



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 RICHARD D. AND LYNETTE S. MERILLAT NON-PROFIT CORPORATION		A Employer identification number 38-3148627
Number and street (or P O box number if mail is not delivered to street address) MERRILL LYNCH TRUST CO FSB PO BOX 1525	Room/suite	B Telephone number (609) 274-6561
City or town, state, and ZIP code PENNINGTON, NJ 08534		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" 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) \$ 16,451,621. (Part I, column (d) must be on cash basis.)	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"/>
		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					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		411,671.	411,671.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,722,292.			
b Gross sales price for all assets on line 6a 13,701,524.			1,722,292.		
7 Capital gain net income (from Part IV, line 2)					
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)		215,034.	215,034.	0.	STATEMENT 2
11 Other income		2,348,997.	2,348,997.	0.	
12 Total. Add lines 1 through 11		0.	0.	0.	0.
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		9,448.	9,448.	0.	0.
b Accounting fees STMT 4		8,300.	4,980.	0.	3,320.
c Other professional fees STMT 5		44,051.	44,051.	0.	0.
17 Interest					
18 Taxes STMT 6		419.	419.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		331.	331.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		62,549.	59,229.	0.	3,320.
25 Contributions, gifts, grants paid		786,700.			786,700.
26 Total expenses and disbursements. Add lines 24 and 25		849,249.	59,229.	0.	790,020.
27 Subtract line 26 from line 12		1,499,748.			
a Excess of revenue over expenses and disbursements			2,289,768.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				0.	

SCANNED MAY 17 2012

NE 914

RICHARD D. AND LYNETTE S. MERILLAT
NON-PROFIT CORPORATION

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				
	2	Savings and temporary cash investments		93,045.	103,529.	103,529.
	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 STMT 9		43,428.	19,536.	23,441.
	b	Investments - corporate stock STMT 10		200,000.	14,115,824.	14,349,201.
	c	Investments - corporate bonds STMT 11		21,614.	0.	0.
11	Investments - land, buildings, and equipment basis					
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other STMT 12		14,473,070.	2,076,142.	1,975,450.	
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation					
15	Other assets (describe)					
16	Total assets (to be completed by all filers)		14,831,157.	16,315,031.	16,451,621.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	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 <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	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		14,831,157.	16,315,031.	
30	Total net assets or fund balances		14,831,157.	16,315,031.		
31	Total liabilities and net assets/fund balances		14,831,157.	16,315,031.		

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	14,831,157.
2	Enter amount from Part I, line 27a	2	1,499,748.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	16,330,905.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 8	5	15,874.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,315,031.

RICHARD D. AND LYNETTE S. MERILLAT

Form 990-PF (2010)

NON-PROFIT CORPORATION

38-3148627 Page 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 PUBLICLY TRADED SECURITIES 022	P	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES E21	P	VARIOUS	VARIOUS
c PUBLICLY TRADED SECURITIES M82	P	VARIOUS	VARIOUS
d PUBLICLY TRADED SECURITIES J05	P	VARIOUS	VARIOUS
e PUBLICLY TRADED SECURITIES - SETTLEMENTS	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 50,000.		45,888.	4,112.
b 1,225,734.		1,225,724.	10.
c 10,870,398.		9,478,863.	1,391,535.
d 1,553,452.		1,228,757.	324,695.
e 1,940.			1,940.

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			4,112.
b			10.
c			1,391,535.
d			324,695.
e			1,940.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	1,722,292.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	846,715.	15,995,923.	.052933
2008	865,191.	17,211,501.	.050268
2007	1,082,683.	25,473,089.	.042503
2006	1,086,863.	24,891,325.	.043664
2005	1,011,895.	26,633,129.	.037994

2 Total of line 1, column (d)	2	.227362
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	.045472
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	16,427,706.
5 Multiply line 4 by line 3	5	747,001.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,898.
7 Add lines 5 and 6	7	769,899.
8 Enter qualifying distributions from Part XII, line 4	8	790,020.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	22,898.
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-). STMT 13	2	80.
3	Add lines 1 and 2	3	22,978.
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	22,978.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	40,619.
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	40,619.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	17,641.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input checked="" type="checkbox"/> 17,641. Refunded <input checked="" type="checkbox"/>	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
1b 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
1c 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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" 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 checked="" 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 checked="" type="checkbox"/> MI		
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

