2,810.00
67.629 COLUMBIA ACORN FUND CLASS Z SHARES	06/05/2002	03/31/2011	2,157.00	1,207.00	950.00
18.995 COLUMBIA ACORN INTERNATIONAL FUND CL Z	10/13/2006	03/31/2011	787.00	743.00	44.00

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . . 349,880.00

Schedule D-1 (Form 1041) 2010

R..S. GERNON TRUST

06-6142263

FEDERAL CAPITAL GAIN DIVIDENDS  
=====LONG-TERM CAPITAL GAIN DIVIDENDS  
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## 15% RATE CAPITAL GAIN DIVIDENDS

COLUMBIA ACORN FUND CLASS Z SHARES	1,815.00
COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z	6,945.00
ENRON CORPORATION	631.00
TYCO INTERNATIONAL LTD	9.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	-----	9,401.00
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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	-----	9,401.00
		=====



. R.,S. GERNON TRUST

06-6142263

## GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS

7,182.00

-----

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

7,182.00

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NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS

12,026.00

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TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

12,026.00

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BANK  
REGION  
OFFICE

- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -  
07/01/10 THROUGH 06/30/11  
ACCOUNT S GERON TR U/A

DATE 08/19/11  
TIME 14 48  
PAGE 0001

DATE	-TRANSACTION- DESCRIPTION	-CODES- TRAN TAX INDV	HISTORY	INCOME	PRINCIPAL	INVEST/UNITS
11-12-10	CATHOLIC CHARITIES/CATHOLIC FOR EMERGENCY NEEDS ASSISTANCE & CASE MANAGEMENT SERVICES PROGRAM	076 823 00-9998	40492-00001 11-12-10	4,500 00-		
11-12-10	HOSPICE OF SOUTHEASTERN CT TO SUPPORT THE PATIENT CARE FUND	076 823 00-9998	40492-00002 11-12-10	4,000 00-		
11-12-10	MADONNA PLACE, INC TO SUPPORT FAMILY SCH CONNECTION PROGR	076 823 00-9998	40492-00003 11-12-10	5,000.00-		
11-12-10	MARTIN HOUSE, INC.	076 823 00-9998	40492-00004 11-12-10	3,000 00-		
11-12-10	FOR GENERAL OPERATIONS OF ORGANIZATION	076 823 00-9998	40492-00005 11-12-10	2,000.00-		
11-12-10	OPERATION FUEL F/LOW INC EMERGENCY ENERGY ASSISTANCE	076 823 00-9998	40492-00006 11-12-10	5,000.00-		
11-12-10	ST VINCENT DE PAUL PLACE F/GENERAL OPERATIONS OF THE ORGANIZATI	076 823 00-9998	40492-00007 11-12-10	4,500 00-		
11-12-10	THAMES VALLEY COUNCIL FOR SUPPORT SHELTER FOR HOMELESS FAMILIES	076 823 00-9998	40492-00008 11-12-10	2,000 00-		
11-12-10	UNITED COMMUNITY & FAMILY SRVS SUPPORT WOMEN'S HEALTH PROGRAM	076 823 00-9998	40688-00001 05-27-11	2,500 00-		
05-27-11	BIG BROTHERS BIG SISTERS OF SUPPORT THE NORWICH MENTORS PROGRAM	076 823 00-9998	40688-00002 05-27-11	4,500.00-		
05-27-11	EASTERN CT SYMPHONY INC SUPPORT THE MUSIC-IN-THE-SCHOOLS PROGR	076 823 00-9998	40688-00003 05-27-11	3,000 00-		
05-27-11	NORWICH HOUSING AUTHORITY SUPPORT THE RESIDENT SERVICES PROGRAM	076 823 00-9998	40688-00004 05-27-11	5,000.00-		
05-27-11	PLANNED PARENTHOOD OF SOUTHERN SUPPORT THE FUND FOR ACCESS-NORWICH	076 823 00-9998	40688-00005 05-27-11	5,000 00-		
05-27-11	SEA RESEARCH FOUNDATION INC SUPPORT 'WHERE THE CITY MEETS THE SEA' THE LONG ISLAND SOUND CURRICULA OUTREA PROGRAM FOR NORWICH STUDENTS	076 823 00-9998	40688-00006 05-27-11	5,000 00-		
05-27-11	THAMES RIVER FAMILY PROGRAM SUPPORT THE GENERAL OPERATIONS OF THE ORGANIZATION	076 823 00-9998	40688-00007 05-27-11	5,000 00-		
05-27-11	WOMEN'S CTR OF SOUTHEASTERN CT SUPPORT THE NORWICH DOMESTIC VIOLENCE RESPONSE TEAM	076 823 00-9998	40688-00007 05-27-11	5,000 00-		

BANK  
REGION  
OFFICE

- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -  
07/01/10 THROUGH 06/30/11  
ACCOUNT S GERNON TR U/A

DATE 08/19/11  
TIME 14.48  
PAGE 0002

-TRANSACTION-  
DATE DESCRIPTION

-CODES-  
TRAN TAX INDV HISTORY

- C A S H -  
INCOME

PRINCIPAL INVEST/UNITS

TOTALS FOR TAX CODE 823

CHARITABLE CONTRIBUTIONS ASSETS/CASH

60,000 00-

**R. S. GERNON TRUST**  
**06-6142263**  
**Balance Sheet**  
**06/30/2011**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
04315J860	ARTIO GLOBAL HIGH INCOME FUND	5685.570	59,584.78	58,788.79
197199409	COLUMBIA ACORN FUND	2175.359	47,921.10	69,502.72
197199813	COLUMBIA ACORN INTERNATIONAL	667.146	28,169.52	27,439.71
19763T889	COLUMBIA INCOME OPPORTUNITIES	0.227	1.98	2.20
19765H636	COLUMBIA MARSICO INTERNATIONAL	4551.333	54,524.97	54,342.92
19765J764	COLUMBIA SMALL CAP VALUE FUND	0.072	1.10	1.07
19765L694	COLUMBIA STRATEGIC INCOME FUND	0.371	1.97	2.24
19765N567	COLUMBIA SMALL CAP VALUE I FUND	601.584	29,327.23	29,194.87
19765P596	COLUMBIA SMALL CAP GROWTH I	730.422	25,309.11	25,805.81
19765Y589	COLUMBIA SELECT SMALL CAP FUND	1269.783	23,364.01	22,398.97
19765Y688	COLUMBIA SELECT LARGE CAP	33879.748	458,731.79	470,928.50
277905642	EATON VANCE LARGE-CAP VALUE	16256.464	303,995.87	303,345.62
411511306	HARBOR INTERNATIONAL FUND	874.993	54,564.54	56,778.30
47803W406	JOHN HANCOCK FDS III	4004.240	48,931.82	49,532.45
52106N889	LAZARD FUNDS INC	5062.703	106,721.78	109,961.91
63872W409	NATIXIS FDS TR IV AEW REAL	2395.261	38,994.85	41,150.58
693390700	PIMCO TOTAL RETURN FUND	45381.854	492,908.17	498,746.58
722005667	PIMCO COMMODITY REALRETURN	10396.948	98,563.07	90,869.33
72201F409	PIMCO DEVELOPING LOCAL MKTS	1822.380	19,736.37	20,173.75
77956H104	ROWE T PRICE INTL FDS INC	2941.860	29,595.11	30,507.09
	Cash/Cash Equivalent	74266.450	74,266.45	74,266.45
		<b>Totals.</b>	<b>1,995,215.59</b>	<b>2,033,739.84</b>