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Form **990-PF**

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

OMB No 1545-0052

2010Department 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 09/01/10, and ending 08/31/11

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

Dover Foundation, Inc.

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

Drawer 208

Room/suite

City or town, state, and ZIP code

Shelby

NC 28151

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

I Fair market value of all assets at

end of year (from Part II, col (c),

line 16) \$ 18,693,400

J Accounting method ☐ Cash ☐ Accrual☒ Other (specify)

Modified Cash

(Part I, column (d) must be on cash basis)

A Employer identification number

56-0769897

B Telephone number (see page 10 of the instructions)

704-487-8890

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

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

(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue

1 Contributions, gifts, grants, etc., received (attach schedule)
 2 Check ☒ if the foundation is not required to attach Sch B
 3 Interest on savings and temporary cash investments 248 248
 4 Dividends and interest from securities 484,443 484,443
 5a Gross rents
 b Net rental income or (loss)
 6a Net gain or (loss) from sale of assets not on line 10 1,051,364
 b Gross sales price for all assets on line 6a 8,827,248
 7 Capital gain net income (from Part IV, line 2) 1,051,364
 8 Net short-term capital gain 0
 9 Income modifications
 10a Gross sales less returns & 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 1,536,055 1,536,055 125 0

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc 24,000 21,600
 14 Other employee salaries and wages 63,525 63,525
 15 Pension plans, employee benefits 18,234 18,234
 16a Legal fees (attach schedule)
 b Accounting fees (attach schedule) Stmt 1 15,100 15,100
 c Other professional fees (attach schedule) Stmt 2 119,533 119,533
 17 Interest
 18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 3 7,224 7,224
 19 Depreciation (attach schedule) and depletion Stmt 4 3,527
 20 Occupancy 22,275 4,955
 21 Travel, conferences, and meetings
 22 Printing and publications
 23 Other expenses (att sch) Stmt 5 5,392 1,980
 24 Total operating and administrative expenses.
 Add lines 13 through 23 278,810 126,757 0 125,394
 25 Contributions, gifts, grants paid 868,965 868,965
 26 Total expenses and disbursements. Add lines 24 and 25 1,147,775 126,757 0 994,359
 27 Subtract line 26 from line 12
 a Excess of revenue over expenses and disbursements 388,280
 b Net investment income (if negative, enter -0-) 1,409,298
 c Adjusted net income (if negative, enter -0-) 0

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

Form 990-PF (2010)

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	46,647	63,063	63,063
	2 Savings and temporary cash investments	994,665	730,793	730,793
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule) Stmt 6	1,600,037	1,258,539	1,401,888
	b Investments—corporate stock (attach schedule) See Stmt 7	10,378,566	11,279,480	11,361,576
	c Investments—corporate bonds (attach schedule) See Stmt 8	1,900,794	1,810,972	1,950,740
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) See Statement 9	2,972,608	3,000,857	3,088,590
	14 Land, buildings, and equipment basis ▶ 190,686 Less accumulated depreciation (attach sch) ▶ Stmt 10 93,936	100,276	96,750	96,750
	15 Other assets (describe ▶ See Statement 11)	3		
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	17,993,596	18,240,454	18,693,400
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 ▶ See Statement 12)	164,823	23,402	
	23 Total liabilities (add lines 17 through 22)	164,823	23,402	
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	17,828,773	18,217,052	
	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			
	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)	17,828,773	18,217,052	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	17,993,596	18,240,454	

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	17,828,773
2 Enter amount from Part I, line 27a	2	388,280
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	18,217,053
5 Decreases not included in line 2 (itemize) ▶ See Statement 13	5	1
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	18,217,052

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 Attached Schedule	P		
b Capital Gain Distributions			
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 8,817,132		7,775,884	1,041,248
b 10,116			10,116
c			
d			
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			1,041,248
b			10,116
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	1,051,364
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	1,041,248

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	818,923	17,532,344	0.046709
2008	978,904	19,246,981	0.050860
2007	1,286,967	22,539,937	0.057097
2006	1,434,431	23,538,909	0.060939
2005	1,068,501	22,853,030	0.046755

2 Total of line 1, column (d)	2	0.262360
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.052472
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	17,160,124
5 Multiply line 4 by line 3	5	900,426
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,093
7 Add lines 5 and 6	7	914,519
8 Enter qualifying distributions from Part XII, line 4	8	994,359

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	14,093
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	14,093
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	14,093
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	14,000
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	14,000
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	93
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?		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)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (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		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 page 19 of the instructions) NC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 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? Website address ► NA	13	X	
14	The books are in care of ► Hoyt Q. Bailey PO Box 208 Located at ► Shelby NC ZIP+4 ► 28151	Telephone no ► 704-487-8890		
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? 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 ► Cayman Islands	16	X	No

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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	N/A	1c
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 ► 20 , 20 , 20 , 20	☐ Yes	☒ 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 page 22 of the 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 ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (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 14				

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
Nancy Moore PO Box 208 Shelby NC 28151	Office Manag 40.00	63,525	0	0

Total number of other employees paid over \$50,000**0**

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

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

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

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 (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 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	17,269,841
b	Average of monthly cash balances	1b	54,855
c	Fair market value of all other assets (see page 25 of the instructions)	1c	96,750
d	Total (add lines 1a, b, and c)	1d	17,421,446
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	17,421,446
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	261,322
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,160,124
6	Minimum investment return. Enter 5% of line 5	6	858,006

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	858,006
2a	Tax on investment income for 2010 from Part VI, line 5	2a	14,093
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	14,093
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	843,913
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	843,913
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	843,913

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	994,359
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	
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	994,359
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	14,093
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	980,266

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				843,913
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			481,718	
b Total for prior years 20____, 20____, 20____				
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				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <u>994,359</u>				
a Applied to 2009, but not more than line 2a			481,718	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				512,641
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
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				331,272
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)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
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				

Form **990-PF** (2010)

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 Attached Schedule				868,965
Total			3a	868,965
b Approved for future payment N/A				
Total			3b	

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

- 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

- (2) Other assets**

- b Other transactions**

- (1) Sales of assets to a noncharitable exempt organization**

- (2) Purchases of assets from a noncharitable exempt organization**

- (3) Rental of facilities, equipment, or other assets**

- #### (4) Reimbursement arrangements

- (5) Loans or loan guarantees**

- (6) Performance of services or membership or fundraising solicitations**

- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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.

X Thyrlf B...
Signature of officer or trustee

K 1-27-12
Date

► x Pres
Title

Paid

Preparer

Use Only

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

Wesley E. Smith

Wesley E. Smith, CPA

01/05/12

Firm's name ▶ Mover, Smith & Roller, P.A., CPA's

PTIN	P00051706
------	-----------

Firm's address ► 7229 Albemarle Road, Suite A
Charlotte, NC 28227

Firm's EIN ► 56-1679377

Phone no 704-566-0222

Form **990-PF** (2010)

Form **4562**
Department of the Treasury
Internal Revenue Service**Depreciation and Amortization**
(Including Information on Listed Property)

OMB No 1545-0172

2010Attachment
Sequence No **67**

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

Dover Foundation, Inc.

Identifying number

56-0769897

Business or activity to which this form relates

Indirect Depreciation

Part I Election To Expense Certain Property Under Section 179**Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2009 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2011 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	3,527

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2010	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶		

Section B—Assets Placed in Service During 2010 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2010 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	3,527
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2010)

DAA

There are no amounts for Page 2

Federal Statements

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Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting Fees	\$ 15,100	\$	\$	\$ 15,100
Total	\$ 15,100	\$ 0	\$ 0	\$ 15,100

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Management Fees-Smith Barney	\$ 119,533	\$ 119,533	\$	\$
Total	\$ 119,533	\$ 119,533	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Excise Taxes	\$ 7,224	\$ 7,224	\$	\$
Total	\$ 7,224	\$ 7,224	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
1/01/87	Office Furniture	2,513	\$ 2,513	S/L	10	\$	\$	\$
3/01/92	Computer	2,501	2,501	S/L	10			
8/01/92	Typewriter	843	843	S/L	10			
10/01/92	Computer Desk	705	705	S/L	10			

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
File Cabinets		1/01/92	\$ 445	\$ 445	S/L	10	\$	\$	\$
Laser Printer		12/01/92	1,272	1,272	S/L	10			
Main House		4/01/91	84,000	40,775	S/L	40	2,100		
House		4/01/91	36,000	17,475	S/L	40	900		
Siding		12/20/95	9,175	8,971	S/L	15	204		
Roof		5/14/96	6,690	6,393	S/L	15	297		
Replacement Windows		1/09/96	1,150	1,124	S/L	15	26		
Micron Computer		6/30/99	2,100	2,100	S/L	5			
Hewlett Packard Office JetPro		6/30/99	700	700	S/L	5			
Land		4/01/91	38,000			0			
Conference Table/2 Chairs		1/10/02	1,210	1,210	S/L	7			
AMD Duron 1.3 GHZ System - Hard Drive		12/31/02	705	705	S/L	5			
4-line Business Speaker Phone System		5/30/03	631	631	S/L	5			
Phone System		1/18/05	952	952	S/L	5			
Computer		10/20/04	1,095	1,095	S/L	5			
Total			\$ 190,687	\$ 90,410			\$ 3,527	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
Office Supplies	1,525			
Dues & Subscriptions	1,215			
Bank Charges	12			
Miscellaneous	2,640			1,980
Total	<u>\$ 5,392</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 1,980</u>

Federal Statements

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Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Municipal Bonds	\$ 67,405	\$ 67,811	Cost	\$ 73,156
Government & Government Sponsored En	1,532,632	1,190,728	Cost	1,328,732
Total	\$ 1,600,037	\$ 1,258,539		\$ 1,401,888

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Stocks	\$ 8,891,241	\$ 6,845,862	Cost	\$ 6,894,342
Mutual Funds	1,089,676	3,791,786	Cost	3,781,774
Exchange Traded & Closed End Funds	397,649	641,832	Cost	685,460
Total	\$ 10,378,566	\$ 11,279,480		\$ 11,361,576

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Corporate Bonds	\$ 1,783,320	\$ 1,696,186	Cost	\$ 1,826,300
International Bonds	117,474	114,786	Cost	124,440
Total	\$ 1,900,794	\$ 1,810,972		\$ 1,950,740

Federal Statements

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Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Alternative Investments	\$ 1,452,708	\$ 259,798	Cost	\$ 82,226
Mortgage & Asset Backed Securities	1,519,900	1,452,224	Cost	1,482,910
Limited Partnerships & LLCs		1,288,835	Cost	1,523,454
Total	\$ 2,972,608	\$ 3,000,857		\$ 3,088,590

Statement 10 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Office Furniture/Equipment	\$ 15,671	\$ 15,671	\$	\$
Buildings	137,015	137,015	93,936	58,750
Accumulated Depreciation	38,000	38,000		38,000
Land				
Total	\$ 190,686	\$ 190,686	\$ 93,936	\$ 96,750

Federal Statements

Statement 11 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
Rounding	\$ 3	\$	\$
Total	\$ 3	\$ 0	\$ 0

Statement 12 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
Cash Overdrafts	\$ 141,277	\$
NC Income Tax Withheld		-720
941 Taxes Withheld		-1,604
Accrued Salaries & Wages	21,873	23,898
Accrued Payroll Taxes	1,673	1,828
Total	\$ 164,823	\$ 23,402

Statement 13 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
Rounding	\$ 1
Total	\$ 1

C1201 Dover Foundation, Inc.

56-0769897

FYE: 8/31/2011

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Federal Statements

Foreign Country in which Financial Account is Held

Country
Code

Name

CJ

Cayman Islands

Federal Statements

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Statement 14 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Hoyt Bailey PO Box 208 Shelby NC 28151	President	1.00	4,000	0	0
Melanie Ann Knight PO Box 208 Shelby NC 28151	Director	1.00	4,000	0	0
Jay Linton Suttle PO Box 208 Shelby NC 28151	Treasurer	1.00	4,000	0	0
Kathleen H. Wilson PO Box 208 Shelby NC 28151	Vice-Pres.	1.00	4,000	0	0
Cynthia B. Buckingham PO Box 208 Shelby NC 28151	Director	1.00	4,000	0	0
Harvey B. Hamrick, Jr. PO Box 208 Shelby NC 28151	Director	1.00	4,000	0	0

Federal Statements

Statement 15 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

Detailed request data and copy of IRS exemption certificate.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

None

Federal Asset Report

Form 990, Page 1

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Dep	PerConv Meth	Prior	Current
Other Depreciation:									
1	Office Furniture	1/01/87	2,513			2,513	10 MO S/L	2,513	0
2	Computer	3/01/92	2,501			2,501	10 MO S/L	2,501	0
3	Typewriter	8/01/92	843			843	10 MO S/L	843	0
4	Computer Desk	10/01/92	705			705	10 MO S/L	705	0
5	File Cabinets	1/01/92	445			445	10 MO S/L	445	0
6	Laser Printer	12/01/92	1,272			1,272	10 MO S/L	1,272	0
7	Main House	4/01/91	84,000			84,000	40 MO S/L	40,775	2,100
8	House	4/01/91	36,000			36,000	40 MO S/L	17,475	900
9	Siding	12/20/95	9,175			9,175	15 MO S/L	8,971	204
10	Roof	5/14/96	6,690			6,690	15 MO S/L	6,393	297
11	Replacement Windows	1/09/96	1,150			1,150	15 MO S/L	1,124	26
12	Micron Computer	6/30/99	2,100			2,100	5 MO S/L	2,100	0
13	Hewlett Packard Office JetPro	6/30/99	700			700	5 MO S/L	700	0
14	Land	4/01/91	38,000			38,000	0 -- Land	0	0
15	Conference Table/2 Chairs	1/10/02	1,210			1,210	7 MO S/L	1,210	0
16	AMD Duron 1 3 GHZ System - Hard Drive	12/31/02	705			705	5 MO S/L	705	0
17	4-line Business Speaker Phone System	5/30/03	631			631	5 MO S/L	631	0
18	Phone System	1/18/05	952			952	5 MO S/L	952	0
19	Computer	10/20/04	1,095			1,095	5 MO S/L	1,095	0
Total Other Depreciation			<u>190,687</u>			<u>190,687</u>		<u>90,410</u>	<u>3,527</u>
Total ACRS and Other Depreciation			<u>190,687</u>			<u>190,687</u>		<u>90,410</u>	<u>3,527</u>
Grand Totals			190,687			190,687		90,410	3,527
Less: Dispositions and Transfers			0			0		0	0
Less: Start-up/Org Expense			0			0		0	0
Net Grand Totals			<u>190,687</u>			<u>190,687</u>		<u>90,410</u>	<u>3,527</u>

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
Interest Income	\$ 248		14	NC	
Total	\$ 248				

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
Dividend Income	\$ 238,731		14		
Interest Income	229,346		14		
LP & LLC Distributions	16,366		14		
Total	\$ 484,443				

DOVER FOUNDATION, INC.

