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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 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
BENEDICT-MILLER FOUNDATION TRUST 65H055017

A Employer identification number
22-6022176

Number and street (or P O box number if mail is not delivered to street address) Room/suite
178 MAIN STREET PO BOX 174

B Telephone number (see page 10 of the instructions)
(201) 848-3002

City or town, state, and ZIP code
NEW BRITAIN, CT 06050

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)*▶$ 576,018

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	16,318	16,318		
	4	Dividends and interest from securities	4,167	4,167		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	20,049			
	b	Gross sales price for all assets on line 6a 373,273				
	7	Capital gain net income (from Part IV, line 2)		20,049		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	40,534	40,534		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	5,289	3,527		1,763
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	575	383	0	192
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see page 14 of the instructions)	199	1		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	6,063	3,911	0	1,955
	25	Contributions, gifts, grants paid	30,000			30,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	36,063	3,911	0	31,955
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	4,471			
	b	**Net investment income** (if negative, enter -0-)		36,623		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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			
	2	Savings and temporary cash investments	16,497	32,321	32,321
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶		0	0
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	205,883	226,441	233,374
	b	Investments—corporate stock (attach schedule)	112,514	120,603	140,268
	c	Investments—corporate bonds (attach schedule)	209,967	169,302	170,055
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	544,861	548,667	576,018
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		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	544,861	548,667	
	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)	544,861	548,667	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	544,861	548,667	

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	544,861
2	Enter amount from Part I, line 27a	2	4,471
3	Other increases not included in line 2 (itemize) ▶	3	94
4	Add lines 1, 2, and 3	4	549,426
5	Decreases not included in line 2 (itemize) ▶	5	759
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	548,667

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	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	See Additional Data Table			
b				
c				
d				
e				

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	20,049
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	

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	31,231	576,380	0 054185
2008	26,402	591,130	0 044664
2007	26,000	611,842	0 042495
2006	29,976	633,107	0 047347
2005	26,345	504,128	0 052259

2	**Total** of line 1, column (d)	2	0 240949
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 04819
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	583,734
5	Multiply line 4 by line 3	5	28,130
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	366
7	Add lines 5 and 6	7	28,496
8	Enter qualifying distributions from Part XII, line 4	8	31,955

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ______ (attach copy of 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	366
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	366
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	366
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a			
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	366
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
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		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶NJ			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶ TD WEALTH MANAGEMENT JOHN KITTANEH Telephone no ▶ (201) 848-3002

Located at ▶ 805 FRANKLIN LAKE ROAD FRANKLIN LAKES NJ ZIP+4 ▶ 07417

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 |

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		No

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

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
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 20 of the instructions)	2b		No
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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

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** 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**

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
TD WEALTH MANAGEMENT 805 Franklin Lake Road FRANKLIN LAKES, NJ 07417	TRUSTEE 1	5,289		

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		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 VARIOUS CONTRIBUTIONS	30,000
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	565,344
b	Average of monthly cash balances	1b	27,279
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	592,623
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	592,623
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	8,889
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	583,734
6	**Minimum investment return.** Enter 5% of line 5	6	29,187

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	29,187
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 366		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	366
3	Distributable amount before adjustments Subtract line 2c from line 1	3	28,821
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	28,821
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	28,821

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	31,955
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
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	31,955
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	366
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	31,589

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				28,821
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			0	
b Total for prior years 2008 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005. 1,622				
b From 2006. 0				
c From 2007. 0				
d From 2008. 0				
e From 2009. 2,808				
f Total of lines 3a through e.	4,430			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 31,955				
a Applied to 2009, but not more than line 2a			0	
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.				28,821
e Remaining amount distributed out of corpus	3,134			
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	7,564			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see 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				0
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)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	1,622			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	5,942			
10 Analysis of line 9				
a Excess from 2006. . . . 0				
b Excess from 2007. . . . 0				
c Excess from 2008. . . . 0				
d Excess from 2009. . . . 2,808				
e Excess from 2010. . . . 3,134				

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

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

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

JOHN BENEDICT JR CHAIRMAN
PO BOX 912
LNDHURST, NJ 07071
(201) 438-3000

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

NO SPECIFIC FORMAT, LETTER

c Any submission deadlines

PRIOR TO THE LAST WEEK IN MAY

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

CHARITABLE, SCIENTIFIC AND EDUCATIONAL PURPOSES

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 Additional Data Table				
Total . . . . ▶ **3a**				30,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	16,318	
4 Dividends and interest from securities			14	4,167	
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	20,049	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				40,534	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 40,534