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 ► MERRILL LYNCH TRUST CO FSB Located at ► PO BOX 1525, PENNINGTON, NJ Telephone no ► (609) 274-1674 ZIP+4 ► 08534			
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 checked="" type="checkbox"/> Yes <input 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 ► <input type="checkbox"/>	1b	X
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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

**RICHARD D. AND LYNETTE S. MERILLAT
NON-PROFIT CORPORATION**

Form 990-PF (2010)

38-3148627

Page 6

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))? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| (3) Provide a grant to an individual for travel, study, or other similar purposes? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?

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?

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

5b

X

6b

X

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
RICHARD D. MERILLAT 1800 WEST US 223 ADRIAN, MI 49221	TRUSTEE, PRESIDENT 1.00	0.	0.	0.
LYNETTE S. MERILLAT 1800 WEST US 223 ADRIAN, MI 49221	TRUSTEE, SECRETARY 1.00	0.	0.	0.
JOHN THURMAN 1800 WEST US 223 ADRIAN, MI 49221	TRUSTEE 1.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2010)

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	16,071,742.
b	Average of monthly cash balances	1b	606,132.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	16,677,874.
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	16,677,874.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	250,168.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,427,706.
6	Minimum investment return. Enter 5% of line 5	6	821,385.

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	821,385.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	22,978.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	22,978.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	798,407.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	798,407.
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	798,407.

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	790,020.
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	790,020.
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	22,898.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	767,122.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				798,407.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			785,233.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 790,020.				
a Applied to 2009, but not more than line 2a			785,233.	
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				4,787.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				793,620.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

N/A

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year

(a) 2010

(b) 2009

Prior 3 years

(c) 2008

(d) 2007

(e) Total

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

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

SEE STATEMENT 14

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SEE STATEMENT 15

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient	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
Name and address (home or business)				
<p>a Paid during the year MISCELLANEOUS CHARITABLE CONTRIBUTIONS - SEE ATTACHMENT</p>		PUBLIC		786,700.
Total				786,700.
<p>b Approved for future payment</p> <p>NONE</p>				
Total				0.

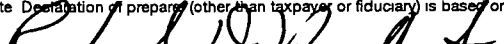


Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		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		X
	(2) Other assets		X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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		5-11-12 Date		 Title
Paid Preparer Use Only	Print/Type preparer's name Douglas A. Newy		Preparer's signature 		Date 5/10/12
	Firm's name ▶ DELOITTE TAX LLP			Check <input type="checkbox"/> if self-employed	PTIN P00091369
	Firm's address ▶ 101 N. MAIN ST., SUITE 600 ANN ARBOR, MI 48104-1411				Firm's EIN ▶ Phone no (734) 769-6200

Richard & Lynette Merillat Foundation
FY Ended June 30, 2011
Form 990-PF, Part XV, 3a, EIN 38-3148627
Contributions Paid

