Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No. 1545-0052

2010

For calendar year 2010, or tax year beginning 07/01 , 2010, and ending 06/30, 20 11

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: SHAWE FAMILY CHARITABLE FDN

A Employer identification number: 52-1505784

Number and street (or P.O box number if mail is not delivered to street address): P.O. BOX 387

Room/suite:

B Telephone number (see page 10 of the instructions): (314) 418-2643

City or town, state, and ZIP code: ST. LOUIS, MO 63166

C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 7,943,461.

J Accounting method: [X] Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	6,570.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	167,195.	167,195.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	286,381.			
	b	Gross sales price for all assets on line 6a 587,030.				
	7	Capital gain net income (from Part IV, line 2)		286,381.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	460,146.	453,576.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	53,663.	26,831.		26,832.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits	1,729.	865.	NONE	864.
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 1	3,000.	NONE	NONE	3,000.
	c	Other professional fees (attach schedule) STMT 2	17,729.	17,729.		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 3	8,390.	1,210.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	84,511.	46,635.	NONE	30,696.
	25	Contributions, gifts, grants paid	272,558.			272,558.
	26	**Total expenses and disbursements** Add lines 24 and 25	357,069.	46,635.	NONE	303,254.
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	103,077.			
	b	**Net investment income** (if negative, enter -0-)		406,941.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments			
3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ NONE			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S. and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule)			
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment: basis ▶ Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule) STMT 4	4,417,837.	4,521,576.	7,943,461.
14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,417,837.	4,521,576.	7,943,461.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	4,417,837.	4,521,576.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see page 17 of the instructions)	4,417,837.	4,521,576.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,417,837.	4,521,576.	

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	4,417,837.
2 Enter amount from Part I, line 27a	2	103,077.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	662.
4 Add lines 1, 2, and 3	4	4,521,576.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,521,576.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	286,381.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? [X] Yes [ ] No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2009			
2008			
2007			
2006			
2005			

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

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter. _____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	8,139.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	8,139.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	8,139.
6	Credits/Payments.		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 6,352.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	6,352.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ 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	1,787.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ U.S. BANK N.A. Telephone no. ▶ (314)418-2643			
	Located at ▶ PO BOX 387, ST. LOUIS, MO ZIP + 4 ▶ 63166			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

		Yes	No
5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b		
Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		53,663.	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . . ▶ NONE

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,262,691.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	7,262,691.
e	Reduction claimed for blockage-or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	7,262,691.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	108,940.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,153,751.
6	**Minimum investment return.** Enter 5% of line 5	6	357,688.

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	357,688.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	8,139.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,139.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	349,549.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	349,549.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	349,549.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	303,254.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	303,254.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	303,254.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				349,549.
2 Undistributed income, if any, as of the end of 2010.				
a Enter amount for 2009 only			298,250.	
b Total for prior years. 20 08 ,20 ___ ,20 ___		NONE		
3 Excess distributions carryover, if any, to 2010				
a From 2005 — NONE				
b From 2006 — NONE				
c From 2007 — NONE				
d From 2008 — NONE				
e From 2009 — NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 303,254.				
a Applied to 2009, but not more than line 2a			298,250.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				5,004.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				344,545.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006 — NONE				
b Excess from 2007 — NONE				
c Excess from 2008 — NONE				
d Excess from 2009 — NONE				
e Excess from 2010 — NONE				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 8

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total . . . . . . ▶ 3a				272,558.
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	167,195.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	286,381.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				453,576.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 453,576.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	-	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee [signature] | Date: Oct 6, 2011 | Title: Secretary

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JAMES W. NELSON	James W. Nelson	9/28/11		P01074611
Firm's name ▶ U.S. BANK N.A.			Firm's EIN ▶ 31-0841368	
Firm's address ▶ P.O. BOX 387 ST. LOUIS, MO 63166			Phone no 314-418-2643	

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

SHAWE FAMILY CHARITABLE FDN

Employer identification number

52-1505784

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

[X] 501(c)(3) exempt private foundation

[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation

[ ] 501(c)(3) taxable private foundation

Check 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

[X] 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).