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

******	2011-09-12	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

	Date	Check if self-employed ☐	PTIN
Preparer's Signature			
Firm's name		Firm's EIN	
Firm's address		Phone no	

Additional Data

Software ID:
Software Version:
EIN: 22-6022176
Name: BENEDICT-MILLER FOUNDATION TRUST 65H055017

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
A	10 AT&T INC		2008-08-21	2011-01-24
B	20 APOLLO GROUP INC CL A		2010-01-12	2011-04-21
C	10 APOLLO GROUP INC CL A		2010-12-16	2011-04-25
D	20 APOLLO GROUP INC CL A		2010-01-11	2011-04-25
E	30000 BANK OF AMERICA 5 75% 12/01/2017 DTD 12/04/07		2008-05-05	2010-12-15
F	40 BEST BUY INC		2010-10-22	2010-12-16
G	10 CIMAREX ENERGY CO		2008-08-21	2011-05-06
H	10 CIMAREX ENERGY CO		2008-08-21	2011-05-09
I	10 CIMAREX ENERGY CO		2008-11-18	2011-06-02
J	10 CIMAREX ENERGY CO		2008-11-18	2011-06-07
K	20 CLOROX CO		2008-08-21	2010-11-08
L	10 CLOROX CO		2008-08-21	2010-11-15
M	15 CLOROX CO		2009-07-07	2010-11-16
N	20 COGNIZANT TECHNLGY SLTNS COR		2009-06-23	2010-11-08
O	10 COGNIZANT TECHNLGY SLTNS COR		2009-01-08	2011-05-06
P	30 COGNIZANT TECHNLGY SLTNS COR		2009-03-06	2011-06-15
Q	30000 CONOCOPHILLIPS 5 625% 10/15/2016 DTD 10/13/2006		2008-05-05	2011-06-14
R	10000 CREDIT SUISSE NY 6 000% 02/15/2018 DTD 02/19/08		2010-12-15	2011-01-18
S	10 DIAGEO PLC ADR		2008-08-21	2010-10-12
T	30 EMC CORPORATION/MASS		2008-08-21	2010-10-12
U	30 EMC CORPORATION/MASS		2008-08-21	2010-10-22
V	10 EMERSON ELECTRIC CO		2010-02-18	2011-01-24
W	10 EMERSON ELECTRIC CO		2010-01-11	2011-03-02
X	40 EMERSON ELECTRIC CO		2010-01-11	2011-06-02
Y	20 EXPEDITORS INTL WASH INC		2008-10-08	2011-01-24
Z	10 EXPEDITORS INTL WASH INC		2011-03-02	2011-04-21
AA	10 EXPEDITORS INTL WASH INC		2008-10-08	2011-04-21
AB	20 EXPEDITORS INTL WASH INC		2008-10-08	2011-04-25
AC	15 EXPEDITORS INTL WASH INC		2008-11-18	2011-04-26
AD	15000 FED HOME LN MTG 5 00% 01/30/2014 DTD 01/30/2004		2008-05-06	2010-09-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
AE	202 FRONTIER COMMUNICATIONS CORP COM		2008-10-08	2010-07-16
AF	13 FRONTIER COMMUNICATIONS CORP COM		2008-11-18	2010-07-21
AG	10 GALLAGHER ARTHUR J & CO		2008-08-21	2011-03-25
AH	10 GALLAGHER ARTHUR J & CO		2008-08-21	2011-03-29
AI	10 GALLAGHER ARTHUR J & CO		2008-08-21	2011-03-31
AJ	10 GALLAGHER ARTHUR J & CO		2008-08-21	2011-04-21
AK	20 GALLAGHER ARTHUR J & CO		2009-02-05	2011-05-09
AL	15 GALLAGHER ARTHUR J & CO		2009-02-05	2011-05-23
AM	25000 GE COMPANY 5 00% 02/01/2013 DTD 1/28/2003		2008-05-05	2011-04-05
AN	15000 GENERAL ELEC CAP 3 000% 12/09/2011 DTD 12/09/08 FDIC GUARANTEED		2010-10-01	2011-01-18
AO	20 HEWLETT PACKARD CO COM		2010-10-12	2011-03-02
AP	10 ILLINOIS TOOL WORKS		2007-03-12	2011-04-21
AQ	15 ISHARES TR US TIPS BD FD		2009-08-05	2011-01-05