NOTE THAT ALL GRANT RECIPIENTS ARE PUBLICLY-SUPPORTED CHARITIES

Date	Recipient	City/State	Amount	Purpose
9/29/2010	Boyne Area Alano Club	Boyne City, MI	17,500	Charity
9/29/2010	First Presbyterian Church of Naples	Naples, FL	10,000	Charity
11/1/2010	Charlevoix Area Hospital Foundation	Charlevoix, MI	1,000	Charity
11/20/2010	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
11/27/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
11/29/2010	Naples Historical Society	Naples, FL	1,000	Charity
12/3/2010	WBCL Radio Network	Fort Wayne, IN	5,000	Charity
12/4/2010	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
12/11/2010	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
12/18/2010	First Presbyterian Church of Naples	Naples, FL	2,000	Charity
12/24/2010	First Presbyterian Church of Naples	Naples, FL	1,000	Charity
1/8/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
1/29/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
2/5/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
2/12/2011	Eagle Forum Education and Legal Defense Fund	Alton, IL	2,000	Charity
3/5/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
3/10/2011	Seacrest Country Day School	Naples, FL	8,000	Charity
3/12/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
3/19/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
3/26/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
4/6/2011	Concerned Women For America	Washington D.C.	10,000	Charity
4/23/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
4/30/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
5/5/2011	Huntington University	Huntington, IN	350,000	Charity
5/7/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
5/14/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
5/14/2011	First Presbyterian Church of Naples	Naples, FL	1,200	Charity
5/21/2011	First Presbyterian Church of Naples	Naples, FL	3,000	Charity
6/1/2011	Alliance Defense Fund	Scottsdale, AZ	5,000	Charity
6/1/2011	American Values	New York, NY	5,000	Charity
6/1/2011	CEO Forum	Colorado Springs, CO	30,000	Charity
6/1/2011	Family Research Council	Washington D.C.	5,000	Charity
6/1/2011	Loni and Friends	Agoura Hills, CA	25,000	Charity
6/1/2011	National Day of Prayer Task Force	Dallas, TX	5,000	Charity
6/1/2011	Orphan Network	Virginia Beach, VA	5,000	Charity
6/1/2011	Prision Fellowship	Lansdowne, VA	30,000	Charity
6/1/2011	RBC Ministries	Grand Rapids, MI	5,000	Charity
6/1/2011	Remedy FM	Fort Wayne, IN	15,000	Charity
6/1/2011	The Salvation Army Naples	Naples, FL	5,000	Charity
6/1/2011	Boys & Girls Club of Collier County	Naples, FL	15,000	Charity
6/6/2011	Lenawee Christian Ministries	Adrian, MI	180,000	Charity

786,700

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH 656-04J05	1,778.	0.	1,778.
MERRILL LYNCH 656-74015	90,189.	0.	90,189.
MERRILL LYNCH 656-74022	55,829.	0.	55,829.
MERRILL LYNCH 656-74024	52,698.	0.	52,698.
MERRILL LYNCH 656-74D41	5.	0.	5.
MERRILL LYNCH 656-74E21	116.	0.	116.
MERRILL LYNCH 656-74M82	211,056.	0.	211,056.
TOTAL TO FM 990-PF, PART I, LN 4	411,671.	0.	411,671.

FORM 990-PF	OTHER INCOME	STATEMENT	2
-------------	--------------	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME/(LOSS) FROM LOWE PASSTHROUGH ENTITY	<19,041.>	<19,041.>	0.
INCOME/(LOSS) FROM ENDOWMENT FUND PASSTHROUGH ENTITY	234,075.	234,075.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	215,034.	215,034.	0.

FORM 990-PF	LEGAL FEES	STATEMENT	3
-------------	------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	9,448.	9,448.	0.	0.
TO FM 990-PF, PG 1, LN 16A	9,448.	9,448.	0.	0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTANT FEES	8,300.	4,980.	0.	3,320.	
TO FORM 990-PF, PG 1, LN 16B	8,300.	4,980.	0.	3,320.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUSTEE FEES	44,051.	44,051.	0.	0.	
TO FORM 990-PF, PG 1, LN 16C	44,051.	44,051.	0.	0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	419.	419.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	419.	419.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS EXPENSES	331.	331.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	331.	331.	0.	0.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
-------------	--	-----------	---

DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT; BASIS ADJUSTMENT	15,874.
TOTAL TO FORM 990-PF, PART III, LINE 5	15,874.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	X		19,536.	23,441.
TOTAL U.S. GOVERNMENT OBLIGATIONS			19,536.	23,441.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			19,536.	23,441.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
-------------	-----------------	-----------	----

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	14,115,824.	14,349,201.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,115,824.	14,349,201.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
-------------	-----------------	-----------	----

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	COST	2,076,142.	1,975,450.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,076,142.	1,975,450.