Name of organization: SHAWE FAMILY CHARITABLE FDN

Employer identification number: 52-1505784

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	EKS INV LTD PRTNRSHP 20 SOUTH CHARLES STREET BALTIMORE, MD 21201	$ 6,570.	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1000. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES					04/18/1996	02/14/2011
31,933.00		13,444.00					18,489.00	
		1. BERKSHIRE HATHAWAY INC CL A PROPERTY TYPE: SECURITIES					10/28/1987	07/20/2010
117,034.00		2,775.00					114,259.00	
		1. BERKSHIRE HATHAWAY INC CL A PROPERTY TYPE: SECURITIES					10/28/1987	11/09/2010
121,978.00		2,775.00					119,203.00	
		1000. JOHNSON JOHNSON PROPERTY TYPE: SECURITIES					06/06/1988	07/20/2010
58,363.00		4,974.00					53,389.00	
		1500. MEDTRONIC INC PROPERTY TYPE: SECURITIES					12/20/2004	11/11/2010
53,096.00		72,527.00					-19,431.00	
		400. MONSANTO CO PROPERTY TYPE: SECURITIES					08/11/2008	02/08/2011
29,817.00		43,136.00					-13,319.00	
		1000. SYSCO CORP PROPERTY TYPE: SECURITIES					04/22/2005	12/09/2010
29,225.00		34,713.00					-5,488.00	
		1000. SYSCO CORP PROPERTY TYPE: SECURITIES					04/22/2005	02/14/2011
27,940.00		34,713.00					-6,773.00	
		1000. SYSCO CORP PROPERTY TYPE: SECURITIES					11/08/2005	05/16/2011
32,063.00		30,692.00					1,371.00	
		500. WAL MART STORES INC PROPERTY TYPE: SECURITIES					04/22/2005	10/04/2010
26,705.00		23,423.00					3,282.00	
		800. WAL MART STORES INC PROPERTY TYPE: SECURITIES					04/22/2005	03/10/2011
42,182.00		37,477.00					4,705.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1. T ROWE PRICE ACCT - SEE SCHEDULE ATTA PROPERTY TYPE: SECURITIES					01/01/2011	06/30/2011
6,437.00							6,437.00	
		1. T ROWE PRICE ACCT - SEE SCHEDULE ATTA PROPERTY TYPE: SECURITIES					01/01/1999	06/30/2011
10,257.00							10,257.00	
TOTAL GAIN(LOSS)							286,381.	

JSA
0E1730 2 000

STATEMENT OF CAPITAL GAINS AND LOSSES

NAME: Shawe Family Charitable Fdn - T Rowe Price acct.

DESCRIPTION	DATE ACQ	DATE SOLD	AMOUNT REALIZED	COST / BASIS	SHORT TERM GAIN (LOSS)	LONG TERM GAIN (LOSS)
L/T CAP GAIN DIV FROM TRP NEW INCOME FUND	01/01/99	12/07/10	3,931.87			3,931.87
S/T CAP GAIN DIV FROM TRP NEW INCOME FUND	01/01/10	12/07/10	3,931.87		3,931.87	
L/T CAP GAIN DIV FROM TRP NEW HORIZONS FUND	01/01/99	12/15/10	6,324.78			6,324 78
S/T CAP GAIN DIV FROM TRP INTL STOCK	01/01/10	12/16/10	593 08		593.08	
S/T CAP GAIN DIV FROM TRP SPECTRUM INCOME	01/01/10	12/21/10	1,912 40		1,912.40	
				TOTALS	6,437.35	10,256 65

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	3,000.			3,000.
TOTALS	3,000.	NONE	NONE	3,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAN & MANAGEMENT FEES (A	17,729.	17,729.
TOTALS	17,729.	17,729.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAXES	7,180.	
FOREIGN TAXES PAID	1,210.	1,210.
TOTALS	8,390.	1,210.

