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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

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 JUL 1, 2010, and ending JUN 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 Olivieri Johnston Family Foundation		A Employer identification number 26-0702182
Number and street (or P O box number if mail is not delivered to street address) Cummings & Lockwood PO Box 271820	Room/suite	B Telephone number (860) 313-4930
City or town, state, and ZIP code West Hartford, CT 06127		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 560,997.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		4,533.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1.	1.		Statement 1
4 Dividends and interest from securities		10,714.	10,714.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-23,186.			
b Gross sales price for all assets on line 6a 286,283.					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		-7,938.	10,715.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 3		4,433.	4,433.		0.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes Stmt 4		2,138.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 5		115.	115.		0.
24 Total operating and administrative expenses Add lines 13 through 23		6,686.	4,548.		0.
25 Contributions, gifts, grants paid		10,000.			10,000.
26 Total expenses and disbursements. Add lines 24 and 25		16,686.	4,548.		10,000.
27 Subtract line 26 from line 12		-24,624.			
a Excess of revenue over expenses and disbursements			6,167.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	9,517.	9,642.	9,642.
	2 Savings and temporary cash investments	0.		
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock Stmt 6	512,999.	488,250.	551,355.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	522,516.	497,892.	560,997.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	522,516.	497,892.	
	30 Total net assets or fund balances	522,516.	497,892.	
	31 Total liabilities and net assets/fund balances	522,516.	497,892.	

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	522,516.
2 Enter amount from Part I, line 27a	2	-24,624.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	497,892.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	497,892.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b See Attached Statements			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 286,283.		309,469.	-23,186.

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			-23,186.

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	-23,186.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	10,000.	348,332.	.028708
2008	19,973.	302,584.	.066008
2007	16,000.	413,668.	.038678
2006			
2005			

2 Total of line 1, column (d)	2	.133394
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	.044465
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	523,050.
5 Multiply line 4 by line 3	5	23,257.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	62.
7 Add lines 5 and 6	7	23,319.
8 Enter qualifying distributions from Part XII, line 4	8	10,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	123.
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	123.
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	123.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,056.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,056.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,933.	
11 Enter the amount of line 10 to be credited to 2011 estimated tax	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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 Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► Paul L. Bourdeau, Esquire Telephone no ► (860) 313-4930 Located at ► Cummings & Lockwood PO Box 271820, W Hartford, CT ZIP+4 ► 06127			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 type="checkbox"/> Yes <input checked="" 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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 instructions) N/A		2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) N/A		3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b X

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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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Frances Reese Olivieri	Trustee			
Cummings & Lockwood, PO Box 271820		0.00	0.	0.
West Hartford, CT 06127				
Lowell D. Johnston	Trustee			
Cummings & Lockwood, PO Box 271820		0.00	0.	0.
West Hartford, CT 06127				

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

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

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

0

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	525,003.
b Average of monthly cash balances	1b	6,012.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	531,015.
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	531,015.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,965.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	523,050.
6 Minimum investment return. Enter 5% of line 5	6	26,153.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1 Minimum investment return from Part X, line 6		1	26,153.
2a Tax on investment income for 2010 from Part VI, line 5	2a	123.	
b Income tax for 2010 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c	123.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	26,030.	
4 Recoveries of amounts treated as qualifying distributions	4	0.	
5 Add lines 3 and 4	5	26,030.	
6 Deduction from distributable amount (see instructions)	6	0.	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	26,030.	

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	10,000.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	10,000.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	10,000.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				26,030.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				663.
d From 2008				4,898.
e From 2009				
f Total of lines 3a through e	5,561.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 10,000.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				10,000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	5,561.			5,561.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				10,469.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

- (4) Gross investment income**

14571003	102031	695141.0001	2010.04020	Olivieri Johnston Family Fo	695141	1
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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 Buckley School 113 East 73 Street New York, NY 10021	None	Public	Current Use for General Charitable Purposes	2,000.
Chapin School 100 East End Ave New York, NY 10028	None	Public	Current Use for General Charitable Purposes	1,000.
National Partnership for Women 1875 Connecticut Ave NW, Ste 650 Washington, DC	None	Public	Current Use for General Charitable Purposes	2,500.
Studio In a School 410 W 59th St. New York, NY 10019	None	Public	Current Use for General Charitable Purposes	2,500.
Scenic Hudson 1 Civic Center Plz Ste 200 Poughkeepsie, NY 12601	None	Public	Current Use for General Charitable Purposes	2,000.
Total			3a	10,000.
b Approved for future payment None				
Total			3b	0.