FORM 990-PF

EXPLANATION OF SECTION 511 TAX
PART VI, LINE 2

STATEMENT 13

SECTION 1291

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 14

NAME OF MANAGER

RICHARD D. MERILLAT
LYNETTE S. MERILLAT

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RICHARD D MERILLAT, 1800 WEST US 223, ADRIAN, MI 49221

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

WRITTEN LETTER INCLUDING PURPOSE OF REQUEST, PROOF OF EXEMPT STATUS AND
DESCRIPTION OF CHARITABLE ACTIVITY.

ANY SUBMISSION DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS

RESTRICTED TO ORGANIZATIONS LOCATED WITHIN THE CITY OF ADRIAN, MICHIGAN AND
SURROUNDING COMMUNITIES OR ORGANIZATIONS PROMOTING CHRISTIAN VALUES.

RICHARD D. and LYNETTE S. MERILLAT
EIN 38-3148627
FORM 990-PF, FYE 6/30/11
PART VII-B, LINE 5c
REPORT ON EXPENDITURE RESPONSIBILITY GRANTS

Pursuant to Treasury Regulation 53.4945-5(d), the Taxpayer provides the following report:

The name and address of the Grantee is The Merillat Foundation, 3992 Holden Drive, Ann Arbor, Michigan 48103.

The date and amount of the grant was June 8, 2010, \$50,000.

The purpose of the grant is to fund educational, charitable and religious grants of the Grantee, including promotion and general advancement of education, and the promotion and support of organizations that promote and support Christian causes and values.

The Grantee expended \$18,500 of the grant through December 31, 2010 based on the Grantee's report to the Taxpayer dated March 23, 2011.

To the knowledge of the Taxpayer, no portion of the granted funds has been diverted from the purpose of the grant.

RL FDN FIXED INCOME

Account Number: 015

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

CASH/MONEY ACCOUNTS		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH		0.14	0.14		.14		
BIF MONEY FUND		3,037.00	3,037.00	1.0000	3,037.00	1	.04
TOTAL			3,037.14		3,037.14	1	.04

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Estimated Annual Current Yield%
EATON VANCE GLBL MACRO ABSOLUTE RETURN CL I SYMBOL: EIGMX Initial Purchase:11/23/09 Fixed Income 100%	65,484	678,989.07	10.1600	665,317.44	(13,671.63)	678,989	(13,671)	31,038	4.66
PIMCO TOTAL RETURN FUND CL P SYMBOL: PTPPX Initial Purchase:02/17/09 Fixed Income 100%	70,457	721,156.31	10.9900	774,322.43	53,166.12	692,472	81,849	25,290	3.26
PIMCO UNCONSTRAINED BOND FUND CL P SYMBOL: PUCPX Initial Purchase:11/19/10 Fixed Income 100%	60,160	674,994.71	11.1000	667,776.00	(7,218.71)	674,994	(7,218)	14,498	2.17
TEMPLETON GLOBAL TOTAL RETURN FUND CL ADV SYMBOL: TTRZX Initial Purchase:11/23/09 Fixed Income 100%	41,539	494,729.49	13.5900	564,515.01	69,785.52	494,729	69,785	24,173	4.28
Subtotal (Fixed Income)		2,671,930.88							

RL FDN FIXED INCOME

Account Number 015

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	(continued)	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
TOTAL			2,569,869.58 -		2,671,930.88	102,061.30		130,745	94,999 3.56
TOTAL PRINCIPAL INVESTMENTS			2,572,906.72		2,674,968.02	102,061.30		95,000	3.55

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.13	0.13		.13		
BIF MONEY FUND	2,360.00	2,360.00	1.0000	2,360.00	1	.04
TOTAL		2,360.13		2,360.13	1	.04
TOTAL INCOME INVESTMENTS		2,360.13		2,360.13		.04

RL FDN LONG SHORT

Account Number: 22

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

CASH/MONEY ACCOUNTS		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH		0.70	0.70		.70		
BIF MONEY FUND		2,021.00	2,021.00	1.0000	2,021.00	1	.04
TOTAL			2,021.70		2,021.70	1	.04