SHAWE FAMILY CHARITABLE FDN 52-1505784

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ASSET STATEMENTS ATTACHED	C	4,521,576.	7,943,461.
TOTALS		4,521,576.	7,943,461.

ASSET STATEMENT AS OF 6/30/2011

EARLE AND ANNETTE SHAWE CHARITABLE FOUNDATION

SYMBOL	SECURITY	SHARES	MARKET VALUE	COST
CASH & EQUIVALENTS				
	FIRST AMER PRIME OBLIG FUND	9,338 420	9,338 42	9,338 42
	T ROWE PRICE SUMMIT CASH RESERVES	18,387 070	18,387 07	18,387 07
TOTAL CASH & EQUIVALENTS			**27,725.49**	**27,725.49**
STOCKS				
88579Y101	3M CO	2,000 00	189,700 00	15,508 73
00724F101	ADOBE SYSTEMS INC	848 00	26,669 60	3,776 23
029912201	AMERICAN TOWER CORP CL A	2,000 00	104,660 00	74,451 80
031162100	AMGEN INC	1,500 00	87,525 00	78,404 30
032654105	ANALOG DEVICES	2,500 00	97,850 00	86,918 44
053015103	AUTOMATIC DATA PROCESSING	2,000 00	105,360 00	83,592 20
057224107	BAKER HUGHES INC	2,000 00	145,120 00	56,556 80
064058100	BANK OF NEW YORK MELLON CORP	2,500 00	64,050 00	33,609 37
084670108	BERKSHIRE HATHAWAY INC DEL CL A	5 00	580,525 00	13,875 00
166764100	CHEVRON CORP	3,080 00	316,747 20	29,380 36
171340102	CHURCH & DWIGHT INC	2,000 00	81,080 00	6,041 50
17275R102	CISCO SYSTEMS INC	5,000 00	78,050 00	102,696 00
191216100	COCA COLA COMPANY	1,500 00	100,935 00	66,312 45
194162103	COLGATE PALMOLIVE	1,000 00	87,410 00	77,080 20
219350105	CORNING INC	2,000 00	36,300 00	15,658 80
126650100	CVS CAREMARK CORP	2,300 00	86,434 00	13,184 39
235851102	DANAHER CORP	3,000 00	158,970 00	76,053 15
302130109	EXPEDITORS INTL WASH INC	2,000 00	102,380 00	81,961 36
369604103	GENERAL ELECTRIC CO	8,000 00	150,880 00	67,824 50
375558103	GILEAD SCIENCES INC	1,200 00	49,692 00	55,659 96
38259P508	GOOGLE INC CL A	300 00	151,914 00	144,722 04
437076102	HOME DEPOT INC	2,500 00	90,550 00	55,075 00
458140100	INTEL CORP	4,400 00	97,504 00	16,431 25
459200101	INTL BUSINESS MACHINES	600 00	102,930 00	74,321 52
478160104	JOHNSON & JOHNSON	4,205 00	279,716 60	20,904 61
46625H100	JP MORGAN CHASE & CO	2,700 00	110,538 00	102,536 52
565849106	MARATHON OIL CORP	1,500 00	79,020 00	16,025 62
571903202	MARRIOTT INTL INC NEW CL A	3,233 00	114,739 17	127,647 78
57636Q104	MASTERCARD INC-CL A	300 00	90,402 00	75,798 69
594918104	MICROSOFT CORP	15,000 00	390,000 00	34,101 33
61166W101	MONSANTO CO NEW	1,000 00	72,540 00	85,852 94
681919106	OMNICOM GROUP	1,600 00	77,056 00	51,562 96
713448108	PEPSICO INC	1,500 00	105,645 00	63,109 05
717081103	PFIZER INC	8,000 00	164,800 00	30,235 00
74005P104	PRAXAIR INC	800 00	86,712 00	69,265 44
742718109	PROCTER & GAMBLE	1,500 00	95,355 00	80,721 60
780259206	ROYAL DUTCH SHELL ADR	2,400 00	170,712 00	63,620 00
806857108	SCHLUMBERGER LTD	2,000 00	172,800 00	70,961 00
863667101	STRYKER CORP	2,500 00	146,725 00	122,922 45