Form 990-PF

FYE 8/31/11

EIN: 56-0769897

Part IV, Line 1a

Description	Date		Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt	
	Acquired							Method	Code	Purpose	Invest Prop		
American Electric Power Co Inc	11/06/09		09/01/10	33,913	29,152	4,761	S	P	25	Charitable	X		
Walt Disney Co	10/02/09		09/01/10	17,380	14,067	3,313	S	P	25	Charitable	X		
Matson Navigation Co due 9/4/2028	03/27/09		09/07/10	1,000	1,030	(30)	S	P	25	Charitable	X		
CME Group Inc due 8/1/2013	07/27/09		09/10/10	33,407	32,011	1,396	S	P	25	Charitable	X		
Magna International Inc	06/23/08		09/10/10	4,120	3,393	726	S	P	25	Charitable	X		
Magna International Inc	06/23/08		09/13/10	2,524	2,088	435	S	P	25	Charitable	X		
US Treasury Bills due 11/12/2010	08/19/10		09/14/10	49,990	49,984	6	S	P	25	Charitable	X		
Nucor Corp	11/05/09		09/16/10	10,916	11,100	(184)	S	P	25	Charitable	X		
Genzyme Corp	06/01/10		09/17/10	633	440	192	S	P	25	Charitable	X		
Cisco Sys Inc	03/16/07		09/20/10	50,874	60,622	(9,747)	S	P	25	Charitable	X		
Del Monte Foods Co	02/17/10		09/20/10	32,175	29,830	2,345	S	P	25	Charitable	X		
Genzyme Corp	06/01/10		09/20/10	703	489	214	S	P	25	Charitable	X		
Genzyme Corp	06/07/10		09/20/10	1,547	1,067	479	S	P	25	Charitable	X		
PNC Financial Services Group	05/11/10		09/20/10	13,352	16,769	(3,416)	S	P	25	Charitable	X		
Prudential Financial Inc	04/06/10		09/20/10	15,071	17,204	(2,133)	S	P	25	Charitable	X		
Concho Resources Inc	06/14/10		09/21/10	14,614	14,035	579	S	P	25	Charitable	X		
Las Vegas Sands Corp	06/16/10		09/21/10	11,559	9,855	1,704	S	P	25	Charitable	X		
Lubrizol Corp	05/13/10		09/21/10	18,430	15,838	2,592	S	P	25	Charitable	X		
Cummins Inc	01/22/09		09/22/10	13,093	3,758	9,335	S	P	25	Charitable	X		
Hologic Inc	04/30/08		09/22/10	1,019	1,940	(921)	S	P	25	Charitable	X		
Genzyme Corp	06/11/10		09/23/10	1,565	1,071	494	S	P	25	Charitable	X		
Genzyme Corp	06/14/10		09/23/10	1,708	1,192	516	S	P	25	Charitable	X		
Genzyme Corp	06/18/10		09/23/10	1,352	996	356	S	P	25	Charitable	X		
New Eng Mutual Life Ins due 2/15/2024	08/05/09		09/23/10	35,501	30,938	4,563	S	P	25	Charitable	X		
World Fuel Services Corp	11/18/09		09/23/10	13,625	15,191	(1,566)	S	P	25	Charitable	X		
World Fuel Services Corp	11/19/09		09/23/10	22,052	24,282	(2,229)	S	P	25	Charitable	X		
World Fuel Services Corp	11/20/09		09/23/10	6,266	6,884	(618)	S	P	25	Charitable	X		
Genzyme Corp	06/25/10		09/24/10	1,861	1,389	472	S	P	25	Charitable	X		
IBM Corp	05/03/06		09/24/10	667	415	252	S	P	25	Charitable	X		
Cree Inc	12/22/09		09/27/10	10,901	11,418	(517)	S	P	25	Charitable	X		
Magna International Inc	06/23/08		09/27/10	3,893	3,198	695	S	P	25	Charitable	X		
Magna International Inc	07/15/08		09/27/10	556	386	170	S	P	25	Charitable	X		
Sara Lee Corp	04/23/08		09/27/10	385	388	(3)	S	P	25	Charitable	X		
Sara Lee Corp	06/02/08		09/27/10	426	424	1	S	P	25	Charitable	X		
Travelers Companies Inc	10/23/08		09/27/10	24,690	17,990	6,700	S	P	25	Charitable	X		
Travelers Companies Inc	07/30/09		09/27/10	9,981	7,947	2,034	S	P	25	Charitable	X		
Walt Disney Co	10/02/09		09/27/10	18,322	14,879	3,443	S	P	25	Charitable	X		
Kinross Gold Corp	07/08/09		10/01/10	9,608	9,088	520	S	P	25	Charitable	X		
United Continental Holdings Inc	06/22/10		10/01/10	10	9	1	S	P	25	Charitable	X		
Sara Lee Corp	06/02/08		10/04/10	1,381	1,314	67	S	P	25	Charitable	X		
Royal Dutch Shell PLC	03/03/06		10/05/10	11,668	12,717	(1,049)	S	P	25	Charitable	X		
Sara Lee Corp	06/02/08		10/05/10	1,595	1,533	62	S	P	25	Charitable	X		
Watson Pharmaceuticals Inc	03/06/06		10/06/10	929	635	294	S	P	25	Charitable	X		
Sara Lee Corp	06/02/08		10/07/10	931	904	28	S	P	25	Charitable	X		
Alumina Ltd	03/08/06		10/11/10	4,916	11,921	(7,005)	S	P	25	Charitable	X		

DOVER FOUNDATION, INC.

Form 990-PF

FYE 8/31/11

EIN: 56-0769897

Part IV, Line 1a

<u>Description</u>	<u>Date</u>		<u>Sale Price</u>	<u>Cost</u>	<u>Gain/(Loss)</u>	<u>Type</u>	<u>Acquisition</u>		<u>Exempt Purpose</u>	<u>Invest Prop</u>
	<u>Acquired</u>	<u>Date Sold</u>					<u>Method</u>	<u>Code</u>		
International Business Machines Corp	05/03/06	10/12/10	698	415	283	S	P	25	Charitable	X
International Business Machines Corp	05/03/06	10/13/10	1,267	747	520	S	P	25	Charitable	X
Sara Lee Corp	06/02/08	10/13/10	472	438	33	S	P	25	Charitable	X
Sara Lee Corp	06/04/08	10/13/10	1,562	1,453	109	S	P	25	Charitable	X
Sara Lee Corp	09/12/08	10/13/10	427	411	17	S	P	25	Charitable	X
Bank of America Corp	02/22/08	10/15/10	3,890	13,549	(9,659)	S	P	25	Charitable	X
Bank of America Corp	07/23/08	10/15/10	1,915	5,284	(3,369)	S	P	25	Charitable	X
Bank of America Corp	04/20/09	10/15/10	12,927	9,504	3,423	S	P	25	Charitable	X
Bank of America Corp	05/20/09	10/15/10	8,259	8,236	23	S	P	25	Charitable	X
International Business Machines Corp	05/03/06	10/15/10	846	498	348	S	P	25	Charitable	X
Newfield Exploration Company	10/22/08	10/15/10	4,756	1,604	3,152	S	P	25	Charitable	X
Newfield Exploration Company	08/31/09	10/15/10	4,756	3,552	1,204	S	P	25	Charitable	X
Sara Lee Corp	09/12/08	10/15/10	1,189	1,133	56	S	P	25	Charitable	X
Sara Lee Corp	09/12/08	10/15/10	669	637	32	S	P	25	Charitable	X
Sara Lee Corp	09/23/08	10/15/10	520	461	59	S	P	25	Charitable	X
Ameren Corp	12/07/09	10/18/10	14,627	13,454	1,173	S	P	25	Charitable	X
Cloud Peak Energy Inc	03/03/10	10/18/10	10,281	9,252	1,029	S	P	25	Charitable	X
Freeport McMoran Copper & Gold	03/09/09	10/18/10	6,790	2,301	4,488	S	P	25	Charitable	X
Huntsman Corp	08/31/09	10/18/10	13,378	8,608	4,770	S	P	25	Charitable	X
Magna International Inc	07/15/08	10/18/10	7,055	4,465	2,590	S	P	25	Charitable	X
Discovery Communications Inc	09/27/10	10/19/10	21,977	22,288	(311)	S	P	25	Charitable	X
Gentax Corp	02/17/10	10/19/10	15,997	14,471	1,526	S	P	25	Charitable	X
Northern Tr Corp Notes due 8/29/2011	03/18/10	10/19/10	31,220	30,900	320	S	P	25	Charitable	X
Chase Manhattan Auto Over Trust due 4/15/2014	03/03/09	10/20/10	10,425	10,753	(328)	S	P	25	Charitable	X
US Treasury Bills due 11/12/2010	08/19/10	10/20/10	124,990	124,959	31	S	P	25	Charitable	X
MBIA Inc	08/13/09	10/21/10	1,514	643	871	S	P	25	Charitable	X
MBIA Inc	08/18/09	10/21/10	2,165	893	1,273	S	P	25	Charitable	X
MBIA Inc	08/26/09	10/21/10	713	323	391	S	P	25	Charitable	X
Aep Tex Cent Transition Fdg II LLC due 7/11/2015	02/24/09	10/22/10	28,344	25,160	3,184	S	P	25	Charitable	X
Sara Lee Corp	09/23/08	10/22/10	772	699	74	S	P	25	Charitable	X
Sara Lee Corp	06/26/09	10/22/10	831	540	290	S	P	25	Charitable	X
Sara Lee Corp	07/01/09	10/22/10	1,311	902	409	S	P	25	Charitable	X
Dell Inc	01/02/08	10/25/10	944	1,553	(609)	S	P	25	Charitable	X
Cummins Inc	08/05/10	10/27/10	32,704	29,693	3,011	S	P	25	Charitable	X
International Business Machines Corp	05/03/06	10/27/10	141	83	58	S	P	25	Charitable	X
International Business Machines Corp	09/27/06	10/27/10	565	328	237	S	P	25	Charitable	X
Boeing Co	11/05/09	10/28/10	1,063	743	321	S	P	25	Charitable	X
E I Du Pont De Nemours & Co	03/08/06	10/28/10	939	810	129	S	P	25	Charitable	X
Eaton Corp	07/16/09	10/28/10	1,754	895	858	S	P	25	Charitable	X
Newcrest Mining Ltd	07/06/06	10/28/10	10,115	4,366	5,748	S	P	25	Charitable	X
Owens Corning Inc	05/11/09	10/28/10	5,127	3,015	2,112	S	P	25	Charitable	X
Owens Corning Inc	06/16/09	10/28/10	4,857	1,976	2,881	S	P	25	Charitable	X
US Treasury Notes due 6/15/2012	03/30/10	10/28/10	46,130	45,698	432	S	P	25	Charitable	X
US Treasury Notes due 8/31/2013	05/13/10	10/28/10	53,697	52,547	1,150	S	P	25	Charitable	X
Sega Sammy Hldgs Inc	03/05/07	11/01/10	9,101	14,293	(5,191)	S	P	25	Charitable	X

DOVER FOUNDATION, INC.