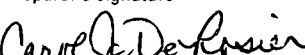
Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.				
	 Signature of officer or trustee		11/7/11 Date		Trustee Title
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date
	Carol J. DeRosier				10/4/11
	Firm's name ▶ Cummings & Lockwood LLC				Check <input type="checkbox"/> if self-employed Firm's EIN ▶
	Firm's address ▶ PO Box 271820 West Hartford, CT 06127				Phone no (860) 313-4900

Schedule B(Form 990, 990-EZ,
or 990-PF).Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Olivieri Johnston Family Foundation

Employer identification number

26-0702182

Organization type (check one):

Filers of:**Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☐ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

Olivieri Johnston Family Foundation

26-0702182

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Frances Reese Olivieri 36 East 72nd Street New York, NY 10021	\$ 3,991.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	Frances Reese Olivieri 36 East 72nd Street New York, NY 10021	\$ 542.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

Olivieri Johnston Family Foundation

26-0702182

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

Olivieri Johnston Family Foundation

26-0702182

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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.)
a	15 Shs. Vanguard International Equity Index Funds	P	11/14/07	07/08/10
b	15 Shs. Vanguard International Equity Index Funds	P	11/14/07	12/16/10
c	720 Shs. Vanguard International Equity Index Fd E	P	11/14/07	07/08/10
d	75 Shs. Vanguard International Equity Index Fd Eu	P	04/22/08	07/08/10
e	30 Shs. Vanguard International Equity Index Fd Eu	P	10/07/08	07/08/10
f	110 Shs. Vanguard International Equity Index Fd E	P	01/08/09	07/08/10
g	20 Shs. Ishares S&P Smallcap 600 Index Fund	P	11/14/07	07/08/10
h	30 Shs. Ishares S&P Smallcap 600 Index Fund	P	11/14/07	10/07/10
i	45 Shs. Ishares S&P Smallcap 600 Index Fund	P	11/14/07	04/13/11
j	45 Shs. Ishares S&P Smallcap 600 Index Fund	P	07/08/08	04/13/11
k	30 Shs. Ishares S&P Smallcap 600 Index Fund	P	11/05/08	04/13/11
l	35 Shs. Ishares S&P Midcap 400 Index Fund	P	11/14/07	10/07/10
m	10 Shs. Ishares S&P Midcap 400 Index Fund	P	11/14/07	12/14/11
n	75 Shs. Ishares S&P Midcap 400 Index Fund	P	11/14/07	04/13/11
o	185 Shs. S&P 500 Value Index Fund	P	07/08/08	07/08/10

(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 569.		826.	-257.
b 711.		826.	-115.
c 29,425.		57,528.	-28,103.
d 3,065.		5,341.	-2,276.
e 1,226.		1,535.	-309.
f 4,496.		4,261.	235.
g 1,060.		1,332.	-272.
h 1,752.		1,997.	-245.
i 3,282.		2,996.	286.
j 3,282.		2,666.	616.
k 2,188.		1,413.	775.
l 2,769.		3,045.	-276.
m 949.		870.	79.
n 7,368.		6,525.	843.
o 9,082.		11,677.	-2,595.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-257.
b			-115.
c			-28,103.
d			-2,276.
e			-309.
f			235.
g			-272.
h			-245.
i			286.
j			616.
k			775.
l			-276.
m			79.
n			843.
o			-2,595.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	35 Shs. S&P 500 Value Index Fund	P	10/07/08	07/08/10
b	55 Shs. S&P 500 Value Index Fund	P	01/08/09	07/08/10
c	55 Shs. S&P 500 Growth Index Fund	P	11/14/07	07/08/10
d	210 Shs. S&P 500 Growth Index Fund	P	07/08/08	07/08/10
e	55 Shs. S&P 500 Growth Index Fund	P	10/07/08	07/08/10
f	273.81 Shs. Lazard Cap Allocator Opportunistic St	P	03/26/08	07/06/10
g	156.408 Shs. Lazard Cap Allocator Opportunistic S	P	03/26/08	12/14/10
h	190 Shs. Lazard Cap Allocator Opportunistic Strat	P	03/26/08	01/06/11
i	98.039 Shs. Lazard Cap Allocator Opportunistic St	P	03/26/08	02/10/11
j	5 Shs. Ishares IBOXX \$ Investop Investment Grade	P	04/23/09	07/08/10
k	10 Shs. Ishares IBOXX \$ Investop Investment Grade	P	04/23/09	12/16/10
l	29 Shs. Ishares IBOXX \$ Investop Investment Grade	P	04/23/09	01/10/11
m	56 Shs. Ishares IBOXX \$ Investop Investment Grade	P	01/07/10	01/10/11
n	95 Shs. Ishares Barclays MBS Bond FD ETF	P	04/23/09	10/07/10
o	390 Shs. Rydex ETF Trust S&P 500 Equal Weighted I	P	04/23/09	07/08/10