ASSET STATEMENT AS OF 6/30/2011

EARLE AND ANNETTE SHAWE CHARITABLE FOUNDATION

SYMBOL	SECURITY	SHARES	MARKET VALUE	COST
882508104	TEXAS INSTRUMENTS INC	3,000 00	98,490 00	72,813 00
77956H203	TRP INTL STOCK FUND	15,029 15	223,333 09	212,383 27
779562107	TRP NEW HORIZONS FUND	6,921 26	259,547 21	114,574 47
779570100	TRP NEW INCOME FUND	99,124 63	945,648 97	823,296 51
779906106	TRP SPECTRUM INCOME FUND	47,965 54	602,926 77	570,022 93
911312106	UNITED PARCEL SERVICE CL B	1,400 00	102,102 00	88,509 68
913017109	UNITED TECHNOLOGIES	1,000 00	88,510 00	53,724 10
92857W209	VODAFONE GROUP PLC - SP ADR	3,000 00	80,160 00	23,592 41
931142103	WAL-MART STORES INC	1,200 00	63,768 00	56,215 32
94973V107	WELLPOINT INC	1,700 00	133,909 00	75,359 81
949746101	WELLS FARGO COMPANY	2,400 00	67,344 00	58,999 10
TOTAL STOCKS			**7,915,735.61**	**4,493,850.94**
TOTAL ASSETS			**7,943,461.10**	**4,521,576.43**

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

DESCRIPTION	AMOUNT
BOOK/COST VALUE ADJUSTMENT	662.
TOTAL	662.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
MD

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

OFFICER NAME:
EARLE K. SHAWE
ADDRESS:
20 S. CHARLES STREET 11TH FLOOR
BALTIMORE, MD 21201
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:
ANNETTE C. SHAWE
ADDRESS:
20 S. CHARLES STREET 11TH FLOOR
BALTIMORE, MD 21201
TITLE:
VICE PRES.
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:
GAIL R. SHAWE
ADDRESS:
20 S. CHARLES STREET 11TH FLOOR
BALTIMORE, MD 21201
TITLE:
SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20
COMPENSATION .... 53,663.

OFFICER NAME:
STEPHEN D. SHAWE
ADDRESS:
20 S. CHARLES STREET 11TH FLOOR
BALTIMORE, MD 21201
TITLE:
TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

TOTAL COMPENSATION: 53,663.

RECIPIENT NAME:
SHAWE FAMILY CHARITABLE FOUNDATION
ADDRESS:
20 S CHARLES STREET
BALTIMORE, MD 21201
FORM, INFORMATION AND MATERIALS:
APPLICATION - DESCRIBE ORGANIZATION & PURPOSE FOR USE OF FUNDS
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
TO 501(C)(3) ORGANIZATIONS

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 272,558.

TOTAL GRANTS PAID: 272,558.

8056680706 TRP SHAWE FNDATN PRIN CASH INCOME CASH

08/11 CASH DISBURSEMENT 7,500 00-
PAID TO BALTIMORE SYMPHONY ORCHESTRA
CHARITABLE CONTRIBUTION
T/A CHECK # 4040949
PAID FOR 52-1505784
PER CLIENT REQ DTD 8/11/10
FASTTAX CODE 314
BATCH NO UB000226 TRANS NO 50
DISBURSEMENT CODE 142

08/16 CASH DISBURSEMENT 2,200.00-
PAID TO BALTIMORE HEBREW CONGREGATION
CHARITABLE CONTRIBUTION
T/A CHECK # 4046121
PAID FOR 52-1505784
PER CLIENT REQ 8/12/10
FASTTAX CODE 314
BATCH NO UB000315 TRANS NO 02
DISBURSEMENT CODE: 142

12/20 CASH DISBURSEMENT 2,500 00-
PAID TO MARYLAND FOOD BANK
CHARITABLE CONTRIBUTION
T/A CHECK # 4239751
PAID FOR 52-1505784
FASTTAX CODE 314
BATCH NO UB000452 TRANS NO 01
DISBURSEMENT CODE 142