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Part IV, Line 1a

Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition	Exclusion	Exempt
	Acquired	Date Sold					Method	Code	Purpose
Sega Sammy Hldgs Inc	05/15/07	11/01/10	2,252	2,741	(489)	S	P	25	Charitable
General Electric Capital Corp due 5/1/2018	06/03/09	11/02/10	33,518	29,308	4,211	S	P	25	Charitable
Owens Corning Inc	06/16/09	11/02/10	17,722	7,137	10,585	S	P	25	Charitable
Sega Sammy Hldgs Inc	05/15/07	11/02/10	2,398	2,894	(497)	S	P	25	Charitable
Sega Sammy Hldgs Inc	05/17/07	11/02/10	6,354	7,648	(1,294)	S	P	25	Charitable
Sega Sammy Hldgs Inc	12/10/07	11/02/10	9,937	8,136	1,801	S	P	25	Charitable
Vodafone Group PLC	08/03/06	11/02/10	6,700	5,286	1,414	S	P	25	Charitable
Watson Pharmaceuticals Inc	03/06/06	11/02/10	2,053	1,270	783	S	P	25	Charitable
Watson Pharmaceuticals Inc	03/22/06	11/02/10	440	259	180	S	P	25	Charitable
Zions Bancorp	10/16/09	11/02/10	26,620	23,748	2,873	S	P	25	Charitable
BP PLC	06/18/10	11/03/10	5,062	3,823	1,239	S	P	25	Charitable
BP PLC	06/21/10	11/03/10	5,821	4,214	1,607	S	P	25	Charitable
Mellife Ince due 12/1/2011	03/19/09	11/03/10	26,420	24,625	1,795	S	P	25	Charitable
International Business Machines Corp	09/27/06	11/04/10	1,317	739	578	S	P	25	Charitable
Sega Sammy Hldgs Inc	12/10/07	11/04/10	1,252	1,012	239	S	P	25	Charitable
Watson Pharmaceuticals Inc	03/22/06	11/04/10	710	404	307	S	P	25	Charitable
Wesco International Inc	02/06/08	11/04/10	18,648	16,287	2,361	S	P	25	Charitable
MBIA Inc	08/26/09	11/05/10	437	204	234	S	P	25	Charitable
MBIA Inc	09/30/09	11/05/10	413	266	147	S	P	25	Charitable
Archer-Daniels-Midland Co	09/27/10	11/08/10	22,088	23,118	(1,030)	S	P	25	Charitable
Hershey Company	06/16/10	11/08/10	37,002	38,021	(1,019)	S	P	25	Charitable
BP PLC	06/21/10	11/09/10	11,646	8,215	3,431	S	P	25	Charitable
CMS Energy Corp	08/13/09	11/09/10	14,473	10,551	3,922	S	P	25	Charitable
CMS Energy Corp	08/14/09	11/09/10	11,398	8,301	3,097	S	P	25	Charitable
CMS Energy Corp	09/18/09	11/09/10	14,835	11,061	3,774	S	P	25	Charitable
Embraer-Empresa Brasileira De Aeronautica S A	10/30/09	11/09/10	12,217	9,007	3,210	S	P	25	Charitable
International Business Machines Corp	09/27/06	11/09/10	1,175	657	518	S	P	25	Charitable
Ivanhoe Mines Ltd	05/19/06	11/09/10	2,753	717	2,036	S	P	25	Charitable
Ivanhoe Mines Ltd	03/19/08	11/09/10	15,468	5,960	9,507	S	P	25	Charitable
BP PLC	06/21/10	11/10/10	11,521	8,184	3,337	S	P	25	Charitable
Ivanhoe Mines Ltd	03/19/08	11/10/10	4,569	1,768	2,801	S	P	25	Charitable
John Deere Owner Trust Series 2007-A due 4/15/2014	02/18/09	11/15/10	23,847	22,328	1,519	S	P	25	Charitable
Akamai Technologies Inc	09/27/10	11/16/10	36,065	38,833	(2,769)	S	P	25	Charitable
Boeing Co	04/06/10	11/16/10	34,468	40,104	(5,636)	S	P	25	Charitable
Travelers Companies Inc	03/06/06	11/17/10	2,868	2,203	665	S	P	25	Charitable
Meadwestvaco Corp	03/06/06	11/18/10	1,057	1,114	(57)	S	P	25	Charitable
Austin Cap MS Fund Ltd	Various	11/19/10	47,491	47,491	-	S	P	25	Charitable
Eaton Corp	07/16/09	11/19/10	15,815	7,387	8,428	S	P	25	Charitable
Wesco International Inc	02/06/08	11/19/10	2,137	1,788	350	S	P	25	Charitable
Wesco International Inc	02/11/08	11/19/10	9,024	3,950	5,074	S	P	25	Charitable
Wesco International Inc	02/12/09	11/19/10	3,562	1,507	2,055	S	P	25	Charitable
Anadarko Petroleum Corp	12/09/08	11/22/10	384	208	176	S	P	25	Charitable
Anadarko Petroleum Corp	12/12/08	11/22/10	576	331	245	S	P	25	Charitable
Federal Home Loan Bank Cons due 8/15/2012	10/10/08	11/22/10	10,687	10,292	395	S	P	25	Charitable
Time Warner Inc	03/06/06	11/22/10	1,923	2,282	(359)	S	P	25	Charitable

DOVER FOUNDATION, INC.
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<u>Description</u>	<u>Date</u>		<u>Sale Price</u>	<u>Cost</u>	<u>Gain/(Loss)</u>	<u>Type</u>	<u>Acquisition</u>		<u>Exclusion</u>	<u>Exempt</u>
	<u>Acquired</u>	<u>Date Sold</u>					<u>Method</u>	<u>Code</u>		
Time Warner Inc	05/03/06	11/22/10	992	1,167	(175)	S	P	25	Charitable	Invest Prop
Cameco Corp	08/11/08	12/01/10	12,242	10,409	1,833	S	P	25	Charitable	X
Cameco Corp	09/10/08	12/01/10	5,653	3,662	1,991	S	P	25	Charitable	X
Anadarko Petroleum Corp	12/12/08	12/02/10	277	147	130	S	P	25	Charitable	X
Anadarko Petroleum Corp	12/12/08	12/02/10	1,038	537	501	S	P	25	Charitable	X
Anadarko Petroleum Corp	12/19/08	12/02/10	623	337	286	S	P	25	Charitable	X
Chipotle Mexican Grill	04/19/10	12/03/10	9,600	4,880	4,720	S	P	25	Charitable	X
Salesforce com Inc	10/20/09	12/03/10	28,792	12,427	16,365	S	P	25	Charitable	X
Anadarko Petroleum Corp	12/22/08	12/06/10	560	287	273	S	P	25	Charitable	X
Anadarko Petroleum Corp	01/22/09	12/06/10	490	252	238	S	P	25	Charitable	X
Anadarko Petroleum Corp	02/20/09	12/06/10	280	145	135	S	P	25	Charitable	X
Anadarko Petroleum Corp	02/25/09	12/06/10	140	72	68	S	P	25	Charitable	X
Anadarko Petroleum Corp	03/02/09	12/06/10	350	159	191	S	P	25	Charitable	X
Barrick Gold Corp	04/30/08	12/06/10	8,885	6,240	2,646	S	P	25	Charitable	X
Newfield Exploration Company	10/22/08	12/06/10	3,548	1,002	2,545	S	P	25	Charitable	X
Watson Pharmaceuticals Inc	03/22/06	12/06/10	1,833	1,038	795	S	P	25	Charitable	X
Eaton Corp	07/16/09	12/07/10	1,513	672	842	S	P	25	Charitable	X
Eaton Corp	05/07/10	12/07/10	5,044	3,486	1,558	S	P	25	Charitable	X
Eaton Corp	05/10/10	12/07/10	6,052	4,456	1,596	S	P	25	Charitable	X
RWE Ag Spon Adr-Usd	03/31/08	12/08/10	7,337	14,145	(6,808)	S	P	25	Charitable	X
Valero Energy Corp	06/19/08	12/08/10	397	831	(434)	S	P	25	Charitable	X
Valero Energy Corp	06/20/08	12/08/10	627	1,291	(664)	S	P	25	Charitable	X
Valero Energy Corp	06/23/08	12/08/10	314	642	(328)	S	P	25	Charitable	X
Valero Energy Corp	06/26/08	12/08/10	523	1,034	(512)	S	P	25	Charitable	X
Valero Energy Corp	07/01/08	12/08/10	251	482	(231)	S	P	25	Charitable	X
Valero Energy Corp	07/08/08	12/08/10	125	216	(90)	S	P	25	Charitable	X
Wesco International Inc	02/12/09	12/08/10	11,862	4,722	7,140	S	P	25	Charitable	X
Wesco International Inc	02/17/09	12/08/10	757	294	463	S	P	25	Charitable	X
BAE Systems Plc Spon Adr	03/31/08	12/09/10	11,091	21,230	(10,139)	S	P	25	Charitable	X
Huntsman Corp	08/31/09	12/09/10	3,205	1,624	1,581	S	P	25	Charitable	X
Textainer Group Hldgs	05/14/10	12/09/10	9,412	7,683	1,729	S	P	25	Charitable	X
Textainer Group Hldgs	05/17/10	12/09/10	2,733	2,237	496	S	P	25	Charitable	X
Time Warner Inc	05/03/06	12/09/10	1,720	1,985	(265)	S	P	25	Charitable	X
Tenet Healthcare Corp	02/06/07	12/10/10	1,202	1,355	(153)	S	P	25	Charitable	X
Tenet Healthcare Corp	04/23/07	12/10/10	225	257	(32)	S	P	25	Charitable	X
Tenet Healthcare Corp	11/30/07	12/10/10	1,986	1,647	339	S	P	25	Charitable	X
Celgene Corp	04/28/10	12/13/10	15,669	16,178	(509)	S	P	25	Charitable	X
Community Health Sys Inc	08/03/07	12/13/10	10,128	10,558	(430)	S	P	25	Charitable	X
Healthspring Inc	09/14/10	12/13/10	19,218	16,163	3,055	S	P	25	Charitable	X
Magna International Inc	07/15/08	12/13/10	8,272	4,521	3,752	S	P	25	Charitable	X
Medicus Pharmaceutical Corp	09/14/10	12/13/10	11,641	12,286	(646)	S	P	25	Charitable	X
Millicom Intl Cellular	08/05/10	12/13/10	27,606	29,736	(2,130)	S	P	25	Charitable	X
Best Buy Inc	04/15/09	12/14/10	964	1,241	(277)	S	P	25	Charitable	X
Best Buy Inc	04/08/10	12/14/10	3,320	4,138	(818)	S	P	25	Charitable	X
Best Buy Inc	04/19/10	12/14/10	179	227	(48)	S	P	25	Charitable	X

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Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion	Exempt	
	Acquired	Date Sold					Method	Code		Purpose	Invest Prop
Huntsman Corp	08/31/09	12/14/10	3,157	1,624	1,533	S	P	25		Charitable	X
Waste Management Inc Del	03/31/06	12/14/10	1,531	1,482	50	S	P	25		Charitable	X
Devry Inc	04/04/10	12/15/10	29,568	41,465	(11,897)	S	P	25		Charitable	X
Anadarko Petroleum Corp	03/02/09	12/16/10	1,723	825	898	S	P	25		Charitable	X
Anadarko Petroleum Corp	03/05/09	12/16/10	530	271	259	S	P	25		Charitable	X
Anadarko Petroleum Corp	03/13/09	12/16/10	398	217	181	S	P	25		Charitable	X
Anadarko Petroleum Corp	05/03/10	12/16/10	1,060	977	84	S	P	25		Charitable	X
Anadarko Petroleum Corp	05/14/10	12/16/10	1,193	1,043	150	S	P	25		Charitable	X
PNC Financial Services Group	02/02/09	12/16/10	4,722	2,479	2,243	S	P	25		Charitable	X
PNC Financial Services Group	07/22/09	12/16/10	15,348	9,618	5,730	S	P	25		Charitable	X
3M Company	08/03/10	12/20/10	29,362	29,709	(347)	S	P	25		Charitable	X
Crane Co	02/17/10	12/20/10	37,606	31,106	6,500	S	P	25		Charitable	X
Perforadora Central SA due 12/15/2018	06/25/09	12/20/10	18,258	16,670	1,588	S	P	25		Charitable	X
Perforadora Central SA due 12/15/2018	09/08/10	12/20/10	6,086	6,001	85	S	P	25		Charitable	X
Trim Solar Ltd	10/04/10	12/20/10	12,568	15,631	(3,063)	S	P	25		Charitable	X
Trim Solar Ltd	10/19/10	12/20/10	13,721	16,057	(2,336)	S	P	25		Charitable	X
United States Steel Corp	11/25/08	12/20/10	1,349	619	730	S	P	25		Charitable	X
United States Steel Corp	12/02/08	12/20/10	645	296	350	S	P	25		Charitable	X
United States Steel Corp	01/15/09	12/20/10	528	266	262	S	P	25		Charitable	X
United Technologies Corp	08/05/10	12/20/10	31,982	29,604	2,379	S	P	25		Charitable	X
Best Buy Inc	04/19/10	12/21/10	810	1,087	(277)	S	P	25		Charitable	X
Best Buy Inc	04/28/10	12/21/10	473	654	(181)	S	P	25		Charitable	X
Newfield Exploration Company	10/22/08	12/21/10	13,001	3,608	9,393	S	P	25		Charitable	X
Pepco Holdings Inc	11/30/09	12/21/10	36,665	32,716	3,950	S	P	25		Charitable	X
Valero Energy Corp	07/08/08	12/21/10	244	396	(152)	S	P	25		Charitable	X
Valero Energy Corp	08/18/08	12/21/10	642	970	(328)	S	P	25		Charitable	X
Best Buy Inc	04/28/10	12/23/10	376	514	(138)	S	P	25		Charitable	X
Best Buy Inc	04/28/10	12/27/10	1,092	1,495	(403)	S	P	25		Charitable	X
Best Buy Inc	05/04/10	12/27/10	1,126	1,483	(358)	S	P	25		Charitable	X
Anadarko Petroleum Corp	05/14/09	12/30/10	1,281	985	296	S	P	25		Charitable	X
Best Buy Inc	05/07/10	12/30/10	1,263	1,505	(242)	S	P	25		Charitable	X
Best Buy Inc	05/07/10	12/30/10	683	814	(131)	S	P	25		Charitable	X
Best Buy Inc	05/25/10	12/30/10	649	755	(106)	S	P	25		Charitable	X
Best Buy Inc	07/02/10	12/30/10	1,126	1,118	9	S	P	25		Charitable	X
Best Buy Inc	07/28/10	12/30/10	512	528	(16)	S	P	25		Charitable	X
US Treasury Bills due 12/30/2010	11/23/10	12/30/10	50,000	49,993	7	S	P	25		Charitable	X
Anadarko Petroleum Corp	05/14/10	12/31/10	77	58	19	S	P	25		Charitable	X
Anadarko Petroleum Corp	05/21/10	12/31/10	922	648	273	S	P	25		Charitable	X
Agilent Technologies Inc	03/08/06	01/03/11	15,520	12,742	2,778	S	P	25		Charitable	X
Anadarko Petroleum Corp	05/21/10	01/03/11	1,086	756	329	S	P	25		Charitable	X
Anadarko Petroleum Corp	06/01/10	01/03/11	155	88	67	S	P	25		Charitable	X
E I Du Pont De Nemours & Co	03/08/06	01/03/11	11,780	9,521	2,258	S	P	25		Charitable	X
Cognizant Tech Solutions	05/12/09	01/04/11	14,787	5,060	9,727	S	P	25		Charitable	X
Franklin Resources Inc	11/02/09	01/04/11	16,000	14,863	1,136	S	P	25		Charitable	X
Motorola Mobility Holdings Inc	12/20/07	01/04/11	-	1	(1)	S	P	25		Charitable	X

DOVER FOUNDATION, INC.