(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 1,718.		2,027.	-309.
b 2,700.		2,530.	170.
c 2,887.		3,828.	-941.
d 11,024.		13,350.	-2,326.
e 2,887.		2,974.	-87.
f 2,300.		2,983.	-683.
g 1,550.		1,704.	-154.
h 1,900.		2,070.	-170.
i 1,000.		1,068.	-68.
j 535.		479.	56.
k 1,076.		958.	118.
l 3,134.		2,778.	356.
m 6,052.		5,865.	187.
n 10,348.		10,064.	284.
o 14,600.		10,640.	3,960.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-309.
b			170.
c			-941.
d			-2,326.
e			-87.
f			-683.
g			-154.
h			-170.
i			-68.
j			56.
k			118.
l			356.
m			187.
n			284.
o			3,960.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	60 Shs. Ishares Inc MSCI Japan Index	P	07/10/09	02/14/11
b	40 Shs. Ishares Inc MSCI CDA Index	P	10/07/09	04/13/11
c	395 Shs. Vanguard International Equity Index Fd E	P	05/10/10	07/08/10
d	55 Shs. S&P 500 Value Index Fund	P	10/07/09	07/08/10
e	140 Shs. S&P 500 Value Index Fund	P	05/10/10	07/08/10
f	60 Shs. Ishares S&P 500 Growth Index Fund	P	01/07/10	07/08/10
g	160 Shs. Ishares S&P 500 Growth Index Fund	P	05/10/10	07/08/10
h	50 Shs. Ishares S&P 100 Index Fund	P	07/08/10	10/07/10
i	55 Shs. Ishares S&P 100 Index Fund	P	07/08/10	04/13/11
j	40 Shs. Ishares IBOXX \$ Investop Investment Grade	P	05/10/10	01/10/11
k	40 Shs. Ishares Barclays MBS Bond FD ETF	P	05/10/10	10/07/10
l	165 Shs. Rydex ETF Trust S&P 500 Equal Weighted I	P	05/10/10	07/08/10
m	900 Shs. Ishares Inc MSCI Japan Index	P	07/10/09	07/08/10
n	10 Shs. Ishares Trust Barclays 7-10 Year Treasury	P	03/05/10	07/08/10
o	10 Shs. Vanguard Scottsdale Funds Short-Term Corp	P	04/22/10	02/14/11