MUTUAL FUNDS/CLOSED END FUNDS/UIT		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
ABERDEEN EQUITY LONG SHORT FUND I SYMBOL: GGUJX Initial Purchase:11/19/10 Equity 100%		86,805	999,992.95	11.6200	1,008,674.10	8,681.15	999,992	8,681		
AQR DIVERSIFIED ARBITRAGE FUND CL I SYMBOL: ADAIX Initial Purchase 11/19/10 Equity 100% .0410 Fractional Share		87,626	984,039.77	11.2300	984,039.98	.21	984,039	3,149	.32	
ASTON/LAKE PARTNERS LASSO ALT FUND CL I SYMBOL: ALSOX Initial Purchase:05/05/11 Equity 100% .0790 Fractional Share		79,365	999,998.90	12.4200	985,713.30	(14,285.60)	999,998	(14,285)	7,374	.74
HIGHLAND LONG/SHORT EQUITY FUND CL A SYMBOL: HEOAX Initial Purchase:11/19/10 Equity 100%		89,525	1,000,000.00	11.1000	993,727.50	(6,272.50)	1,000,000	(6,272)	1	.74
NATIXIS GATEWAY FUND CL Y		37,466	925,045.88	26.5100	993,223.66	68,177.78	925,045	68,177	18,127	1.82

RL FDN LONG SHORT

Account Number: 022

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity (continued)	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
SYMBOL: GIEYX Initial Purchase: 04/27/09									
Equity 100%									
.2070 Fractional Share		4 79	26.5100	5.49	.70			1	1.82
Subtotal (Equities)				4,965,385.47					
TOTAL		4,909,083.75		4,965,385.47	56,301.72		56,301	28,652	.58
TOTAL PRINCIPAL INVESTMENTS		4,911,105.45		4,967,407.17	56,301.72		28,653		.58

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.74	0.74		.74		
BIF MONEY FUND	2,535.00	2,535.00	1.0000	2,535.00	1	.04
TOTAL		2,535.74		2,535.74	1	.04
TOTAL INCOME INVESTMENTS		2,535.74		2,535.74	1	.04

RL FDN ABS RET

Account Number:

024

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

CASH/MONEY ACCOUNTS		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH		0.45	0.45		.45		
BIF MONEY FUND		3,633.00	3,633.00	1 0000	3,633.00	1	.04
TOTAL			3,633.45		3,633.45	1	.04

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
CALAMOS MARKET NEUTRAL INCOME FD CL I SYMBOL · CMNIX Initial Purchase:11/19/10 Equity 100%	53,207	629,994.62	12 0300	640,080.21	10,085.59	629,994	10,085	12,290	1.92
DWS DISCIPLINED MARKET NEUTRAL FD CL S SYMBOL · DDMSX Initial Purchase:11/19/10 Equity 100%	64,817	629,989.37	9.6600	626,132.22	(3,857.15)	629,989	(3,857)		
HUSSMAN STRATEGIC GROWTH FUND CL RETAIL SYMBOL · HSGFX Initial Purchase:11/19/10 Equity 100%	49,016	629,993.21	12.2800	601,916.48	(28,076.73)	629,993	(28,076)	1,319	.21
IWA WORLDWIDE FUND CL I SYMBOL · IWWIX Initial Purchase:07/17/09 Fixed Income 17% Equity 83%	37,662	510,753.06	17.5100	659,461.62	148,708.56	491,871	167,590	3,878	.58
JP MORGAN HIGHBRIDGE STAT MKRT NEUTRL FD SEL SYMBOL · HSKSX Initial Purchase:04/27/09 Equity 100%	40,644	649,999.41	15.3800	625,104.72	(24,894.69)	649,983	(24,878)		