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Part IV, Line 1a

Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired	Date Sold					Method	Code				
Motorola Mobility Holdings Inc	12/31/07	01/04/11	-	1	(1)	S	P	25			Charitable	X
Motorola Solutions Inc	11/19/07	01/04/11	-	1	(1)	S	P	25			Charitable	X
Motorola Solutions Inc	12/20/07	01/04/11	1	1	(0)	S	P	25			Charitable	X
Motorola Solutions Inc	12/31/07	01/04/11	1	1	(0)	S	P	25			Charitable	X
Motorola Solutions Inc	10/01/10	01/04/11	1	-	1	S	P	25			Charitable	X
Southern Copper Corp	11/22/00	01/04/11	14,424	6,969	7,455	S	P	25			Charitable	X
Alcoa Inc	10/02/09	01/05/11	258	207	51	S	P	25			Charitable	X
Franklin Resources Inc	11/02/09	01/05/11	30,581	28,994	1,587	S	P	25			Charitable	X
Hasbro Inc	06/16/10	01/05/11	16,362	15,154	1,207	S	P	25			Charitable	X
Wesco International Inc	02/17/09	01/06/11	15,451	5,685	9,766	S	P	25			Charitable	X
Eaton Corp	05/10/10	01/10/11	2,565	1,857	708	S	P	25			Charitable	X
Eaton Corp	07/12/10	01/10/11	12,312	8,849	3,463	S	P	25			Charitable	X
Gap Inc	09/26/07	01/10/11	42	37	6	S	P	25			Charitable	X
Lennar Corp	10/31/08	01/11/11	780	274	506	S	P	25			Charitable	X
Lennar Corp	11/03/08	01/11/11	698	271	427	S	P	25			Charitable	X
Lennar Corp	11/21/08	01/11/11	103	17	85	S	P	25			Charitable	X
First Union Natl Bank Coml due 2/12/2011	10/15/08	01/14/11	8,615	7,400	1,215	S	P	25			Charitable	X
Magna International Inc	07/15/08	01/14/11	13,378	6,285	7,093	S	P	25			Charitable	X
Alumina Ltd	03/08/06	01/18/11	5,010	9,863	(4,853)	S	P	25			Charitable	X
FNMA due 8/1/2018	09/25/08	01/19/11	10,041	9,610	431	S	P	25			Charitable	X
Impala Platinum Holdings Ltd	09/02/08	01/21/11	6,399	5,203	1,196	S	P	25			Charitable	X
Impala Platinum Holdings Ltd	09/05/08	01/21/11	10,738	8,450	2,288	S	P	25			Charitable	X
Impala Platinum Holdings Ltd	09/05/08	01/24/11	1,220	958	262	S	P	25			Charitable	X
Impala Platinum Holdings Ltd	03/12/09	01/24/11	7,384	3,269	4,116	S	P	25			Charitable	X
Meadwestvaco Corp	03/06/06	01/24/11	1,197	1,141	56	S	P	25			Charitable	X
Baker Hughes Inc	02/04/09	01/25/11	917	516	402	S	P	25			Charitable	X
Baker Hughes Inc	02/11/09	01/25/11	1,406	800	607	S	P	25			Charitable	X
Baker Hughes Inc	02/12/09	01/25/11	611	332	280	S	P	25			Charitable	X
Baker Hughes Inc	02/18/09	01/25/11	1,039	528	511	S	P	25			Charitable	X
Baker Hughes Inc	02/23/09	01/25/11	978	478	501	S	P	25			Charitable	X
Riverbed Technology Inc	04/28/10	01/25/11	30,407	14,937	15,470	S	P	25			Charitable	X
Travelers Companies Inc	03/06/06	01/25/11	2,406	1,779	626	S	P	25			Charitable	X
Baker Hughes Inc	02/23/09	01/26/11	66	30	36	S	P	25			Charitable	X
Baker Hughes Inc	02/25/09	01/26/11	66	30	36	S	P	25			Charitable	X
E I Du Pont De Nemours & Co	03/08/06	01/26/11	12,869	10,332	2,537	S	P	25			Charitable	X
East West Bancorp Inc	05/06/09	01/26/11	659	269	390	S	P	25			Charitable	X
East West Bancorp Inc	05/07/09	01/26/11	17,348	6,943	10,405	S	P	25			Charitable	X
Dell Inc	01/25/08	01/27/11	797	1,057	(260)	S	P	25			Charitable	X
Embraer S A	10/30/09	01/27/11	1,587	1,079	508	S	P	25			Charitable	X
Embraer S A	11/03/09	01/27/11	5,505	3,402	2,103	S	P	25			Charitable	X
Watson Pharmaceuticals Inc	03/22/06	01/27/11	2,732	1,441	1,290	S	P	25			Charitable	X
E I Du Pont De Nemours & Co	03/08/06	01/31/11	15,448	12,358	3,090	S	P	25			Charitable	X
Intel Corp	09/12/08	01/31/11	1,059	1,008	51	S	P	25			Charitable	X
Agilent Technologies Inc	03/08/06	02/01/11	9,472	7,748	1,723	S	P	25			Charitable	X
Anadarko Petroleum Corp	06/21/10	02/01/11	14,130	7,843	6,287	S	P	25			Charitable	X

DOVER FOUNDATION, INC.

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Part IV, Line 1a

Description	Date		Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired							Method	Code	Code			
Terex Corp	02/16/10		02/01/11	9,351	5,325	4,026	S	P	25			Charitable	X
United States Treasury Notes Ser B 2015	09/08/09		02/01/11	10,980	10,735	245	S	P	25			Charitable	X
United States Treasury Notes Ser B 2015	09/16/09		02/01/11	5,490	5,354	136	S	P	25			Charitable	X
United States Treasury Notes Ser B 2015	10/07/09		02/01/11	10,980	10,848	131	S	P	25			Charitable	X
United States Treasury Notes Ser B 2015	10/29/09		02/01/11	5,490	5,367	123	S	P	25			Charitable	X
United States Treasury Notes Ser B 2015	11/12/09		02/01/11	5,490	5,410	79	S	P	25			Charitable	X
United States Treasury Notes Ser B 2015	12/08/09		02/01/11	10,980	10,909	70	S	P	25			Charitable	X
United States Treasury Notes Ser B 2015	12/31/09		02/01/11	5,490	5,310	180	S	P	25			Charitable	X
Agilent Technologies Inc	03/08/06		02/02/11	3,327	2,755	572	S	P	25			Charitable	X
Gap Inc	09/26/07		02/02/11	2,873	2,770	103	S	P	25			Charitable	X
Siemens A G	09/29/08		02/02/11	6,696	4,758	1,938	S	P	25			Charitable	X
Time Warner Inc	05/03/06		02/02/11	1,783	1,841	(58)	S	P	25			Charitable	X
Alcatel-Lucent	04/03/07		02/03/11	2,410	8,659	(6,249)	S	P	25			Charitable	X
Alcatel-Lucent	05/02/07		02/03/11	4,346	17,352	(13,007)	S	P	25			Charitable	X
Alcatel-Lucent	07/25/07		02/03/11	1,464	5,956	(4,492)	S	P	25			Charitable	X
Ameriprise Financial Inc	10/20/09		02/04/11	22,097	13,850	8,247	S	P	25			Charitable	X
United States Treasury Notes Ser N 2017	08/13/10		02/04/11	38,819	40,781	(1,963)	S	P	25			Charitable	X
United States Treasury Notes Ser N 2017	08/17/10		02/04/11	30,085	31,656	(1,572)	S	P	25			Charitable	X
Community Health Sys Inc	08/03/07		02/07/11	6,836	6,621	214	S	P	25			Charitable	X
Community Health Sys Inc	11/03/08		02/07/11	4,803	2,680	2,124	S	P	25			Charitable	X
Las Vegas Sands Corp	06/16/10		02/07/11	10,122	5,940	4,182	S	P	25			Charitable	X
Banco Bradescos sale of rights	02/08/11		02/08/11	228	-	228	S	P	25			Charitable	X
FNMA due 9/1/2038	06/08/09		02/08/11	77,157	77,640	(482)	S	P	25			Charitable	X
Siemens A G	09/29/08		02/08/11	10,431	7,650	2,781	S	P	25			Charitable	X
Suncor Energy Inc	05/21/10		02/08/11	4,012	2,867	1,145	S	P	25			Charitable	X
Flextronics Intl Ltd Usd	11/13/06		02/09/11	522	663	(141)	S	P	25			Charitable	X
Flextronics Intl Ltd Usd	11/14/06		02/09/11	448	575	(128)	S	P	25			Charitable	X
United States Treasury Notes Ser M 2017	08/19/10		02/09/11	18,544	19,646	(1,101)	S	P	25			Charitable	X
Alcoa Inc	10/02/09		02/10/11	2,379	1,798	581	S	P	25			Charitable	X
Allstate Corp	11/10/10		02/10/11	249	244	5	S	P	25			Charitable	X
Ameren Corp	12/07/09		02/10/11	2,002	1,884	118	S	P	25			Charitable	X
American Electric Power Co Inc	03/06/06		02/10/11	1,029	1,034	(5)	S	P	25			Charitable	X
American Express Co	05/10/07		02/10/11	649	883	(234)	S	P	25			Charitable	X
Ameriprise Financial Inc	07/24/09		02/10/11	1,292	516	776	S	P	25			Charitable	X
Anadarko Petroleum Corp	06/01/10		02/10/11	775	440	335	S	P	25			Charitable	X
Anadarko Petroleum Corp	06/21/10		02/10/11	17,750	10,021	7,728	S	P	25			Charitable	X
AT&T Inc	03/06/06		02/10/11	1,442	1,392	50	S	P	25			Charitable	X
AT&T Inc	10/21/08		02/10/11	2,272	2,126	146	S	P	25			Charitable	X
Baker Hughes Inc	02/25/09		02/10/11	67	30	37	S	P	25			Charitable	X
Baker Hughes Inc	02/26/09		02/10/11	668	302	366	S	P	25			Charitable	X
Baker Hughes Inc	03/03/09		02/10/11	668	275	393	S	P	25			Charitable	X
Baxter Intl Inc	06/20/08		02/10/11	1,995	2,514	(519)	S	P	25			Charitable	X
CA Inc	04/15/09		02/10/11	778	530	248	S	P	25			Charitable	X
CBS Corp New Class B	05/05/10		02/10/11	1,055	773	282	S	P	25			Charitable	X
Chevron Corp	08/09/06		02/10/11	1,931	1,360	571	S	P	25			Charitable	X

DOVER FOUNDATION, INC.

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Part IV, Line 1a

Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition	Exclusion	Exempt
	Acquired	Sold					Method	Code	Purpose
Cisco Sys Inc	02/04/10	02/10/11	9,613	11,888	(2,275)	S	P	25	Charitable
Cisco Sys Inc	06/01/10	02/10/11	8,953	11,105	(2,152)	S	P	25	Charitable
Cisco Sys Inc	08/12/10	02/10/11	10,367	11,824	(1,457)	S	P	25	Charitable
Clear Channel Outdoor Hldgs Inc	07/21/10	02/10/11	2,060	1,390	670	S	P	25	Charitable
Cloud Peak Energy Inc	03/03/10	02/10/11	2,055	1,436	619	S	P	25	Charitable
Comcast Corp Cl A	03/05/07	02/10/11	1,280	1,377	(96)	S	P	25	Charitable
Comcast Corp Cl A	05/10/07	02/10/11	166	183	(17)	S	P	25	Charitable
Commercial Metals Co	11/28/08	02/10/11	1,681	1,165	517	S	P	25	Charitable
Commercial Metals Co	12/01/08	02/10/11	673	428	245	S	P	25	Charitable
Constellation Energy Group	12/21/10	02/10/11	1,909	1,771	138	S	P	25	Charitable
CVS Caremark Corp	10/10/08	02/10/11	921	831	90	S	P	25	Charitable
Dana Holding Corp	12/14/10	02/10/11	396	374	22	S	P	25	Charitable
Dell Inc	01/02/08	02/10/11	443	777	(334)	S	P	25	Charitable
Dell Inc	01/25/08	02/10/11	484	711	(227)	S	P	25	Charitable
Devon Energy Corp New	06/04/09	02/10/11	1,820	1,365	455	S	P	25	Charitable
East West Bancorp Inc	05/07/09	02/10/11	2,051	791	1,260	S	P	25	Charitable
Enesco PLC	10/20/09	02/10/11	1,864	1,670	194	S	P	25	Charitable
Enesco PLC	01/05/10	02/10/11	107	-	107	S	P	25	Charitable
Exelon Corp	10/18/10	02/10/11	2,161	2,202	(41)	S	P	25	Charitable
Flextronics Intl Ltd Usd	11/14/06	02/10/11	329	412	(83)	S	P	25	Charitable
Flextronics Intl Ltd Usd	11/27/06	02/10/11	404	511	(107)	S	P	25	Charitable
Flextronics Intl Ltd Usd	04/02/07	02/10/11	197	219	(21)	S	P	25	Charitable
FNMA due 11/1/2038	08/10/09	02/10/11	11,283	11,353	(70)	S	P	25	Charitable
FNMA due 5/1/2038	06/18/09	02/10/11	16,132	16,284	(153)	S	P	25	Charitable
FNMA due 9/1/2038	06/08/09	02/10/11	21,587	21,667	(80)	S	P	25	Charitable
Freeport McMoran Copper & Gold	03/09/09	02/10/11	1,073	329	744	S	P	25	Charitable
Fushi Copperweld Inc	03/08/10	02/10/11	1,357	1,533	(176)	S	P	25	Charitable
Gap Inc	01/24/08	02/10/11	869	746	123	S	P	25	Charitable
General Electric Co	09/26/07	02/10/11	1,057	2,061	(1,004)	S	P	25	Charitable
Goldman Sachs Group Inc	06/20/08	02/10/11	1,652	1,857	(206)	S	P	25	Charitable
Goodyear Tire & Rubber Co	07/02/09	02/10/11	2,120	1,734	386	S	P	25	Charitable
Grace W R & Co Del New	01/22/09	02/10/11	2,225	419	1,806	S	P	25	Charitable
Hologic Inc	04/30/08	02/10/11	1,025	1,552	(527)	S	P	25	Charitable
Hologic Inc	05/01/08	02/10/11	296	345	(49)	S	P	25	Charitable
Home Depot Inc	03/26/08	02/10/11	1,971	1,496	475	S	P	25	Charitable
Home Depot Inc due 3/1/2016	08/20/09	02/10/11	22,008	20,684	1,324	S	P	25	Charitable
Honeywell Intl Inc	03/06/08	02/10/11	1,721	1,234	488	S	P	25	Charitable
Hospira Inc	05/27/10	02/10/11	2,135	2,065	70	S	P	25	Charitable
Huntsman Corp	08/31/09	02/10/11	2,129	975	1,154	S	P	25	Charitable
Intel Corp	09/12/08	02/10/11	1,046	968	78	S	P	25	Charitable
International Business Machines Corp	09/27/06	02/10/11	1,967	985	982	S	P	25	Charitable
JP Morgan Chase & Co	03/06/06	02/10/11	2,171	1,977	194	S	P	25	Charitable
JP Morgan Chase & Co	05/03/06	02/10/11	45	45	(0)	S	P	25	Charitable
Kimberly Clark Corp	09/11/06	02/10/11	1,168	1,163	5	S	P	25	Charitable
Kraft Foods Inc	05/03/06	02/10/11	1,825	1,828	(2)	S	P	25	Charitable