(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 675.		560.	115.
b 1,359.		972.	387.
c 16,143.		17,161.	-1,018.
d 2,700.		2,733.	-33.
e 6,873.		7,918.	-1,045.
f 3,150.		3,536.	-386.
g 8,399.		9,497.	-1,098.
h 2,557.		2,319.	238.
i 3,262.		2,551.	711.
j 4,323.		4,256.	67.
k 4,357.		4,294.	63.
l 6,177.		7,053.	-876.
m 8,289.		8,406.	-117.
n 947.		907.	40.
o 767.		766.	1.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			115.
b			387.
c			-1,018.
d			-33.
e			-1,045.
f			-386.
g			-1,098.
h			238.
i			711.
j			67.
k			63.
l			-876.
m			-117.
n			40.
o			1.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	100 Shs. Powershares DB G10 Currency Harvest	P	05/03/10	10/26/10
b	40 Shs. Powershares DB G10 Currency Harvest	P	05/10/10	10/26/10
c	160 Shs. Powershares DB G10 Currency Harvest	P	07/16/10	10/26/10
d	100 Shs. Powershares DB US Dir Index Bullish	P	05/03/10	07/16/10
e	40 Shs. Powershares DB US Dir Index Bullish	P	05/10/10	07/16/10
f	125 Shs. Ishares Inc MSCI United Kingdom Index Fd	P	11/12/10	04/13/11
g	350 Shs. SPDR Series Trust Barclays High Yield Bo	P	01/10/11	06/06/11
h	45 Shs. Ishares Inc MSCI Germany Index Fd	P	07/08/10	10/07/10
i	770 Shs. Ishares Inc MSCI Germany Index Fd	P	07/08/10	01/10/11
j	115 Shs. Ishares Inc MSCI Germany Index Fd	P	07/08/10	04/13/11
k	165 Shs. Ishares Inc MSCI Spain Index Fd	P	07/08/10	11/12/10
l	45 Shs. Ishares Inc MSCI Sweden Index Fd	P	07/08/10	10/07/10
m	70 Shs. Ishares Inc MSCI Sweden Index Fd	P	07/08/10	04/13/11
n	80 Shs. Ishares Inc. MSCI Switzerland Index Fd	P	07/08/10	04/13/11
o	70 Shs. Ishares Trust S&P 500 Index Fund	P	07/08/10	10/07/10

(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 2,316.		2,417.	-101.
b 926.		961.	-35.
c 3,706.		3,643.	63.
d 2,427.		2,416.	11.
e 971.		989.	-18.
f 2,306.		2,215.	91.
g 14,137.		14,052.	85.
h 972.		850.	122.
i 18,241.		14,545.	3,696.
j 3,072.		2,172.	900.
k 6,796.		5,483.	1,313.
l 1,264.		1,035.	229.
m 2,352.		1,610.	742.
n 2,056.		1,598.	458.
o 7,962.		7,174.	788.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-101.
b			-35.
c			63.
d			11.
e			-18.
f			91.
g			85.
h			122.
i			3,696.
j			900.
k			1,313.
l			229.
m			742.
n			458.
o			788.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 }

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	10 Shs. Ishares Trust S&P 500 Index Fund	P	07/08/10	12/16/10
b	10 Shs. Ishares Trust S&P 500 Index Fund	P	07/08/10	02/14/11
c	70 Shs. Ishares Trust S&P 500 Index Fund	P	07/08/10	04/13/11
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,248.		1,025.	223.
b 1,321.		1,025.	296.
c 9,297.		7,174.	2,123.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FM 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			223.
b			296.
c			2,123.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-23,186.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
JP Morgan Prime Money Market Acct #330-98288	1.
Total to Form 990-PF, Part I, line 3, Column A	1.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Ishare IBOXX \$ Investop Investment Grade Corporate Bond Fund	406.	0.	406.
Ishares Barclays MBS Bond FD	159.	0.	159.
Ishares Barclays Treas Inflation Protected Secs Fd	620.	0.	620.
Ishares Inc MSCI Germany Index Fd	361.	0.	361.
Ishares Inc MSCI Japan Index	476.	0.	476.
Ishares Inc MSCI Pacific Ex-Japan Index	1,201.	0.	1,201.
Ishares Inc MSCI Sweden Index Fd	447.	0.	447.
Ishares Inc MSCI Switzerland Index Fd	295.	0.	295.
Ishares Inc MSCI United Kingdom Index Fd	300.	0.	300.
Ishares MSCI CDA Index	115.	0.	115.
Ishares S&P 100 Index Fund	492.	0.	492.
Ishares S&P Midcap 400 Index Fund	350.	0.	350.
Ishares S&P Smallcap 600 Index Fund	254.	0.	254.
Ishares Trust Barclays 7-10 Year Treasury Bond	219.	0.	219.
Ishares Trust S&P 500 Index Fund	1,414.	0.	1,414.
Lazard Cap Allocator Opportunistic Strat Prt Instl	1,657.	0.	1,657.
SPDR Series Trust Barclays High Yield Bond ETF	443.	0.	443.
Vanguard International Equity Index Fd European ETF	839.	0.	839.
Vanguard Scottsdale Funds Short Term Corporate Bond	666.	0.	666.
Total to Fm 990-PF, Part I, ln 4	10,714.	0.	10,714.