12/27 CASH DISBURSEMENT 5,000 00-
PAID TO BALTIMORE LEADERSHIP SCHOOL
FOR YOUNG WOMEN
CHARITABLE CONTRIBUTION
T/A CHECK # 4252735
PAID FOR 52-1505784
FASTTAX CODE 314
BATCH NO UB000604 TRANS NO 14
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 2,000 00-
PAID TO ADVOCATES FOR CHILDREN & YOUTH
8 MARKET PLACE- FIFTH FLOOR
BALTIMORE MD 21202-4016
ATTN MATTHEW JOSEPH, EXEC DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489904
PAID FOR 52-1505784
ORGANIZATIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 07
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 85,000 00-
PAID TO THE ASSOCIATED
101 W MT ROYAL AVENUE
BALTIMORE, MD 21201-5781

ATTN MICHAEL FRIEDMAN
CHARITABLE CONTRIBUTION
T/A CHECK # 4489905
PAID FOR 52-1505784
CHARITABLE SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 08
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 2,500 00-
PAID TO BALTIMORE EDUCATIONAL SCHOLARSHIP
TRUST (BEST)
808 N CHARLES STREET- 200C
BALTIMORE, MD 21201-5308
ATTN AMY JOHN, EXECUTIVE DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489919
PAID FOR 52-1505784
SCHOLARSHIPS
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 09
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO BALTIMORE MUSEUM OF ART
ART MUSEUM DRIVE
BALTIMORE, MD 21218-3898
ATTN RANDI BENESCH, INDIV GIVING MGR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489915
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 10
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 20,000 00-
PAID TO BALTIMORE SYMPHONY ORCHESTRA
1212 CATHEDRAL STREET
BALTIMORE, MD 21201
ATTN MARGARET BLAKE, BSO DEVELOPMENT
CHARITABLE CONTRIBUTION
T/A CHECK # 4489906
PAID FOR 52-1505784
ANNUAL CAMPAIGN
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 11
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 500 00-
PAID TO MD CITIZENS FOR THE ARTS FOUNDATION
3600 CLIPPER MILL ROAD, SUITE 205
BALTIMORE, MD 21211
ATTN PHILANA QUICK, EXECUTIVE DIR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489907

PAID FOR 52-1505784
SUPPORT FOR THE ARTS
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 12
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO CENTER STAGE
700 NORTH CALVERT STREET
BALTIMORE, MD 21202-3686
ATTN MICHAEL ROSS, MANAGING DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489917
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 14
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO CHESAPEAKE BAY FOUNDATION
PHILIP MERRILL ENVIRONMENTAL CENTER
6 HERNDON AVENUE
ANNAPOLIS, MD 21403
ATTN WILLIAM C BAKER, PRESIDENT
CHARITABLE CONTRIBUTION
T/A CHECK # 4489918
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 16
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 3,000 00-
PAID TO THE USS CONSTELLATION
CONSTELLATION DOCK
PIER ONE -PRATT STREET
BALTIMORE, MD 21202
ATTN CHRISTOPHER ROWSOM, EXEC DIR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489932
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 17
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO ENOCH PRATT LIBRARY
400 CATHEDRAL STREET
BALTIMORE, MD 21201
ATTN DR CARLA HAYDEN, EXEC DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489920
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT

FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 19
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO EVERYMAN THEATRE
1727 NORTH CHARLES STREET
BALTIMORE, MD 21201-5801
ATTN IAN TRESSELT, MANAGING DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489925
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 20
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 250 00-
PAID TO MYERBERG SENIOR CENTER
3101 FALLSTAFF ROAD
BALTIMORE, MD 21209
ATTN H LINDA TROPE, EXEC DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489926
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 21
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,500.00-
PAID TO FUND FOR EDUCATIONAL EXCELLENCE
PROGRAM
12 WEST MADISON STREET - 2ND FLOOR
BALTIMORE, MD 21201
ATTN ROGER SCHULMAN, PRES & CEO
CHARITABLE CONTRIBUTION
T/A CHECK # 4489933
PAID FOR 52-1505784
BALTIMORE CITY SCHOOLS
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 22
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO GENESISJOBS, INC
A DIVISION OF GOODWILL INDUSTRIES
2211 MARYLAND AVENUE
BALTIMORE, MD 21218
ATTN MARGE THOMAS & BRUCE E LAWS
CHARITABLE CONTRIBUTION
T/A CHECK # 4489934
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 23

DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO INDEPENDENT COLLEGE FUND OF MARYLAND
3225 ELLERSLIE AVENUE - #C160
BALTIMORE, MD 21218
ATTN RICK HABERSTICK, EXEC DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489930
PAID FOR 52-1505784
URBAN SCHOLARS PROGRAM
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 24
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 10,000 00-
PAID TO JOHNS HOPKINS HOSPITAL
THE SIDNEY KIMMEL CANCER CENTER
ONE CHARLES CENTER
BALTIMORE, MD 21201
ATTN ELLEN STIFLER, DIRECTOR OF DEV
CHARITABLE CONTRIBUTION
T/A CHECK # 4489937
PAID FOR 52-1505784
BREAST CANCER RESEARCH
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 25
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 50,000 00-
PAID TO JOHNS HOPKINS PROJECT RESTORE
100 N CHARLES STREET - #402
BALTIMORE, MD 21201
ATTN KATIE KESSENICH, UNIV DEV
CHARITABLE CONTRIBUTION
T/A CHECK # 4489916
PAID FOR 52-1505784
MS RESEARCH
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 26
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 2,500 00-
PAID TO NATIONAL MS SOCIETY
MARYLAND CHAPTER
2219 YORK ROAD, SUITE 302
TIMONIUM, MD 21093
ATTH DAVID COTTER, MAJOR GIFTS OFF
CHARITABLE CONTRIBUTION
T/A CHECK # 4489935
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO. 27
DISBURSEMENT CODE 142

8056680706 TRP SHAWE FNDATN PRIN CASH INCOME CASH

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO THE LEARNING BANK OF COIL
1200 W BALTIMORE STREET
BALTIMORE, MD 21223-2601
ATTN STACY SMITH, CEO
CHARITABLE CONTRIBUTION
T/A CHECK # 4489936
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 29
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 500 00-
PAID TO PRIDE OF BALTIMORE, INC
1801 S CLINTON STREET- #250
BALTIMORE, MD 21224
ATTN LINDA CHRISTENSON, EXEC DIR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489938
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 30
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 5,000.00-
PAID TO SHEPPARD & ENOCH PRATT FOUNDATION
OFFICE OF PHILANTROPHY
6501 N CHARLES STREET
BALTIMORE, MD 21204
ATTN STEVEN E TUTTLE, VP OF PHIL.
CHARITABLE CONTRIBUTION
T/A CHECK # 4489912
PAID FOR 52-1505784
ANNUAL CAMPAIGN
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 32
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 6,000 00-
PAID TO SHEPPARD & ENOCH PRATT FOUNDATION
OFFICE OF PHILANTROPHY
6501 N CHARLES STREET
BALTIMORE, MD 21204
ATTN STEVEN E TUTTLE, VP OF PHIL
CHARITABLE CONTRIBUTION
T/A CHECK # 4489911
PAID FOR 52-1505784
CAPITAL CAMPAIGN
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 33
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 2,500 00-
PAID TO WALTERS ART MUSEUM