AR	20 LINEAR TECHNOLOGY CORP COM		2010-06-24	2011-01-24
AS	20 MICROSOFT CORP COM		2008-07-18	2011-01-24
AT	20 MICROSOFT CORP COM		2008-07-18	2011-03-02
AU	20 MONSANTO CO NEW		2008-11-18	2010-10-12
AV	15000 ONTARIO PROV CDA 4 5% 2/03/2015 DTD 2/03/2005		2010-03-03	2011-04-20
AW	1242 PIMCO HIGH YLD FUND INSTL #108		2009-08-06	2011-01-05
AX	40 PAYCHEX INC		2008-07-17	2011-04-21
AY	5 PAYCHEX INC		2010-10-12	2011-04-25
AZ	35 PAYCHEX INC		2010-01-11	2011-04-25
BA	25 PAYCHEX INC		2010-10-12	2011-04-26
BB	20 PAYCHEX INC		2009-03-06	2011-04-26
BC	15000 PEPSICO INC 5 15% 05/15/2012 DTD 05/21/2007		2008-05-05	2010-09-29
BD	15000 PEPSICO INC 5 15% 05/15/2012 DTD 05/21/2007		2008-05-05	2011-04-20
BE	10 QUEST DIAGNOSTICS INC COM		2008-11-18	2010-12-02
BF	20 QUEST DIAGNOSTICS INC COM		2008-11-18	2010-12-03
BG	5000 SBC COMMUNICATIONS 5 10% 09/15/2014 DTD 10/27/2004		2010-03-15	2011-05-12
BH	10 SIGMA ALDRICH CORP COM		2008-08-21	2011-03-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BI	10 SIGMA ALDRICH CORP COM		2008-11-18	2011-03-03
BJ	30 SOUTHERN CO		2008-07-17	2010-12-16
BK	25 SOUTHERN CO		2008-07-17	2010-12-17
BL	20 STATE STR CORP COM		2008-11-18	2011-03-02
BM	20 STATE STR CORP COM		2008-11-18	2011-03-03
BN	100 TEXAS INSTRUMENTS		2009-05-01	2010-08-24
BO	20 ULTRA PETROLEUM CORP		2009-12-16	2011-04-21
BP	30 ULTRA PETROLEUM CORP		2009-12-16	2011-04-25
BQ	20 ULTRA PETROLEUM CORP		2010-05-14	2011-04-26
BR	10000 U S TREASURY NOTE 5 000% 08/15/2011 DTD 08/15/01		2010-06-22	2010-07-22
BS	15000 U S TREAS BONDS 4 000% 02/15/2014 DTD 02/15/04		2010-09-29	2010-11-09
BT	30000 U S TREASURY NOTE 3 500% 02/15/2018 DTD 02/15/08		2008-08-21	2010-09-29
BU	40000 U S TREASURY NOTE 0 875% 02/29/2012 DTD 02/28/10		2010-03-15	2011-05-12
BV	10000 U S TREASURY NOTE 1 875% 08/31/2017 DTD 08/31/10		2010-11-09	2011-04-05
BW	5000 U S TREASURY NOTE 1 875% 08/31/2017 DTD 08/31/10		2010-11-09	2011-05-12
BX	470 VANGUARD FXD INC SECS FD#36GNMA PF		2009-08-06	2011-01-05
BY	20 VERIZON COMMUNICATIONS		2010-08-24	2011-01-24
BZ	10 YUM BRANDS INC		2008-07-17	2010-12-02
CA	10 YUM BRANDS INC		2008-07-17	2011-01-24
CB	30 YUM BRANDS INC		2008-07-17	2011-03-02
CC	40 ZIMMER HLDGS INC		2008-11-18	2010-09-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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	284		309	-25
B	787		1,200	-413
C	400		384	16
D	799		1,191	-392
E	30,443		30,610	-167
F	1,385		1,670	-285
G	952		560	392
H	964		560	404
I	942		266	676
J	890		266	624
K	1,258		1,170	88
L	637		585	52
M	942		857	85
N	1,258		455	803
O	776		206	570
P	2,047		526	1,521
Q	34,718		31,380	3,338
R	10,635		10,682	-47
S	708		729	-21
T	605		462	143
U	642		462	180
V	579		475	104
W	591		445	146
X	2,075		1,780	295
Y	1,071		607	464
Z	532		480	52
AA	532		304	228
AB	1,064		607	457
AC	805		446	359
AD	16,900		15,782	1,118