RL FDN ABS RET

Account Number: 024

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
PUTNAM ABSOLUTE RETURN 500 FUND CL Y	57,421	629,989.18	11.2100	643,689.41	13,700.23	629,989	13,700	17,168
SYMBOL: PJMYX Initial Purchase 11/19/10 Fixed Income 69% Equity 31%								2.66
Subtotal (Fixed Income)				556,254.17				
Subtotal (Equities)				3,240,130.49				
TOTAL		3,680,718.85		3,796,384.66	115,665.81		134,564	34,655
TOTAL PRINCIPAL INVESTMENTS		3,684,352.30		3,800,018.11	115,665.81		34,656	.91

Total Client Investment: Cost of shares directly purchased and still held Does not include shares purchased through reinvestment.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

RL FDN LOWE

Account Number: 656-74E21

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

CASH/MONEY ACCOUNTS					Estimated	Estimated	Est. Annual
Description	Quantity	Total Cost Basis	Market Price	Market Value	Annual Income	Yield%	
CASH	0.85	0.85		.85			
BIF MONEY FUND	657.00	657.00	1.0000	657.00		.04	
TOTAL		657.85		657.85		.04	

ALTERNATIVE INVESTMENTS											
Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%		
LOWE REAL ESTATE INC&GRO	04/29/10	1,000	0.0010	554,113.31	492.0660	492,066.00					
PTNR LLC-I, VAL REFLECTS GP ESTIMATE OF VALUE											
TOTAL											
				554,113.31		492,066.00					
TOTAL PRINCIPAL INVESTMENTS											
						492,723.85					

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS						
Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.55	0.55		.55		
BIF MONEY FUND	513.00	513.00	1.0000	513.00		.04
TOTAL		513.55		513.55		.04
TOTAL INCOME INVESTMENTS						
		513.55		513.55		.04

R AND L FDN CASH

Account Number: D41

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

CASH/MONEY ACCOUNTS							
Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%	
CASH	0.65	0.65		.65			
BIF MONEY FUND	30,005.00	30,005.00	1.0000	30,005.00	12	.04	
TOTAL		30,005.65		30,005.65	12	.04	
EQUITIES							
Description	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
ACCEL88 TECHNOLOGY CORP	38	0.0263	1.00	4.0300	153.14	152.14	
LUMENIS LTD	7	0.1428	1.00	N/A	N/A	N/A	
TOTAL			2.00		153.14	152.14	
TOTAL PRINCIPAL INVESTMENTS			30,007.65		30,158.79	152.14	12 .04

Total values exclude N/A items

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS									
Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%			
CASH	0.92	0.92		.92					
BIF MONEY FUND	11.00	11.00	1.0000	11.00	11.92	.04			
TOTAL		11.92		11.92					
TOTAL INCOME INVESTMENTS		11.92		11.92					

RL FDN EQUITY

Account Number

M82

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

CASH/MONEY ACCOUNTS				Estimated	Estimated	Estimated	Est. Annual
Description	Quantity	Total Cost Basis	Market Price	Market Value	Annual Income	Income	Yield%
CASH	0.98	0.98		.98			
BIF MONEY FUND	1,456.00	1,456.00	1.0000	1,456.00	1		.04
TOTAL		1,456.98		1,456.98	1		.04

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Current Yield%
JOHN HANCOCK GLOBAL OPPORTUNITIES FD CL I SYMBOL: JGPIX Initial Purchase:11/19/10 Equity 100% .9910 Fractional Share	28,950	549,979.35	17.7000	512,415.00	(37,564.35)	549,979	(37,564)	13,313	2.59
NUVEEN TRADEWINDS GLOBAL ALL CAP FD CL I SYMBOL: NWGRX Initial Purchase:11/19/10 Equity 100% .8740 Fractional Share	19,342	549,972.73	29.5400	571,362.68	21,389.95	549,972	21,389	11,233	1.96
THE OAKMARK GLOBAL FUND SYMBOL: OAKGX Initial Purchase:11/19/10 Equity 100% .4300 Fractional Share	25,543	549,985.61	23.0100	587,744.43	37,758.82	549,985	37,758	2,246	.38
VANGUARD DIVIDEND APPRECIATION ETF SYMBOL: VIG Initial Purchase:03/18/11 Equity 100%	10,431	559,160.27	55.9900	584,031.69	24,871.42	559,160	24,871	11,766	2.01
VIRTUS PREMIUM ALPHA SECTOR FUND CL I	44,035	546,991.94	12.9200	568,932.20	21,940.26	546,991	21,940	4,228	.74