DOVER FOUNDATION, INC.
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Part IV, Line 1a

Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired	Date Sold					Method	Code				
Lennar Corp	11/21/08	02/10/11	1,438	240	1,198	S	P	25		Charitable	X	
MBIA Inc	09/30/09	02/10/11	655	470	185	S	P	25		Charitable	X	
Meadwestvaco Corp	03/06/06	02/10/11	1,432	1,331	101	S	P	25		Charitable	X	
Mgic Inv't Corp Wis	10/16/09	02/10/11	1,653	1,106	547	S	P	25		Charitable	X	
Micron Technology Inc	12/03/09	02/10/11	2,954	2,221	734	S	P	25		Charitable	X	
Morgan Stanley	12/14/09	02/10/11	1,564	1,577	(13)	S	P	25		Charitable	X	
Motorola Mobility Holdings Inc	11/19/07	02/10/11	249	435	(186)	S	P	25		Charitable	X	
Motorola Solutions Inc	11/19/07	02/10/11	785	1,300	(515)	S	P	25		Charitable	X	
Mpg Office Trust Inc	04/07/10	02/10/11	2,679	2,717	(38)	S	P	25		Charitable	X	
Mueller Water Products Inc	06/20/08	02/10/11	1,974	4,415	(2,441)	S	P	25		Charitable	X	
Navistar Intl Corp New	05/06/09	02/10/11	1,935	1,286	649	S	P	25		Charitable	X	
Newfield Exploration Company	10/22/08	02/10/11	707	200	507	S	P	25		Charitable	X	
Nexen Inc	09/23/10	02/10/11	2,304	1,902	402	S	P	25		Charitable	X	
Pfizer Inc	10/20/06	02/10/11	1,575	2,268	(694)	S	P	25		Charitable	X	
PPL Corp	05/07/10	02/10/11	1,983	1,979	4	S	P	25		Charitable	X	
Rayonier Inc	06/20/08	02/10/11	1,229	895	333	S	P	25		Charitable	X	
Rensurance Group of America	09/28/10	02/10/11	1,809	1,444	364	S	P	25		Charitable	X	
Sempra Energy	09/02/10	02/10/11	1,067	1,061	6	S	P	25		Charitable	X	
Sempra Energy	09/03/10	02/10/11	1,067	1,064	3	S	P	25		Charitable	X	
Small Business Administration due 2/1/2011	10/06/08	02/10/11	19,426	19,888	(462)	S	P	25		Charitable	X	
Sprint Nextel Corp	07/19/10	02/10/11	530	531	(1)	S	P	25		Charitable	X	
State Street Corp	04/14/10	02/10/11	1,186	1,187	(0)	S	P	25		Charitable	X	
Symantec Corp	04/23/10	02/10/11	516	479	37	S	P	25		Charitable	X	
Tenet Healthcare Corp	11/30/07	02/10/11	2,249	1,727	522	S	P	25		Charitable	X	
Terex Corp	06/04/10	02/10/11	1,556	906	650	S	P	25		Charitable	X	
Tesco Corp Alta	07/22/09	02/10/11	8,391	4,315	4,077	S	P	25		Charitable	X	
Textainer Group Holdings	05/17/10	02/10/11	2,051	1,491	560	S	P	25		Charitable	X	
Textron Inc	02/05/10	02/10/11	2,372	1,669	703	S	P	25		Charitable	X	
The Babcock & Wilcox Company	08/05/09	02/10/11	2,462	1,618	844	S	P	25		Charitable	X	
Time Warner Inc	05/03/06	02/10/11	653	650	3	S	P	25		Charitable	X	
Travelers Companies Inc	03/06/06	02/10/11	1,808	1,313	495	S	P	25		Charitable	X	
Tyco Electronics Ltd	08/28/07	02/10/11	1,103	1,019	84	S	P	25		Charitable	X	
Tyco Electronics Ltd	09/14/07	02/10/11	495	262	232	S	P	25		Charitable	X	
Tyco Intl Ltd Chf	06/20/07	02/10/11	1,944	2,158	(214)	S	P	25		Charitable	X	
United States Steel Corp	01/15/09	02/10/11	577	296	281	S	P	25		Charitable	X	
United States Steel Corp	02/13/09	02/10/11	577	309	268	S	P	25		Charitable	X	
United States Steel Corp	02/23/09	02/10/11	1,039	424	615	S	P	25		Charitable	X	
United States Steel Corp	02/25/09	02/10/11	404	150	254	S	P	25		Charitable	X	
United States Treasury Notes Ser S 2014	04/08/10	02/10/11	5,119	4,979	140	S	P	25		Charitable	X	
United States Treasury Notes Ser S 2014	04/29/10	02/10/11	15,356	15,045	312	S	P	25		Charitable	X	
United States Treasury Notes Ser S 2014	09/09/10	02/10/11	5,119	5,222	(103)	S	P	25		Charitable	X	
Valero Energy Corp	08/18/08	02/10/11	473	569	(95)	S	P	25		Charitable	X	
Valero Energy Corp	09/03/08	02/10/11	446	541	(96)	S	P	25		Charitable	X	
Waste Management Inc	03/31/06	02/10/11	649	600	50	S	P	25		Charitable	X	
Watson Pharmaceuticals Inc	03/22/06	02/10/11	787	404	384	S	P	25		Charitable	X	

DOVER FOUNDATION, INC.
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Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion	Exempt
	Acquired	Date Sold					Method	Code		
Watson Pharmaceuticals Inc	05/03/06	02/10/11	787	411	376	S	P	25	Charitable	Invest Prop
Weyerhaeuser Co	11/23/10	02/10/11	2,461	1,690	771	S	P	25	Charitable	X
Yahoo Inc	08/14/09	02/10/11	1,310	1,176	134	S	P	25	Charitable	X
Flextronics Intl Ltd Usd	04/02/07	02/11/11	1,827	2,052	(225)	S	P	25	Charitable	X
Rehabcare Group Inc	10/28/10	02/14/11	10,767	6,496	4,272	S	P	25	Charitable	X
Rehabcare Group Inc	10/29/10	02/14/11	5,110	3,134	1,976	S	P	25	Charitable	X
Rehabcare Group Inc	11/04/10	02/14/11	6,570	3,746	2,824	S	P	25	Charitable	X
Rehabcare Group Inc	12/23/10	02/14/11	730	471	259	S	P	25	Charitable	X
Alcatel-Lucent	07/25/07	02/15/11	8,123	24,246	(16,123)	S	P	25	Charitable	X
Rehabcare Group Inc	12/23/10	02/15/11	4,749	3,059	1,690	S	P	25	Charitable	X
Rehabcare Group Inc	12/27/10	02/15/11	4,383	2,829	1,555	S	P	25	Charitable	X
Watson Pharmaceuticals Inc	05/03/06	02/15/11	2,650	1,381	1,269	S	P	25	Charitable	X
International Business Machines Corp	09/27/06	02/16/11	1,142	574	568	S	P	25	Charitable	X
International Business Machines Corp	11/13/06	02/16/11	163	92	71	S	P	25	Charitable	X
Micron Technology Inc	12/03/09	02/17/11	13,593	9,822	3,772	S	P	25	Charitable	X
Terex Corp	02/16/10	02/17/11	6,087	3,156	2,932	S	P	25	Charitable	X
Valero Energy Corp	09/03/08	02/17/11	515	575	(60)	S	P	25	Charitable	X
Valero Energy Corp	09/05/08	02/17/11	152	165	(14)	S	P	25	Charitable	X
Watson Pharmaceuticals Inc	05/03/06	02/17/11	785	411	374	S	P	25	Charitable	X
Agilent Technologies Inc	03/08/06	02/18/11	12,731	9,987	2,744	S	P	25	Charitable	X
Agilent Technologies Inc	05/04/06	02/18/11	1,317	1,102	215	S	P	25	Charitable	X
Centerpoint Energy Transition Bond Ser 2005-A Class A3 due 8/1/2015	08/05/09	02/18/11	37,840	36,575	1,265	S	P	25	Charitable	X
Meadwestvaco Corp	03/06/06	02/18/11	943	842	100	S	P	25	Charitable	X
United States Steel Corp	02/25/09	02/18/11	632	215	417	S	P	25	Charitable	X
Agilent Technologies Inc	05/04/06	02/22/11	1,947	1,652	294	S	P	25	Charitable	X
Home Depot Inc	03/26/08	02/22/11	2,430	1,806	624	S	P	25	Charitable	X
Banco De Chile	09/14/10	02/23/11	14,567	15,309	(743)	S	P	25	Charitable	X
Banco Macro SA	09/14/10	02/23/11	14,938	15,020	(82)	S	P	25	Charitable	X
Credicorp Ltd	09/14/10	02/23/11	12,778	15,224	(2,447)	S	P	25	Charitable	X
Rovi Corp	06/30/10	02/23/11	24,834	18,143	6,690	S	P	25	Charitable	X
Alcatel-Lucent	07/25/07	02/24/11	13,542	39,694	(26,152)	S	P	25	Charitable	X
Alcatel-Lucent	09/20/07	02/24/11	10,786	20,927	(10,140)	S	P	25	Charitable	X
Netapp Inc	12/22/09	02/24/11	46,782	30,814	15,968	S	P	25	Charitable	X
Austin Cap MS Fund Ltd	Various	02/25/11	13,401	13,401	-	S	P	25	Charitable	X
Dell Inc	05/19/08	03/01/11	1,059	1,557	(498)	S	P	25	Charitable	X
Time Warner Inc	05/03/06	03/01/11	406	385	21	S	P	25	Charitable	X
Time Warner Inc	11/27/06	03/01/11	775	872	(97)	S	P	25	Charitable	X
Waste Management Inc	03/31/06	03/01/11	331	317	13	S	P	25	Charitable	X
Waste Management Inc	05/03/06	03/01/11	3,751	3,820	(69)	S	P	25	Charitable	X
Waste Management Inc	07/21/06	03/01/11	4,965	4,523	442	S	P	25	Charitable	X
Waste Management Inc	11/27/06	03/01/11	1,250	1,264	(14)	S	P	25	Charitable	X
Waste Management Inc	09/17/08	03/01/11	2,133	1,979	154	S	P	25	Charitable	X
Waste Management Inc	09/09/09	03/01/11	1,397	1,134	264	S	P	25	Charitable	X
Citiigroup Inc due 8/19/2013	12/09/08	03/03/11	21,959	19,072	2,887	S	P	25	Charitable	X
Citiigroup Inc due 8/19/2013	06/12/09	03/03/11	10,980	9,828	1,152	S	P	25	Charitable	X

DOVER FOUNDATION, INC.