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
AE	1		1	
AF	96		96	
AG	305		260	45
AH	303		260	43
AI	304		260	44
AJ	296		260	36
AK	584		484	100
AL	423		281	142
AM	26,634		25,519	1,115
AN	15,350		15,459	-109
AO	868		829	39
AP	540		507	33
AQ	1,603		1,502	101
AR	699		579	120
AS	567		515	52
AT	525		515	10
AU	1,045		1,888	-843
AV	16,443		16,205	238
AW	11,625		10,073	1,552
AX	1,302		1,307	-5
AY	163		136	27
AZ	1,139		1,120	19
BA	825		681	144
BB	660		416	244
BC	16,090		15,659	431
BD	15,703		15,659	44
BE	506		467	39
BF	999		933	66
BG	5,515		5,438	77
BH	629		589	40

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
BI	645		400	245
BJ	1,132		1,043	89
BK	943		869	74
BL	874		709	165
BM	889		709	180
BN	2,430		2,289	141
BO	949		1,016	-67
BP	1,430		1,524	-94
BQ	951		932	19
BR	10,498		10,526	-28
BS	16,600		16,623	-23
BT	33,170		29,360	3,810
BU	40,225		39,948	277
BV	9,467		10,018	-551
BW	4,856		5,009	-153
BX	5,024		4,987	37
BY	702		592	110
BZ	510		344	166
CA	482		344	138
CB	1,478		1,031	447
CC	1,995		1,597	398

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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				-25
B				-413
C				16
D				-392
E				-167
F				-285
G				392
H				404
I				676
J				624
K				88
L				52
M				85
N				803
O				570
P				1,521
Q				3,338
R				-47
S				-21
T				143
U				180
V				104
W				146
X				295
Y				464
Z				52
AA				228
AB				457
AC				359
AD				1,118

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
AE				
AF				
AG				45
AH				43
AI				44
AJ				36
AK				100
AL				142
AM				1,115
AN				-109
AO				39
AP				33
AQ				101
AR				120
AS				52
AT				10
AU				-843
AV				238
AW				1,552
AX				-5
AY				27
AZ				19
BA				144
BB				244
BC				431
BD				44
BE				39
BF				66
BG				77
BH				40

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
BI				245
BJ				89
BK				74
BL				165
BM				180
BN				141
BO				-67
BP				-94
BQ				19
BR				-28
BS				-23
BT				3,810
BU				277
BV				-551
BW				-153
BX				37
BY				110
BZ				166
CA				138
CB				447
CC				398

Form 990PF Part XV Line 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*				
BLUE HILL HERITAGE TRUST ATTN DENISE BLACK 258 MOUNTAIN ROAD BLUE HILL, ME 04614	NONE	CHARITY	CHARITABLE	1,500
MPBN MAINE PUBLIC BROADCASTING NETW 1450 LISBON ST Lewiston, ME 04240	NONE	CULTURAL	CULTURAL	4,500
VASSAR COLLEGE 124 RAYMOND AVENUE Poughkeepsie, NY 12604	NONE	EDUCATIONAL	EDUCATIONAL	1,000
COLORADO MUSIC FESTIVAL 900 BASELINE ROAD Boulder, CO 80302	NONE	CULTURAL	CULTURAL	2,500
ROCKY MOUNTAIN PBS 1089 BANNOCK STREET Denver, CO 80204	NONE	CULTURAL	CULTURAL	750
ST DAVID'S EPISCOPAL CHURCH 90 SOUTH MAIN ST CRANBURY, NJ 08512	NONE	CHARITY	CHARITABLE	400
ST SIMON-BY-THE-SEA 2927 DEMERE ROAD St Simons, GA 31522	NONE	CULTURAL	CULTURAL	1,250
CENTRAL VIRGINIA FOOD BANK 1415 RHOADMILLER ST Richmond, VA 23220	NONE	CHARITY	CHARITABLE	500
JAMES RIVER ROWERS PO BOX 36344 Richmond, VA 23235	NONE	CHARITY	CHARITABLE	500
SECOND CONGREGATIONAL CHURCH 51 MAIN STREET New Castle, ME 04553	NONE	CHARITY	CHARITABLE	500
PEDDIE SCHOOL 201 SOUTH MAIN ST HIGHTSTOWN, NJ 08520	NONE	EDUCATIONAL	EDUCATIONAL	100
TETON YOUTH AND FAMILY SERVICES P O BOX 2631 Jackson, WY 83001	NONE	CHARITY	CHARITABLE	400
PINGRY SCHOOL MARTINSVILLE ROAD Martinsville, NJ 08836	NONE	EDUCATIONAL	EDUCATIONAL	200
HARVARD SCHOOL OF PUBLIC HEALTH 401 PARK DRIVE-EAST ATRIUM 3RD FLOO Boston, MA 02215	NONE	EDUCATIONAL	EDUCATIONAL	250
SWARTHMORE COLLEGE 500 COLLEGE AVENUE Swarthmore, PA 19081	NONE	EDUCATIONAL	EDUCATIONAL	250
Total . . . . ▶ **3a**				30,000