Form 990-PF	Legal Fees			Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Cummings & Lockwood LLC - Legal Fees	4,433.	4,433.			0.
To Fm 990-PF, Pg 1, ln 16a	4,433.	4,433.			0.

Form 990-PF	Taxes			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Financial Agent - Excise Tax fye 6/30/10	82.	0.			0.
Financial Agent - Estimated Excise Tax fye 6/30/11	2,056.	0.			0.
To Form 990-PF, Pg 1, ln 18	2,138.	0.			0.

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Lazard Capital Markets LLC - Advisor Fees	15.	15.			0.
New York State Department of Law - Filing Fee	100.	100.			0.
To Form 990-PF, Pg 1, ln 23	115.	115.			0.

Form 990-PF

Corporate Stock

Statement 6

Description	Book Value	Fair Market Value
3,025 Shs. Ishares Inc. MSCI Japan Index	29,686.	31,551.
535 Shs. Ishares Inc. MSCI Germany Index Fd	10,106.	14,386.
430 Shs. Ishares Inc MSCI Sweden Index Fd	10,427.	13,665.
555 Shs. Ishares Inc MSCI Switzerland Index Fd	11,460.	14,768.
235 Shs. Ishares Trust S&P Smallcap 600 Index Fund	12,473.	17,230.
270 Shs. Ishares Trust S&P Midcap 400 Index Fund	22,456.	26,379.
530 Shs. Ishares Trust S&P 500 Index Fund	55,856.	70,183.
395 Shs. Ishares Trust S&P 100 Index Fund	18,718.	23,202.
820 Shs. Ishares Inc MSCI Pacific Ex-Japan Index Fd	33,704.	39,040.
195 Shs. Ishares Inc MSCI CDA Index Fd	4,940.	6,176.
770 Shs. Ishares Inc MSCI United Kingdom Index Fd	13,515.	13,714.
75 Shs. Ishares Trust Barclays 7-10 Year Treasury Bond Fund	6,818.	7,189.
165 Shs. Ishares TR Barclays Treas Inflation Protected Secs Fd	17,371.	18,256.
175 Shs. Vanguard Total Bond Market ETF	14,319.	14,203.
1,380 Shs. Vanguard International Equity Index Funds MSCI Emerging Mkts ETF	59,092.	67,096.
425 Shs. Vanguard Scottsdale Funds Vanguard Short-Term Corporate Bond ETF	32,928.	33,299.
13,811.786 Shs. Lazard Cap Allocator Opportunistic Strat Prt Instl	134,381.	141,018.
Total to Form 990-PF, Part II, line 10b	488,250.	551,355.

Statement 7

36 East 72nd Street
New York, NY 10021

Form 990-PF	Grant Application Submission Information	Statement	8
	Part XV, Lines 2a through 2d		

Name and Address of Person to Whom Applications Should be Submitted

Paul L. Bourdeau, Esquire
Cummings & Lockwood, P.O. Box 271820
West Hartford, CT 06127

Telephone Number

(860) 313-4930

Form and Content of Applications

Letter

Any Submission Deadlines

None

Restrictions and Limitations on Awards

None

	(Line 1a)		(Line 1b)	
	FMV of Securities	Calculated Averages	Cash Balances	Calculated Averages
Beginning (optional):				
1st month	450,591.		9,517.	
Ending:				
1st month	480,528.	465,560.	8,398.	8,958.
2nd month	446,440.	463,484.	8,607.	8,503.
3rd month	503,015.	474,728.	9,455.	9,031.
4th month	523,827.	513,421.	4,268.	6,862.
5th month	519,527.	521,677.	2,285.	3,277.
6th month	539,655.	529,591.	6,210.	4,248.
7th month	545,607.	542,631.	3,203.	4,707.
8th month	554,155.	549,881.	3,105.	3,154.
9th month	555,825.	554,990.	3,907.	3,506.
10th month	570,129.	562,977.	6,434.	5,171.
11th month	560,357.	565,243.	6,691.	6,563.
12th month	551,355.	555,856.	9,642.	8,167.
Total of all months		6,300,039.		72,147.
Number of months in year		12		12
Average monthly value		525,003.		6,012.
Number of months in year - override				—