600 N CHARLES STREET
BALTIMORE, MD 21201-5185
ATTN MR GARY VIKAN, DIRECTOR
ATTN ANDREA B LAPORTE, CHAIR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489908
PAID FOR 52-1505784
ANNUAL CAMPAIGN
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 34
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO WYPR
2216 NORTH CHARLES STREET
BALTIMORE, MD 21218-5715
ATTN ANTHONY S BRANDON, PRES &
GENERAL MANAGER
CHARITABLE CONTRIBUTION
T/A CHECK # 4489909
PAID FOR 52-1505784
ANNUAL CAMPAIGN
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 35
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 5,500 00-
PAID TO JOHN NIPARKO, M D
DEPARTMENT OF OTOLARYNGOLOGY
JOHNS HOPKINS OUTPATIENT CENTER
601 N CAROLINE STREET -6TH FLOOR
BALTIMORE, MD 21287-0910
CHARITABLE CONTRIBUTION
T/A CHECK # 4489921
PAID FOR 52-1505784
INSTITUTIONAL SUPPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 36
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 10,025 00-
PAID TO BALTIMORE HEBREW CONGREGATION
7401 PARK HEIGHTS AVENUE
BALTIMORE, MD 21208
CHARITABLE CONTRIBUTION
T/A CHECK # 4489922
PAID FOR 52-1505784
INSTITUTIONAL SUPPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 37
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 8,333 00-
PAID TO UNIVERSITY OF VIRGINIA LAW SCHOOL
FOUNDATION
580 MASSIE ROAD

CHARLOTTESVILLE, VA 22903-1789
ATTN DAVID IBBEKEN
CHARITABLE CONTRIBUTION
T/A CHECK # 4489910
PAID FOR 52-1505784
INSTITUTIONAL SUPPPORT (EARLE K SHAWE
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 38
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 5,000 00-
PAID TO BALTIMORE SCHOOL OF THE ARTS
712 CATHEDRAL STREET
BALTIMORE, MD 21201
ATTN LESLIE SHEPARD, DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489931
PAID FOR 52-1505784
INSTITUTIONAL SUPPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 39
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO ALZHEIMER'S ASSOCIATION
GREATER MARYLAND CHAPTER
1850 YORK ROAD - SUITE D
TIMONIUM, MD 21093-5122
ATTN CASS NAUGLE, EXECUTIVE DIR
CHARITABLE CONTRIBUTION
T/A CHECK # 4489923
PAID FOR 52-1505784
INSTITUTIONAL SUPPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 40
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 750 00-
PAID TO ISRAEL LONGHORN PROJECT
815 HILL STREET -#5
BELMONT, CA 94002
ATTN ROBIN ROSENBLATT, CEO
CHARITABLE CONTRIBUTION
T/A CHECK # 4489913
PAID FOR 52-1505784
PROJECT SUPPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 41
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 5,000 00-
PAID TO TEACH FOR AMERICA - BALTIMORE
2601 N HOWARD STREET - SUITE 300
BALTIMORE, MD 21218
ATTN LESLIE MARTINEZ
CHARITABLE CONTRIBUTION

8056680706 TRP SHAWE FNDATN PRIN CASH INCOME CASH

T/A CHECK # 4489924
PAID FOR 52-1505784
PROJECT SUPPPORT
FASTTAX CODE 314
BATCH NO. UB000165 TRANS NO 42
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 500 00-
PAID TO LEARNING, INC
1234 W 36TH STREET
BALTIMORE, MD 21211
CHARITABLE CONTRIBUTION
T/A CHECK # 4489929
PAID FOR 52-1505784
PROJECT SUPPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 43
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 1,000 00-
PAID TO PARKS & PEOPLE FOUNDATION
STIEFF SILVER BUILDING
800 WYMAN PARK DRIVE -SUITE 010
BALTIMORE, MD 21211
CHARITABLE CONTRIBUTION
T/A CHECK # 4489927
PAID FOR 52-1505784
PROGRAM SUPPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 44
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 10,000 00-
PAID TO AKSHAYA, USA
17359 E CALEY PLACE
AURORA, CO 80016
ATTN LATHA R KALAGA
CHARITABLE CONTRIBUTION
T/A CHECK # 4489928
PAID FOR 52-1505784
ORGANIZATIONAL SUPPPORT
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 45
DISBURSEMENT CODE 142