Form 990PF Part XV Line 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*				
WILLIAM PENN CHARTER SCHOOL 3000 WEST SCHOOL HOUSE LANE Philadelphia, PA 19144	NONE	EDUCATIONAL	EDUCATIONAL	50
FOX & ROACH CHARITIES 431 W LANCASTER AVENUE Devon, PA 19333	NONE	CHARITY	CHARITABLE	175
KENT PLACE SCHOOL 42 NORWOOD AVENUE Summit, NJ 07902	NONE	EDUCATIONAL	EDUCATIONAL	575
LAFAYETTE COLLEGE ATTN PAUL ZIMMERMAN CONTROLLER Easton, PA 18042	NONE	EDUCATIONAL	EDUCATIONAL	200
WNYC RADIO 160 VARICK STREET New York, NY 10013	NONE	CULTURAL	CULTURAL	125
COPE CENTER FOUNDATION INC 104 BLOOMFIELD AVE Montclair, NJ 07042	NONE	CHARITY	CHARITABLE	250
RUTGERS UNIVERSITY FOUNDATION P O BOX 193 New Brunswick, NJ 08903	NONE	EDUCATIONAL	EDUCATIONAL	250
SKIDMORE COLLEGE 815 NORTH BROADWAY Saratoga Springs, NY 12866	NONE	EDUCATIONAL	EDUCATIONAL	200
WALNUT HILL SCHOOL 12 HIGHLAND STREET Natick, MA 01760	NONE	EDUCATIONAL	EDUCATIONAL	200
VIRGINIA SYMPHONY 861 GLENROCK ROAD Norfolk, VA 23502	NONE	CULTURAL	CULTURAL	300
JAMESTOWN-YORKTOWN FOUNDATION PO BOX 1607 Williamsburg, VA 23187	NONE	CHARITY	CHARITABLE	450
MARINERS MUSEUM 100 MUSEUM DRIVE Newport News, VA 23606	NONE	CULTURAL	CULTURAL	300
WALSINGHAM ACADEMY 1100 JAMESTOWN ROAD Williamsburg, VA 23187	NONE	EDUCATIONAL	CHARITABLE	300
CENTER OF AMERICAN WEST UNIVERSITY OF COLORADO AT BOULDER Boulder, CO 80309	NONE	CULTURAL	CHARITABLE	1,000
PROSTATE CANCER FOUNDATION ATTN Jonathan Simons MD 1250 FOURTH STREET Santa Monica, CA 90401	NONE	MEDICAL	MEDICAL	250
Total . . . . ▶ **3a**				30,000