Form 990-PF

FYE 8/31/11

EIN: 56-0769897

Part IV, Line 1a

Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired	Date Sold					Method	Code				
Suncor Energy Inc	05/21/10	03/03/11	5,406	3,359	2,047	S	P	25	Charitable	X		
Matson Navigation Co due 9/4/2028	03/27/09	03/04/11	3,000	3,090	(90)	S	P	25	Charitable	X		
Nexen Inc	10/10/07	03/04/11	9,935	11,252	(1,318)	S	P	25	Charitable	X		
Valero Energy Corp	09/05/08	03/04/11	517	595	(78)	S	P	25	Charitable	X		
Gazprom Oao	10/15/10	03/08/11	7,896	5,532	2,363	S	P	25	Charitable	X		
Rovi Corp	06/03/10	03/09/11	17,816	12,681	5,135	S	P	25	Charitable	X		
Salesforce com Inc	10/20/09	03/09/11	2,522	1,243	1,280	S	P	25	Charitable	X		
Salesforce com Inc	06/16/10	03/09/11	12,611	9,404	3,207	S	P	25	Charitable	X		
Time Warner Inc	11/27/06	03/10/11	767	915	(148)	S	P	25	Charitable	X		
Time Warner Inc	02/06/07	03/10/11	120	152	(32)	S	P	25	Charitable	X		
Time Warner Inc	03/02/07	03/10/11	551	648	(97)	S	P	25	Charitable	X		
Time Warner Inc	03/02/07	03/11/11	911	1,057	(146)	S	P	25	Charitable	X		
Watson Pharmaceuticals Inc	05/03/06	03/16/11	2,737	1,469	1,268	S	P	25	Charitable	X		
Flextronics International Ltd	04/02/07	03/17/11	149	184	(35)	S	P	25	Charitable	X		
Flextronics International Ltd	04/03/07	03/17/11	211	264	(54)	S	P	25	Charitable	X		
Flextronics International Ltd	10/25/07	03/17/11	273	438	(165)	S	P	25	Charitable	X		
AT&T Inc	03/06/06	03/21/11	653	628	25	S	P	25	Charitable	X		
Baker Hughes Inc	03/03/09	03/21/11	1,252	495	757	S	P	25	Charitable	X		
Sprint Nextel Corp	07/19/10	03/21/11	2,861	3,093	(232)	S	P	25	Charitable	X		
Suntrust Bank Notes due 9/1/2015	07/06/09	03/21/11	4,267	3,514	753	S	P	25	Charitable	X		
Telecom Italia S.P.A	03/08/06	03/21/11	12,305	23,194	(10,889)	S	P	25	Charitable	X		
Watson Pharmaceuticals Inc	05/03/06	03/21/11	2,858	1,528	1,330	S	P	25	Charitable	X		
Watson Pharmaceuticals Inc	05/03/06	03/21/11	1,154	617	537	S	P	25	Charitable	X		
Dow Chemical Company due 5/19/2019	05/08/09	03/23/11	5,111	3,992	1,119	S	P	25	Charitable	X		
Watson Pharmaceuticals Inc	05/03/06	03/23/11	1,140	617	523	S	P	25	Charitable	X		
Baker Hughes Inc	03/03/09	03/24/11	72	27	44	S	P	25	Charitable	X		
Baker Hughes Inc	03/05/09	03/24/11	717	276	440	S	P	25	Charitable	X		
Baker Hughes Inc	03/11/09	03/24/11	143	57	86	S	P	25	Charitable	X		
Baker Hughes Inc	03/13/09	03/24/11	358	145	213	S	P	25	Charitable	X		
Anadarko Petroleum Corp	06/01/10	03/28/11	249	132	117	S	P	25	Charitable	X		
Baker Hughes Inc	03/13/09	03/28/11	887	348	540	S	P	25	Charitable	X		
Baker Hughes Inc	03/24/09	03/28/11	148	68	80	S	P	25	Charitable	X		
Drl Quip Inc	04/19/10	03/28/11	19,178	15,846	3,332	S	P	25	Charitable	X		
Drl Quip Inc	12/07/10	03/28/11	21,526	22,631	(1,105)	S	P	25	Charitable	X		
Watson Pharmaceuticals Inc	05/03/06	03/28/11	894	470	424	S	P	25	Charitable	X		
Watson Pharmaceuticals Inc	05/03/06	03/28/11	3,465	1,554	1,911	S	P	25	Charitable	X		
Daiwa House Industries	02/13/08	03/29/11	10,665	8,921	1,744	S	P	25	Charitable	X		
Watson Pharmaceuticals Inc	11/27/06	03/30/11	504	226	279	S	P	25	Charitable	X		
Watson Pharmaceuticals Inc	06/20/07	03/30/11	1,737	1,007	730	S	P	25	Charitable	X		
51Job Inc	02/07/10	03/31/11	8,875	8,321	553	S	P	25	Charitable	X		
Accenture PLC	02/04/09	03/31/11	10,795	6,506	4,289	S	P	25	Charitable	X		
Agriu Inc	02/03/10	03/31/11	16,561	10,969	5,592	S	P	25	Charitable	X		
Agrium Inc	08/17/10	03/31/11	10,173	7,610	2,563	S	P	25	Charitable	X		
Albemarle Corp	10/04/10	03/31/11	7,454	5,900	1,554	S	P	25	Charitable	X		
Alcoa Inc	08/01/07	03/31/11	14,452	29,935	(15,483)	S	P	25	Charitable	X		

DOVER FOUNDATION, INC.

Form 990-PF

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EIN: 56-0769897

Part IV, Line 1a

Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired	Date Sold					Method	Code				
Alcoa Inc	10/08/08	03/31/11	2,571	2,070	502	S	P	25	Charitable	X		
Alcoa Inc	10/02/09	03/31/11	2,295	1,681	614	S	P	25	Charitable	X		
Alcoa Inc	10/09/09	03/31/11	2,436	1,958	478	S	P	25	Charitable	X		
Alcoa Inc	10/13/09	03/31/11	547	440	107	S	P	25	Charitable	X		
Alcoa Inc	10/15/09	03/31/11	953	769	184	S	P	25	Charitable	X		
Alcoa Inc	10/19/09	03/31/11	547	435	112	S	P	25	Charitable	X		
Alcoa Inc	10/21/09	03/31/11	971	772	199	S	P	25	Charitable	X		
Alcoa Inc	10/26/09	03/31/11	689	543	145	S	P	25	Charitable	X		
Alcoa Inc	10/27/09	03/31/11	1,871	1,391	481	S	P	25	Charitable	X		
Alcoa Inc	10/29/09	03/31/11	1,554	1,142	412	S	P	25	Charitable	X		
Alcoa Inc	11/23/09	03/31/11	1,289	971	318	S	P	25	Charitable	X		
Alcoa Inc	12/04/09	03/31/11	583	431	152	S	P	25	Charitable	X		
Alcoa Inc	12/08/09	03/31/11	1,201	875	326	S	P	25	Charitable	X		
Alcoa Inc	12/31/09	03/31/11	794	737	58	S	P	25	Charitable	X		
Alexon Pharmaceuticals Inc	04/28/10	03/31/11	7,379	4,073	3,306	S	P	25	Charitable	X		
Allstate Corp	01/29/09	03/31/11	7,372	5,409	1,963	S	P	25	Charitable	X		
Allstate Corp	02/25/09	03/31/11	6,090	3,285	2,805	S	P	25	Charitable	X		
Allstate Corp	11/10/10	03/31/11	3,533	3,385	148	S	P	25	Charitable	X		
Allstate Corp	11/22/10	03/31/11	1,400	1,310	90	S	P	25	Charitable	X		
Allstate Corp	12/06/10	03/31/11	637	605	31	S	P	25	Charitable	X		
Allstate Corp	12/21/10	03/31/11	605	599	5	S	P	25	Charitable	X		
Altera Corp	08/03/10	03/31/11	15,822	10,141	5,682	S	P	25	Charitable	X		
Ameren Corp	12/07/09	03/31/11	16,710	15,876	834	S	P	25	Charitable	X		
Ameren Corp	02/17/10	03/31/11	3,965	3,527	438	S	P	25	Charitable	X		
America Movil S A B	07/08/09	03/31/11	14,789	9,571	5,218	S	P	25	Charitable	X		
American Electric Power Co Inc	03/06/06	03/31/11	3,838	3,886	(48)	S	P	25	Charitable	X		
American Electric Power Co Inc	05/03/06	03/31/11	6,549	6,173	376	S	P	25	Charitable	X		
American Electric Power Co Inc	11/27/06	03/31/11	2,183	2,556	(373)	S	P	25	Charitable	X		
American Electric Power Co Inc	02/06/07	03/31/11	916	1,170	(254)	S	P	25	Charitable	X		
American Express Co	05/10/07	03/31/11	1,085	1,514	(429)	S	P	25	Charitable	X		
American Express Co	06/20/07	03/31/11	7,819	10,843	(3,024)	S	P	25	Charitable	X		
American Express Co	04/25/08	03/31/11	2,486	2,631	(145)	S	P	25	Charitable	X		
American Express Co	06/04/08	03/31/11	1,265	1,284	(18)	S	P	25	Charitable	X		
Ameriprise Financial Inc	07/24/09	03/31/11	4,826	1,941	2,884	S	P	25	Charitable	X		
Ameriprise Financial Inc	07/27/09	03/31/11	4,520	1,970	2,550	S	P	25	Charitable	X		
Ameriprise Financial Inc	08/05/09	03/31/11	2,627	1,207	1,420	S	P	25	Charitable	X		
Ameriprise Financial Inc	08/10/09	03/31/11	1,710	810	901	S	P	25	Charitable	X		
Ameriprise Financial Inc	08/14/09	03/31/11	1,283	606	677	S	P	25	Charitable	X		
Ameriprise Financial Inc	08/18/09	03/31/11	855	392	464	S	P	25	Charitable	X		
Ameriprise Financial Inc	09/09/09	03/31/11	183	88	95	S	P	25	Charitable	X		
Amgen Inc	01/18/08	03/31/11	2,161	1,900	261	S	P	25	Charitable	X		
Amgen Inc	01/22/08	03/31/11	8,915	7,544	1,371	S	P	25	Charitable	X		
Anadarko Petroleum Corp	06/01/10	03/31/11	574	308	266	S	P	25	Charitable	X		
Anadarko Petroleum Corp	06/03/10	03/31/11	1,804	973	831	S	P	25	Charitable	X		
Anadarko Petroleum Corp	06/04/10	03/31/11	1,312	767	545	S	P	25	Charitable	X		

DOVER FOUNDATION, INC.
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Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition	Exclusion	Exempt
	Acquired	Date Sold					Method	Code	Purpose
Anadarko Petroleum Corp	06/08/10	03/31/11	984	514	470	S	P	25	Charitable
Anadarko Petroleum Corp	07/16/10	03/31/11	4,183	2,423	1,760	S	P	25	Charitable
Apple Inc	07/24/07	03/31/11	19,163	7,689	11,474	S	P	25	Charitable
Archer-Daniels-Midland Co	11/29/10	03/31/11	16,612	13,261	3,351	S	P	25	Charitable
Archer-Daniels-Midland Co	12/21/10	03/31/11	2,167	1,813	354	S	P	25	Charitable
AT&T Inc	03/06/06	03/31/11	4,844	4,313	531	S	P	25	Charitable
AT&T Inc	03/24/06	03/31/11	2,207	1,971	237	S	P	25	Charitable
AT&T Inc	05/03/06	03/31/11	9,566	8,086	1,480	S	P	25	Charitable
AT&T Inc	10/21/08	03/31/11	17,464	15,150	2,315	S	P	25	Charitable
Atheros Communications Inc	02/01/11	03/31/11	4,692	4,681	11	S	P	25	Charitable
Avery Dennison Corp	04/15/10	03/31/11	2,716	2,474	243	S	P	25	Charitable
Avery Dennison Corp	04/16/10	03/31/11	13,164	11,771	1,393	S	P	25	Charitable
Avery Dennison Corp	04/29/10	03/31/11	1,045	1,017	28	S	P	25	Charitable
Baker Hughes Inc	03/24/09	03/31/11	517	237	280	S	P	25	Charitable
Baker Hughes Inc	04/13/09	03/31/11	1,847	749	1,098	S	P	25	Charitable
Baker Hughes Inc	04/21/09	03/31/11	1,330	582	748	S	P	25	Charitable
Baker Hughes Inc	06/23/09	03/31/11	2,364	1,176	1,188	S	P	25	Charitable
Baker Hughes Inc	07/01/09	03/31/11	1,108	558	550	S	P	25	Charitable
Baker Hughes Inc	07/06/09	03/31/11	1,182	544	638	S	P	25	Charitable
Baker Hughes Inc	07/10/09	03/31/11	3,324	1,559	1,765	S	P	25	Charitable
Baker Hughes Inc	08/05/09	03/31/11	2,290	1,207	1,083	S	P	25	Charitable
Baker Hughes Inc	08/31/09	03/31/11	1,994	934	1,060	S	P	25	Charitable
Baker Hughes Inc	09/17/09	03/31/11	1,625	885	740	S	P	25	Charitable
Baker Hughes Inc	11/02/09	03/31/11	886	512	374	S	P	25	Charitable
Baker Hughes Inc	03/26/10	03/31/11	886	535	351	S	P	25	Charitable
Banco Bradesco	09/08/10	03/31/11	14,559	12,764	1,795	S	P	25	Charitable
Bank New York Mellon Corp	01/07/10	03/31/11	11,393	11,213	180	S	P	25	Charitable
Bank of America Corp	12/16/10	03/31/11	16,967	16,022	945	S	P	25	Charitable
Bankcorpsoth Inc	11/01/10	03/31/11	8,107	7,073	1,034	S	P	25	Charitable
Bankcorpsoth Inc	11/02/10	03/31/11	2,121	1,901	220	S	P	25	Charitable
Bankcorpsoth Inc	12/22/10	03/31/11	682	717	(36)	S	P	25	Charitable
Barnes Group Inc	02/28/11	03/31/11	6,656	6,672	(16)	S	P	25	Charitable
Baxter Intl Inc	06/20/08	03/31/11	15,972	18,852	(2,880)	S	P	25	Charitable
Boeing Co	11/05/09	03/31/11	12,978	8,665	4,313	S	P	25	Charitable
Boeing Co	01/05/10	03/31/11	1,854	1,438	416	S	P	25	Charitable
CA Inc	04/15/09	03/31/11	1,399	991	408	S	P	25	Charitable
CA Inc	04/21/09	03/31/11	1,230	876	354	S	P	25	Charitable
CA Inc	04/29/09	03/31/11	1,616	1,182	434	S	P	25	Charitable
CA Inc	05/05/09	03/31/11	989	716	273	S	P	25	Charitable
CA Inc	06/05/09	03/31/11	2,170	1,579	591	S	P	25	Charitable
CA Inc	06/09/09	03/31/11	362	266	96	S	P	25	Charitable
CA Inc	06/18/09	03/31/11	241	171	70	S	P	25	Charitable
Cameron International Corp	09/06/07	03/31/11	19,796	14,798	4,998	S	P	25	Charitable
Caterpillar Inc	12/20/10	03/31/11	9,480	7,903	1,577	S	P	25	Charitable
CBS Corp	05/05/10	03/31/11	4,460	2,809	1,651	S	P	25	Charitable

DOVER FOUNDATION, INC.