06/08 CASH DISBURSEMENT 6,000 00-
PAID TO BALTIMORE SYMPHONY ORCHESTRA
1212 CATHEDRAL STREET
BALTIMORE, MD 21201
CHARITABLE CONTRIBUTION
T/A CHECK # 4489914
PAID FOR 52-1505784
BSO GALA
FASTTAX CODE 314
BATCH NO UB000165 TRANS NO 46
DISBURSEMENT CODE 142

TRANSACTIONS FROM 07/01/10 TO 06/30/11 - ALL PORTFOLIO 08/25/11 08 55

8056680706 TRP SHAWE FNDATN	PRIN CASH	INCOME CASH
** SUMMARY FOR 07/01/10 THROUGH 06/30/11 **		
MISCELLANEOUS DISBURSEMENTS		
142 - CHARITABLE CONTRIBUTION	272,558 00-	0 00

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2010

Name of estate or trust: SHAWE FAMILY CHARITABLE FDN

Employer identification number: 52-1505784

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	6,437.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	6,437.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	279,944.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	279,944.

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

Part III Summary of Parts I and II **Caution:** *Read the instructions before completing this part.*		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			6,437.
14 **Net long-term gain or (loss):**				
a Total for year	14a			279,944.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			286,381.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2010

Name of estate or trust: SHAWE FAMILY CHARITABLE FDN

Employer identification number: 52-1505784

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

(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1. T ROWE PRICE ACCT - SEE SCHEDULE ATTACHED	01/01/2011	06/30/2011	6,437.00		6,437.00

1b **Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b 6,437.00

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

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side: SHAWE FAMILY CHARITABLE FDN

Employer identification number: 52-1505784

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1000. BANK OF NEW YORK MELLON CORP	04/18/1996	02/14/2011	31,933.00	13,444.00	18,489.00
1. BERKSHIRE HATHAWAY INC CL A	10/28/1987	07/20/2010	117,034.00	2,775.00	114,259.00
1. BERKSHIRE HATHAWAY INC CL A	10/28/1987	11/09/2010	121,978.00	2,775.00	119,203.00
1000. JOHNSON JOHNSON	06/06/1988	07/20/2010	58,363.00	4,974.00	53,389.00
1500. MEDTRONIC INC	12/20/2004	11/11/2010	53,096.00	72,527.00	-19,431.00
400. MONSANTO CO	08/11/2008	02/08/2011	29,817.00	43,136.00	-13,319.00
1000. SYSCO CORP	04/22/2005	12/09/2010	29,225.00	34,713.00	-5,488.00
1000. SYSCO CORP	04/22/2005	02/14/2011	27,940.00	34,713.00	-6,773.00
1000. SYSCO CORP	11/08/2005	05/16/2011	32,063.00	30,692.00	1,371.00
500. WAL MART STORES INC	04/22/2005	10/04/2010	26,705.00	23,423.00	3,282.00
800. WAL MART STORES INC	04/22/2005	03/10/2011	42,182.00	37,477.00	4,705.00
1. T ROWE PRICE ACCT - SEE SCHEDULE ATTACHED	01/01/1999	06/30/2011	10,257.00		10,257.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 279,944.00

STATEMENT OF CAPITAL GAINS AND LOSSES

NAME: Shawe Family Charitable Fdn - T Rowe Price acct

DESCRIPTION	DATE ACQ	DATE SOLD	AMOUNT REALIZED	COST / BASIS	SHORT TERM GAIN (LOSS)	LONG TERM GAIN (LOSS)
L/T CAP GAIN DIV FROM TRP NEW INCOME FUND	01/01/99	12/07/10	3,931.87			3,931 87
S/T CAP GAIN DIV FROM TRP NEW INCOME FUND	01/01/10	12/07/10	3,931.87		3,931.87	
L/T CAP GAIN DIV FROM TRP NEW HORIZONS FUND	01/01/99	12/15/10	6,324.78			6,324 78
S/T CAP GAIN DIV FROM TRP INTL STOCK	01/01/10	12/16/10	593.08		593.08	
S/T CAP GAIN DIV FROM TRP SPECTRUM INCOME	01/01/10	12/21/10	1,912.40		1,912.40	
				TOTALS	6,437.35	10,256 65