Form 990PF Part XV Line 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*				
ARBOR SCHOOL OF ARTS & SCIENCES 4201 SOUTHWEST BORLAND ROAD Tualatin, OR 97062	NONE	CHARITY	EDUCATIONAL	500
LAWRENCEVILLE FUND PO BOX 6125 Lawrenceville, NJ 08648	NONE	CHARITY	CHARITABLE	500
MILLWOOD SCHOOL ANNUAL FUND 15100 MILLWOOD SCHOOL LANE Midlothian, VA 23112	NONE	EDUCATIONAL	EDUCATIONAL	875
COLONIAL WILLIAMSBURG FOUNDATION PO BOX 1776 Williamsburg, VA 23187	NONE	CULTURAL	CHARITABLE	300
CHANNEL 13 PUBLIC TELEVISION 450 WEST 33RD STREET New York, NY 10001	NONE	EDUCATIONAL	CHARITABLE	200
FRANKLIN & MARSHALL COLLEGE P O BOX 3003 Lancaster, PA 17604	NONE	EDUCATIONAL	CHARITABLE	1,000
COMMUNITY HOUSING IMPROVEMENT 1001 WILLOW ST Chico, CA 95928	NONE	CHARITY	CHARITY	375
SAVE BARNEGAT BAY 906-B GRAND CENTRAL AVE Lavallette, NJ 08735	NONE	CULTURAL	CHARITABLE	475
THE CONNECTICUT CHALLENGE P O BOX 5666 SOUTHPORT, CT 06890	NONE	CHARITY	CHARITABLE	1,875
CHILDRENS CRISIS TREATMENT CENTER 1823 CALLOWHILL ROAD Philadelphia, PA 19130	NONE	CHARITY	CHARITY	200
EASTER SEALS UNITED CEREBRAL PALSY 5171 GLENWOOD AVE Raleigh, NC 27612	NONE	CHARITY	CHARITABLE	1,475
THE RESCUE HOUSE ATTN JOAN STAR P O BOX 231336 ENCINITAS, CA 92023	NONE	CHARITY	CHARITABLE	1,000
BLUE HILL PUBLIC LIBRARY PARKER POINT ROAD Blue Hill, ME 04614	NONE	CHARITY	EDUCATIONAL	500
BLUE HILL MEMORIAL HOSPITAL 57 WATER STREET Blue Hill, ME 04614	NONE	CHARITY	CHARITABLE	1,000
ANDERSON RANCH ARTS CENTER PO BOX 5598 Snowmass Village, CO 81615	NONE	CHARITY	CHARITABLE	500
Total . . . . ▶ **3a**				30,000

TY 2010 Accounting Fees Schedule

Name: BENEDICT-MILLER FOUNDATION TRUST 65H055017

EIN: 22-6022176

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	575	383		192

TY 2010 Investments Corporate Bonds Schedule

Name: BENEDICT-MILLER FOUNDATION TRUST 65H055017

EIN: 22-6022176

Name of Bond	End of Year Book Value	End of Year Fair Market Value
30000 BANK OF AMERICAN 5.75%		
30000 CATERPILLAR FIN 5.125%		
30000 CONOCOPHILLIPS 5.625%		
5000 GE COMPANY 5.00%	5,104	5,307
30000 HONEYWELL INTL 7.500%		
30000 PEPSICO INC 5.15%		
30000 SBC COMMUNICATIONS 4.125		
1399.254 FEDERATED US GOVT SEC		
1512.097 PIMCO SHORT TERM INST		
1974.334 PIMCO TOTAL RETURN IN		
3003.003 TD ASSET MGMT SHORT T		
20000 BANK OF AMER CORP 3.125	20,861	20,547
15000 ONTARIO PROV CDA	15,654	15,729
5000 SBC COMMUNICATIONS 5.10	5,438	5,495
15 ISHARES TR US TIPS BD FD		
470 VANGUARD GNMA FUND 36		
5000 AT&T INC 4.45%	5,085	5,088
10000BNK OF NOVA SCOTIA 2.375%	10,227	10,286
10000 BERKSHIRE HATHAWAY 5.4%	11,043	11,093
5000 CISCO SYSTEMS 4.95%	5,454	5,429
10000 COCA COLA 1.500%	9,556	9,818
10000 GEN ELEC CAP CORP 5.625%	10,870	11,040
10000 HEWLETT PACKARD 4.75%	10,913	10,913
10000 JP MORGAN CHASE 6.00%	10,991	11,122
15000 PEIPSICO INC 3.100%	15,649	15,745
20000 WALMART 4.55%	21,532	21,397
10000 WELLS FARGO 5.625%	10,925	11,046