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Part IV, Line 1a

Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired	Date Sold					Method	Code				
CBS Corp	05/06/10	03/31/11	2,180	1,295	885	S	P	25	Charitable	X		
CBS Corp	05/07/10	03/31/11	1,002	571	431	S	P	25	Charitable	X		
CBS Corp	05/07/10	03/31/11	4,109	2,319	1,790	S	P	25	Charitable	X		
CBS Corp	05/10/10	03/31/11	301	185	115	S	P	25	Charitable	X		
Chesapeake Energy Corp	10/07/10	03/31/11	3,408	2,241	1,168	S	P	25	Charitable	X		
Chesapeake Energy Corp	10/08/10	03/31/11	16,189	10,867	5,322	S	P	25	Charitable	X		
Chesapeake Energy Corp	11/04/10	03/31/11	3,749	2,428	1,321	S	P	25	Charitable	X		
Chevron Corp	08/09/06	03/31/11	6,250	3,944	2,306	S	P	25	Charitable	X		
Chevron Corp	09/11/06	03/31/11	11,960	6,858	5,103	S	P	25	Charitable	X		
Chevron Corp	09/27/06	03/31/11	3,125	1,864	1,260	S	P	25	Charitable	X		
Chevron Corp	11/01/06	03/31/11	4,310	2,682	1,628	S	P	25	Charitable	X		
Chevron Corp	11/02/06	03/31/11	1,509	949	560	S	P	25	Charitable	X		
Chevron Corp	11/13/06	03/31/11	647	417	229	S	P	25	Charitable	X		
Cirrus Logic Inc	02/01/11	03/31/11	3,070	3,073	(3)	S	P	25	Charitable	X		
Clear Channel Outdoor Hldgs Inc	07/21/10	03/31/11	15,686	11,019	4,666	S	P	25	Charitable	X		
Cloud Peak Energy Inc	03/03/10	03/31/11	12,322	9,093	3,229	S	P	25	Charitable	X		
Cloud Peak Energy Inc	03/04/10	03/31/11	3,459	2,554	905	S	P	25	Charitable	X		
Cloud Peak Energy Inc	03/25/10	03/31/11	649	489	160	S	P	25	Charitable	X		
Cognizant Tech Solutions	05/12/09	03/31/11	17,224	5,338	11,886	S	P	25	Charitable	X		
Cognizant Tech Solutions	10/20/09	03/31/11	18,777	9,375	9,402	S	P	25	Charitable	X		
Comcast Corp	05/10/07	03/31/11	4,356	4,604	(248)	S	P	25	Charitable	X		
Comcast Corp	06/07/07	03/31/11	13,885	14,683	(798)	S	P	25	Charitable	X		
Comcast Corp	12/31/07	03/31/11	99	73	26	S	P	25	Charitable	X		
Commercial Metals Co	12/01/08	03/31/11	10,464	6,524	3,941	S	P	25	Charitable	X		
Community Health Sys Inc	11/03/08	03/31/11	4,401	2,267	2,133	S	P	25	Charitable	X		
Community Health Sys Inc	11/04/08	03/31/11	12,402	6,129	6,273	S	P	25	Charitable	X		
Concho Resources Inc	06/14/10	03/31/11	1,610	915	695	S	P	25	Charitable	X		
Concho Resources Inc	12/07/10	03/31/11	15,567	12,590	2,977	S	P	25	Charitable	X		
ConocoPhillips	07/05/06	03/31/11	17,036	14,034	3,001	S	P	25	Charitable	X		
Constellation Energy Group	12/21/10	03/31/11	15,362	14,462	900	S	P	25	Charitable	X		
Continental Resources Inc	06/14/10	03/31/11	11,877	8,578	3,298	S	P	25	Charitable	X		
Copper Industries Plc	11/30/09	03/31/11	9,926	6,466	3,460	S	P	25	Charitable	X		
Core Laboratories	02/05/10	03/31/11	18,051	10,265	7,785	S	P	25	Charitable	X		
Corning Inc	01/19/10	03/31/11	9,337	8,788	549	S	P	25	Charitable	X		
CSX Corp	09/02/09	03/31/11	11,823	6,311	5,512	S	P	25	Charitable	X		
Cummins Inc	01/22/09	03/31/11	17,506	4,037	13,469	S	P	25	Charitable	X		
CVS Caremark Corp	10/10/08	03/31/11	9,290	8,102	1,188	S	P	25	Charitable	X		
CVS Caremark Corp	10/15/08	03/31/11	1,259	1,028	231	S	P	25	Charitable	X		
CVS Caremark Corp	01/09/09	03/31/11	1,463	1,128	336	S	P	25	Charitable	X		
CVS Caremark Corp	01/12/09	03/31/11	1,021	756	265	S	P	25	Charitable	X		
CVS Caremark Corp	11/05/09	03/31/11	1,021	840	181	S	P	25	Charitable	X		
CVS Caremark Corp	06/30/10	03/31/11	1,055	918	137	S	P	25	Charitable	X		
CVS Caremark Corp	01/05/11	03/31/11	1,395	1,447	(52)	S	P	25	Charitable	X		
Dana Holding Corp	12/14/10	03/31/11	4,283	4,195	88	S	P	25	Charitable	X		
Dana Holding Corp	01/05/11	03/31/11	1,301	1,328	(28)	S	P	25	Charitable	X		

DOVER FOUNDATION, INC.
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Description	Date		Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition	Exclusion	Exempt
	Acquired							Method	Code	
Dana Holding Corp	01/12/11	399	03/31/11	419	(20)	S	P	25	Charitable	X
Danaher Corp	03/06/06	15,876	03/31/11	9,197	6,679	S	P	25	Charitable	X
Deere & Co	02/07/11	9,656	03/31/11	9,425	231	S	P	25	Charitable	X
Dell Inc	01/25/08	392	03/31/11	549	(157)	S	P	25	Charitable	X
Dell Inc	02/04/08	1,045	03/31/11	1,441	(396)	S	P	25	Charitable	X
Dell Inc	02/13/08	1,335	03/31/11	1,868	(533)	S	P	25	Charitable	X
Dell Inc	02/29/08	3,062	03/31/11	4,257	(1,195)	S	P	25	Charitable	X
Dell Inc	03/04/08	160	03/31/11	215	(56)	S	P	25	Charitable	X
Dell Inc	03/26/08	1,350	03/31/11	1,874	(524)	S	P	25	Charitable	X
Dell Inc	04/04/08	1,901	03/31/11	2,601	(700)	S	P	25	Charitable	X
Dell Inc	04/24/08	1,074	03/31/11	1,424	(350)	S	P	25	Charitable	X
Devon Energy Corp	06/04/09	1,287	03/31/11	910	377	S	P	25	Charitable	X
Devon Energy Corp	06/08/09	2,207	03/31/11	1,522	685	S	P	25	Charitable	X
Devon Energy Corp	06/09/09	368	03/31/11	255	113	S	P	25	Charitable	X
Devon Energy Corp	06/10/09	1,931	03/31/11	1,336	595	S	P	25	Charitable	X
Devon Energy Corp	06/16/09	460	03/31/11	317	143	S	P	25	Charitable	X
Devon Energy Corp	06/17/09	736	03/31/11	492	244	S	P	25	Charitable	X
Devon Energy Corp	06/17/09	920	03/31/11	615	305	S	P	25	Charitable	X
Devon Energy Corp	06/18/09	460	03/31/11	309	151	S	P	25	Charitable	X
Devon Energy Corp	06/19/09	736	03/31/11	473	262	S	P	25	Charitable	X
Devon Energy Corp	06/22/09	1,195	03/31/11	738	457	S	P	25	Charitable	X
Devon Energy Corp	06/23/09	1,012	03/31/11	620	391	S	P	25	Charitable	X
Devon Energy Corp	06/25/09	184	03/31/11	115	69	S	P	25	Charitable	X
Devon Energy Corp	06/26/09	1,655	03/31/11	994	661	S	P	25	Charitable	X
Devon Energy Corp	06/29/09	1,012	03/31/11	617	394	S	P	25	Charitable	X
Devon Energy Corp	07/01/09	920	03/31/11	562	357	S	P	25	Charitable	X
Devon Energy Corp	07/06/09	828	03/31/11	456	372	S	P	25	Charitable	X
Devon Energy Corp	07/17/09	1,471	03/31/11	890	582	S	P	25	Charitable	X
Devon Energy Corp	07/22/09	460	03/31/11	285	175	S	P	25	Charitable	X
Devon Energy Corp	08/06/09	1,195	03/31/11	817	379	S	P	25	Charitable	X
Devon Energy Corp	08/25/09	460	03/31/11	314	146	S	P	25	Charitable	X
Devon Energy Corp	09/17/09	1,563	03/31/11	1,211	353	S	P	25	Charitable	X
Dicks Sporting Goods Inc	11/05/09	19,198	03/31/11	11,707	7,490	S	P	25	Charitable	X
Directv	04/29/09	11,926	03/31/11	6,488	5,438	S	P	25	Charitable	X
Discovery Communications Inc	03/09/10	15,819	03/31/11	12,611	3,208	S	P	25	Charitable	X
Discovery Communications Inc	09/27/10	4,599	03/31/11	5,026	(427)	S	P	25	Charitable	X
Dover Corp	03/04/11	9,175	03/31/11	9,248	(72)	S	P	25	Charitable	X
Dresser-Rand Group Inc	08/11/09	13,205	03/31/11	7,502	5,703	S	P	25	Charitable	X
East West Bancorp Inc	05/07/09	16,155	03/31/11	6,416	9,739	S	P	25	Charitable	X
Enasco PLC	10/22/09	1,811	03/31/11	1,504	307	S	P	25	Charitable	X
Enasco PLC	10/27/09	1,402	03/31/11	1,170	233	S	P	25	Charitable	X
Enasco PLC	10/28/09	1,344	03/31/11	1,075	269	S	P	25	Charitable	X
Enasco PLC	11/02/09	2,220	03/31/11	1,763	457	S	P	25	Charitable	X
Enasco PLC	11/09/09	1,285	03/31/11	1,052	233	S	P	25	Charitable	X
Enasco PLC	11/10/09	1,402	03/31/11	1,112	290	S	P	25	Charitable	X

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	Acquired							Method	Code				
Enesco PLC	11/17/09		03/31/11	2,220	1,800	420	S	P	25			Charitable	X
Enesco PLC	11/23/09		03/31/11	526	412	114	S	P	25			Charitable	X
Enesco PLC	12/09/09		03/31/11	1,870	1,350	520	S	P	25			Charitable	X
Enesco PLC	01/21/10		03/31/11	2,337	1,738	599	S	P	25			Charitable	X
Enesco PLC	01/22/10		03/31/11	1,578	1,135	443	S	P	25			Charitable	X
Enesco PLC	01/27/10		03/31/11	292	204	88	S	P	25			Charitable	X
Enesco PLC	02/03/10		03/31/11	935	664	271	S	P	25			Charitable	X
Enesco PLC	02/08/10		03/31/11	117	78	39	S	P	25			Charitable	X
Exelon Corp	10/18/10		03/31/11	15,708	16,734	(1,026)	S	P	25			Charitable	X
Expeditors Intl of Wash Inc	08/05/10		03/31/11	8,998	7,922	1,076	S	P	25			Charitable	X
Express Scripts Inc	11/30/09		03/31/11	3,881	2,987	894	S	P	25			Charitable	X
Factset Research Systems Inc	04/29/09		03/31/11	12,828	6,527	6,300	S	P	25			Charitable	X
Flextronics International Ltd	10/25/07		03/31/11	1,712	2,638	(926)	S	P	25			Charitable	X
Flextronics International Ltd	01/07/08		03/31/11	5,957	9,002	(3,045)	S	P	25			Charitable	X
Flextronics International Ltd	03/26/08		03/31/11	1,884	2,479	(596)	S	P	25			Charitable	X
Flextronics International Ltd	05/01/08		03/31/11	725	1,040	(315)	S	P	25			Charitable	X
Flowserve Corp	08/21/09		03/31/11	16,110	11,365	4,744	S	P	25			Charitable	X
Freeport McMoran Copper & Gold Cl B	03/09/09		03/31/11	4,459	1,315	3,144	S	P	25			Charitable	X
Freeport McMoran Copper & Gold Cl B	11/06/09		03/31/11	5,573	3,975	1,599	S	P	25			Charitable	X
Fushui Copperweld Inc	03/08/10		03/31/11	2,011	2,738	(727)	S	P	25			Charitable	X
Fushui Copperweld Inc	03/09/10		03/31/11	4,425	6,240	(1,815)	S	P	25			Charitable	X
Fushui Copperweld Inc	03/10/10		03/31/11	2,816	4,214	(1,398)	S	P	25			Charitable	X
Gap Inc	01/24/08		03/31/11	5,366	4,311	1,055	S	P	25			Charitable	X
Gap Inc	04/09/08		03/31/11	2,559	2,120	438	S	P	25			Charitable	X
Gap Inc	04/11/08		03/31/11	3,260	2,596	664	S	P	25			Charitable	X
Gap Inc	04/11/08		03/31/11	294	237	58	S	P	25			Charitable	X
Gap Inc Delaware	03/08/06		03/31/11	18,177	14,183	3,994	S	P	25			Charitable	X
General Electric Co	05/04/06		03/31/11	14,129	24,534	(10,405)	S	P	25			Charitable	X
General Electric Co	05/15/06		03/31/11	401	689	(288)	S	P	25			Charitable	X
General Electric Co	09/26/07		03/31/11	4,981	10,221	(5,240)	S	P	25			Charitable	X
General Electric Co	09/28/07		03/31/11	1,567	3,212	(1,646)	S	P	25			Charitable	X
General Electric Co	10/23/07		03/31/11	1,948	3,923	(1,975)	S	P	25			Charitable	X
General Electric Co	11/05/07		03/31/11	1,687	3,386	(1,699)	S	P	25			Charitable	X
General Electric Co	12/31/07		03/31/11	3,836	7,080	(3,244)	S	P	25			Charitable	X
General Electric Co	01/28/08		03/31/11	4,109	7,040	(2,932)	S	P	25			Charitable	X
General Electric Co	05/16/08		03/31/11	1,848	2,952	(1,105)	S	P	25			Charitable	X
General Electric Co	01/14/09		03/31/11	582	410	172	S	P	25			Charitable	X
Goldman Sachs Group Inc	06/20/08		03/31/11	3,820	4,458	(637)	S	P	25			Charitable	X
Goldman Sachs Group Inc	09/17/08		03/31/11	8,914	5,635	3,280	S	P	25			Charitable	X
Goodyear Tire & Rubber Co	07/02/09		03/31/11	14,128	10,983	3,146	S	P	25			Charitable	X
Grace W R & Co Del New	01/22/09		03/31/11	10,191	1,883	8,307	S	P	25			Charitable	X
Grace W R & Co Del New	01/23/09		03/31/11	2,642	487	2,155	S	P	25			Charitable	X
Halliburton Co Holdings Co	03/28/11		03/31/11	9,032	8,551	481	S	P	25			Charitable	X
Hartford Finl Svcs Group Inc	02/14/11		03/31/11	14,087	15,433	(1,345)	S	P	25			Charitable	X
Hasbro Inc	05/18/10		03/31/11	14,401	12,931	1,470	S	P	25			Charitable	X