RL FDN EQUITY

Account Number: 656-74M82

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

June 01, 2011 - June 30, 2011

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	(continued)	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
SYMBOL: VAPIX Initial Purchase: 06/17/11									
Equity 100%									
.5860 Fractional Share			7.32	12.9200	7.57	.25			1 .74
Subtotal (Equities)					2,824,546.82				
TOTAL			2,756,149.94		2,824,546.82	68,396.88		68,394	42,790 1.51
TOTAL PRINCIPAL INVESTMENTS			2,757,606.92		2,826,003.80	68,396.88		42,791	1.51

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	4,652.51	4,652.51		4,652.51		
BIF MONEY FUND	2,131.00	2,131.00	1.0000	2,131.00	1	.04
TOTAL		6,783.51		6,783.51	1	.04
TOTAL INCOME INVESTMENTS		6,783.51		6,783.51		.01

MICHIGAN NON-PROFIT CORP.

Account Number: J05

24-Hour Assistance: (866) 4MLBUSINESS
Access Code: 91-656-04505

YOUR WCMA ASSETS

June 01, 2011 - June 30, 2011

CASH/MONEY ACCOUNTS		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH		1.31	1.31		1.31		
BBIF MONEY FUND CLASS 3		48,072.00	48,072.00	1.0000	48,072.00	19	.04
TOTAL			48,073.31		48,073.31	19	.04

A change in tier assignment will automatically convert the class of BBIF money fund shares held in your account. The WCMA Agreement and Program Description and the BBIF Fund Prospectus contain more details.

GOVERNMENT AND AGENCY SECURITIES ¹		Quantity	Acquired	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Estimated Current Yield%
U.S. TREASURY BOND	07/02/02	20,000		19,535.76	117.2030	23,440.60	3,904.84	400.90	1,075	4.58
5 375% FEB 15 2031 05 375% FEB 15 2031										
CUSIP 912810FP8										
TOTAL		20,000		19,535.76		23,440.60	3,904.84	400.90	1,075	4.59

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total		Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Estimated Current Yield%
					Cost Basis	Market Price					
ML&CO SRN MLF-TR	MLDMV06/26/08		20,000	10.0000	200,000.00	4.5400		90,800.00	(109,200.00)		
SV=95 41 FRONTIER SRN											
DUE JULY 3, 2013											
TOTAL					200,000.00			90,800.00	(109,200.00)		

ALTERNATIVE INVESTMENTS		Acquired	Quantity	Unit Cost Basis	Total		Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Estimated Current Yield%
Description					Cost Basis	Market Price					
BAC ARN OIL FUTURES CONT	05/25/11		42,000	10.0000	420,000.00	9.8400		413,280.00	(6,720.00)		
SV=114.93 BRENT CRUDE DUE NOVEMBER 19, 2012											
EKSPORT ARN ROGRER	01/28/11		110,320	10.0000	1,103,200.00	9.7000		1,070,104.00	(33,096.00)		
SV=2918.82 RICHER DUE APRIL 3, 2012											
TOTAL					1,523,200.00			1,483,384.00	(39,816.00)		

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization RICHARD D. AND LYNETTE S. MERILLAT NON-PROFIT CORPORATION	Employer identification number 38-3148627
	Number, street, and room or suite no. If a P.O. box, see instructions. MERRILL LYNCH TRUST CO FSB PO BOX 1525	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PENNINGTON, NJ 08534	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

MERRILL LYNCH TRUST CO FSB

- The books are in the care of ► **PO BOX 1525, PENNINGTON, NJ - 08534**
Telephone No. ► **(609) 274-1674** FAX No. ► ☐

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year _____ or
- ☒ tax year beginning **JUL 1, 2010**, and ending **JUN 30, 2011**.

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	40,619.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	40,619.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)