TY 2010 Investments Corporate Stock Schedule

Name: BENEDICT-MILLER FOUNDATION TRUST 65H055017

EIN: 22-6022176

Name of Stock	End of Year Book Value	End of Year Fair Market Value
50 ABERCROMB & FITCH CO CL A		
70 WALT DISNEY CO	2,006	2,733
100 HOME DEPOT INC	2,455	3,622
105 PETSMART INC		
30 YUM BRANDS INC	1,031	1,657
45 CLOROX CO		
40 COLGATE PALMOLIVE CO	2,691	3,496
40 DIAGEO PLC ADR	2,764	3,275
60 PEPSICO INCORPORATED	2,921	4,226
60 PROCTER & GAMBLE CO	3,282	3,814
70 WALGREEN CO		
30 TRANSOCEAN LTD ZUG		
40 APACHE CORPORATION	3,002	4,936
50 CHEVRON CORPORATION	4,258	5,142
40 CIMAREX ENERGY CO		
55 EXXON MOBIL CO	3,722	4,476
55 XTO ENERGY INC		
90 AMERICAN EXPRESS CO	4,554	4,653
75 GALLAGHER ARTHUR J & CO		
85 JP MORGAN CHASE & CO	3,112	3,480
40 STATE STREET CORP		
130 US BANCORP DEL NEW	3,261	3,316
110 WELLS FARGO & CO NEW	2,217	3,087
40 AMGEN INC		
50 JOHNSON & JOHNSON	2,771	3,326
50 MEDTRONIC INC		
50 NOVARTIS A G SPONSORED ADR		
30 QUEST DIAGNOSTICS INC COM		
60 THERMO FISHER SCIENTIFIC IN	2,581	3,863
40 ZIMMER HLDGS INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
65 EXPEDITORS INTL WASH INC		
50 FASTENAL CO		
55 ILLINOIS TOOL WKS INC	2,388	3,107
40 3M CO		
40 UNITED TECHNOLOGIES	2,594	3,540
110 AUTODESK INC		
165 CISCO SYSTEMS INC	2,103	2,576
60 COGNIZANT TECHNOLOGY SOLUT		
135 EMC CORPORATION/MASS	1,923	3,719
60 HEWLETT PACKARD CO	2,241	2,184
105 MICROSOFT CORPORATION	2,622	2,730
95 PAYCHEX INC		
10 RESEARCH IN MOTION LIMITED		
100 TEXAS INSTRUMENTS		
30 BHP BILLITON LTD		
20 MONSANTO CO NEW		
20 SIGMA-ALDRICH CORP COMMON		
55 AT&T INC	1,697	1,728
65 VERIZON COMMUNICATIONS	1,765	2,420
35 SEMPRA ENERGY COMMON		
55 SOUTHERN CO		
40 APOLLO GROUP INC		
70 ULTRA PETROLEUM CORP		
40 ACE LTD	1,800	2,633
70 ABBOTT LABS CO	3,374	3,683
60 STRYKER CORP	2,810	3,521
60 EMERSON ELECTRIC CO		
80 LINEAR TECHNOLOGY	2,315	2,642
60 ECOLAB INC	2,971	3,383
60 EXELON CORP	2,821	2,570

Name of Stock	End of Year Book Value	End of Year Fair Market Value
70 TARGET	3,945	3,284
20 TOYOTA MOTOR	1,830	1,648
60 ARCHER DANIELS	2,205	1,809
30 MARATHON OIL	1,565	959
110 VALERO ENERGY	3,137	2,813
50 CAPITAL ONE FINANCIAL CORP	2,513	2,584
110 UBS AG NEW	2,149	2,009
80 GILEAD SCIENCES	3,204	3,313
60 UNITED HEALTH	2,051	3,095
L-3 COMMUNICATIONS HLDGS	1,553	1,749
40 3M CO	2,990	3,794
90 APPLIED MATERIALS	1,472	1,171
20 IBM	3,353	3,431
110 ORACLE	3,484	3,620
40 QUALCOMM	1,910	2,272
60 DANAHER CORP	3,190	3,179

TY 2010 Investments Government Obligations Schedule

Name: BENEDICT-MILLER FOUNDATION TRUST 65H055017

EIN: 22-6022176

US Government Securities - End of Year Book Value: 226,441

US Government Securities - End of Year Fair Market Value: 233,374

State & Local Government Securities - End of Year Book Value:

State & Local Government Securities - End of Year Fair Market Value:

TY 2010 Other Decreases Schedule

Name: BENEDICT-MILLER FOUNDATION TRUST 65H055017

EIN: 22-6022176

Description	Amount
ACCRUED INTEREST	759

TY 2010 Other Increases Schedule

Name: BENEDICT-MILLER FOUNDATION TRUST 65H055017

EIN: 22-6022176

Description	Amount
CASH / ACCRUAL ADJ	82
ROUNDING ADJUSTMENT	12

TY 2010 Taxes Schedule

Name: BENEDICT-MILLER FOUNDATION TRUST 65H055017

EIN: 22-6022176

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1	1		0
FEDERAL TAX PAYMENT - PRIOR YE	198	0		0