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Description	Date		Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired							Method	Code				
Health Net Inc	05/04/06	03/31/11	9,414	10,846	(1,432)	S	P	P	25	Charitable	X		
Health Net Inc	05/02/08	03/31/11	15,257	13,591	1,666	S	P	P	25	Charitable	X		
Healthspring Inc	09/14/10	03/31/11	5,218	3,233	1,985	S	P	P	25	Charitable	X		
Hologic Inc	05/01/08	03/31/11	3,218	3,335	(117)	S	P	P	25	Charitable	X		
Hologic Inc	05/28/08	03/31/11	2,219	2,388	(168)	S	P	P	25	Charitable	X		
Hologic Inc	06/04/08	03/31/11	1,309	1,443	(134)	S	P	P	25	Charitable	X		
Hologic Inc	06/10/08	03/31/11	1,709	1,826	(117)	S	P	P	25	Charitable	X		
Hologic Inc	06/23/08	03/31/11	1,221	1,265	(44)	S	P	P	25	Charitable	X		
Hologic Inc	06/25/08	03/31/11	621	636	(15)	S	P	P	25	Charitable	X		
Hologic Inc	07/01/08	03/31/11	621	613	8	S	P	P	25	Charitable	X		
Hologic Inc	08/08/08	03/31/11	1,309	1,217	93	S	P	P	25	Charitable	X		
Hologic Inc	09/17/08	03/31/11	1,398	1,210	188	S	P	P	25	Charitable	X		
Home Depot Inc	03/26/08	03/31/11	8,051	6,125	1,927	S	P	P	25	Charitable	X		
Home Depot Inc	06/04/08	03/31/11	2,634	1,940	695	S	P	P	25	Charitable	X		
Home Depot Inc	06/10/08	03/31/11	2,634	1,905	730	S	P	P	25	Charitable	X		
Home Depot Inc	10/09/08	03/31/11	2,004	1,127	877	S	P	P	25	Charitable	X		
Home Depot Inc	10/15/08	03/31/11	2,375	1,297	1,078	S	P	P	25	Charitable	X		
Honeywell International Inc	03/06/06	03/31/11	5,912	4,071	1,841	S	P	P	25	Charitable	X		
Honeywell International Inc	05/03/06	03/31/11	9,495	6,923	2,572	S	P	P	25	Charitable	X		
Honeywell International Inc	07/10/06	03/31/11	6,987	4,576	2,411	S	P	P	25	Charitable	X		
Hospira Inc	05/27/09	03/31/11	15,951	14,972	978	S	P	P	25	Charitable	X		
Huntsman Corp	08/31/09	03/31/11	15,542	7,309	8,233	S	P	P	25	Charitable	X		
Impax Laboratories Inc	09/10/10	03/31/11	12,445	8,784	3,661	S	P	P	25	Charitable	X		
Intel Corp	09/12/08	03/31/11	1,652	1,654	(2)	S	P	P	25	Charitable	X		
Intel Corp	09/17/08	03/31/11	4,512	4,263	249	S	P	P	25	Charitable	X		
Intel Corp	09/24/08	03/31/11	4,029	3,751	278	S	P	P	25	Charitable	X		
Intel Corp	09/26/08	03/31/11	3,364	3,125	239	S	P	P	25	Charitable	X		
Intel Corp	10/08/08	03/31/11	685	566	119	S	P	P	25	Charitable	X		
International Business Machines Corp	11/13/06	03/31/11	4,579	2,576	2,003	S	P	P	25	Charitable	X		
International Business Machines Corp	11/16/06	03/31/11	3,925	2,232	1,692	S	P	P	25	Charitable	X		
International Business Machines Corp	11/27/06	03/31/11	4,579	2,571	2,007	S	P	P	25	Charitable	X		
International Business Machines Corp	02/06/07	03/31/11	6,214	3,792	2,422	S	P	P	25	Charitable	X		
International Business Machines Corp	04/18/07	03/31/11	164	95	69	S	P	P	25	Charitable	X		
International Paper Co	11/29/10	03/31/11	15,987	13,416	2,570	S	P	P	25	Charitable	X		
International Paper Co	03/09/11	03/31/11	1,345	1,192	153	S	P	P	25	Charitable	X		
Intl Business Machines Corp	03/28/11	03/31/11	8,189	8,120	69	S	P	P	25	Charitable	X		
ITC Holdings Corp	08/03/10	03/31/11	9,824	8,176	1,647	S	P	P	25	Charitable	X		
Jefferies Group Inc	10/26/09	03/31/11	10,970	11,792	(822)	S	P	P	25	Charitable	X		
Johnson & Johnson	03/01/11	03/31/11	3,265	3,355	(90)	S	P	P	25	Charitable	X		
Johnson & Johnson	03/02/11	03/31/11	1,247	1,278	(31)	S	P	P	25	Charitable	X		
Johnson & Johnson	03/04/11	03/31/11	1,425	1,454	(29)	S	P	P	25	Charitable	X		
Johnson & Johnson	03/09/11	03/31/11	1,128	1,159	(31)	S	P	P	25	Charitable	X		
Johnson & Johnson	03/14/11	03/31/11	119	118	0	S	P	P	25	Charitable	X		
Joy Global Inc	09/23/09	03/31/11	11,631	5,859	5,772	S	P	P	25	Charitable	X		
Joy Global Inc	10/06/09	03/31/11	14,397	7,102	7,296	S	P	P	25	Charitable	X		

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Description	Date		Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired							Method	Code	Method	Code		
Joy Global Inc	11/04/09		03/31/11	6,712	3,648	3,064	S	P	25	P	25	Charitable	X
JP Morgan Chase & Co	05/03/06		03/31/11	13,053	12,823	230	S	P	25	P	25	Charitable	X
JP Morgan Chase & Co	07/21/06		03/31/11	6,273	5,897	376	S	P	25	P	25	Charitable	X
JP Morgan Chase & Co	11/27/06		03/31/11	4,289	4,334	(44)	S	P	25	P	25	Charitable	X
JP Morgan Chase & Co	02/06/07		03/31/11	461	510	(49)	S	P	25	P	25	Charitable	X
JP Morgan Chase & Co	03/17/08		03/31/11	30,501	26,389	4,111	S	P	25	P	25	Charitable	X
Kimberly Clark Corp	09/11/06		03/31/11	3,464	3,424	40	S	P	25	P	25	Charitable	X
Kimberly Clark Corp	09/27/06		03/31/11	3,987	3,983	3	S	P	25	P	25	Charitable	X
Kimberly Clark Corp	11/27/06		03/31/11	2,287	2,302	(15)	S	P	25	P	25	Charitable	X
Kimberly Clark Corp	02/06/07		03/31/11	3,006	3,198	(192)	S	P	25	P	25	Charitable	X
Kimberly Clark Corp	04/18/07		03/31/11	2,091	2,298	(206)	S	P	25	P	25	Charitable	X
Kraft Foods Inc	05/03/06		03/31/11	6,236	6,134	102	S	P	25	P	25	Charitable	X
Kraft Foods Inc	11/27/06		03/31/11	2,519	2,799	(280)	S	P	25	P	25	Charitable	X
Kraft Foods Inc	02/06/07		03/31/11	5,543	5,926	(384)	S	P	25	P	25	Charitable	X
Kraft Foods Inc	02/06/07		03/31/11	4,094	4,471	(377)	S	P	25	P	25	Charitable	X
Lear Corp	01/21/11		03/31/11	6,468	7,322	(854)	S	P	25	P	25	Charitable	X
Lennar Corp	11/21/08		03/31/11	797	153	644	S	P	25	P	25	Charitable	X
Lennar Corp	12/23/08		03/31/11	869	410	460	S	P	25	P	25	Charitable	X
Lennar Corp	01/13/09		03/31/11	1,051	492	558	S	P	25	P	25	Charitable	X
Lennar Corp	01/13/09		03/31/11	2,282	975	1,307	S	P	25	P	25	Charitable	X
Lennar Corp	05/28/09		03/31/11	4,003	1,918	2,085	S	P	25	P	25	Charitable	X
Lennar Corp	06/16/09		03/31/11	2,554	1,096	1,458	S	P	25	P	25	Charitable	X
Lifepoint Hosp Inc	09/16/09		03/31/11	15,392	9,997	5,395	S	P	25	P	25	Charitable	X
Lifepoint Hosp Inc	10/30/09		03/31/11	1,199	845	355	S	P	25	P	25	Charitable	X
Limited Brands Inc	02/17/10		03/31/11	4,918	3,142	1,776	S	P	25	P	25	Charitable	X
Lindsay Corp	12/20/10		03/31/11	9,705	8,694	1,011	S	P	25	P	25	Charitable	X
Lowes Companies Inc	08/21/09		03/31/11	4,360	3,476	883	S	P	25	P	25	Charitable	X
Lowes Companies Inc	08/24/09		03/31/11	7,134	5,712	1,422	S	P	25	P	25	Charitable	X
Lowes Companies Inc	09/21/09		03/31/11	264	219	45	S	P	25	P	25	Charitable	X
Lyondellbasell Industries NV	12/13/10		03/31/11	3,566	2,870	696	S	P	25	P	25	Charitable	X
Macys Inc	08/21/09		03/31/11	9,302	6,004	3,298	S	P	25	P	25	Charitable	X
Macys Inc	08/24/09		03/31/11	4,174	2,714	1,460	S	P	25	P	25	Charitable	X
Marathon Oil Corp	03/08/06		03/31/11	7,222	4,675	2,546	S	P	25	P	25	Charitable	X
Marathon Oil Corp	02/11/08		03/31/11	27,817	25,555	2,262	S	P	25	P	25	Charitable	X
Marathon Oil Corp	07/23/08		03/31/11	2,407	1,950	457	S	P	25	P	25	Charitable	X
Marathon Oil Corp	03/28/11		03/31/11	7,978	7,812	166	S	P	25	P	25	Charitable	X
MBIA Inc	09/30/09		03/31/11	40	31	9	S	P	25	P	25	Charitable	X
MBIA Inc	10/14/09		03/31/11	1,246	763	484	S	P	25	P	25	Charitable	X
MBIA Inc	10/16/09		03/31/11	201	112	89	S	P	25	P	25	Charitable	X
MBIA Inc	10/19/09		03/31/11	1,759	980	779	S	P	25	P	25	Charitable	X
MBIA Inc	10/30/09		03/31/11	2,121	857	1,264	S	P	25	P	25	Charitable	X
MBIA Inc	11/10/09		03/31/11	864	334	530	S	P	25	P	25	Charitable	X
McKesson Corporation	07/08/09		03/31/11	11,841	6,535	5,306	S	P	25	P	25	Charitable	X
Meadwestvaco Corp	03/06/06		03/31/11	2,758	2,472	286	S	P	25	P	25	Charitable	X
Meadwestvaco Corp	05/03/06		03/31/11	6,395	6,187	208	S	P	25	P	25	Charitable	X

DOVER FOUNDATION, INC.
Form 990-PF
FYE 8/31/11
EIN: 56-0769897
Part IV, Line 1a

<u>Description</u>	<u>Date</u>		<u>Sale Price</u>	<u>Cost</u>	<u>Gain/(Loss)</u>	<u>Type</u>	<u>Acquisition</u>		<u>Exclusion</u>	<u>Exempt</u>
	<u>Acquired</u>	<u>Date Sold</u>					<u>Method</u>	<u>Code</u>		
Meadwestvaco Corp	09/27/06	03/31/11	2,334	2,063	271	S	P	25	Charitable	X
Medtronic Inc	05/21/09	03/31/11	8,081	6,560	1,522	S	P	25	Charitable	X
Melife Inc	12/12/08	03/31/11	17,748	11,503	6,245	S	P	25	Charitable	X
Methlife Inc	01/09/09	03/31/11	899	637	261	S	P	25	Charitable	X
Mgic Invst Corp Wis	10/16/09	03/31/11	6,990	4,670	2,320	S	P	25	Charitable	X
Mgic Invst Corp Wis	11/19/09	03/31/11	6,438	3,092	3,347	S	P	25	Charitable	X
Micron Technology Inc	12/03/09	03/31/11	18,076	13,238	4,838	S	P	25	Charitable	X
Midicis Pharmaceutical Corp	09/14/10	03/31/11	5,262	4,770	492	S	P	25	Charitable	X
Morgan Stanley	12/14/09	03/31/11	1,582	1,726	(144)	S	P	25	Charitable	X
Morgan Stanley	12/16/09	03/31/11	1,009	1,115	(105)	S	P	25	Charitable	X
Morgan Stanley	12/17/09	03/31/11	1,118	1,213	(94)	S	P	25	Charitable	X
Morgan Stanley	12/18/09	03/31/11	1,037	1,105	(68)	S	P	25	Charitable	X
Morgan Stanley	12/22/09	03/31/11	1,528	1,657	(130)	S	P	25	Charitable	X
Morgan Stanley	12/24/09	03/31/11	1,037	1,123	(87)	S	P	25	Charitable	X
Morgan Stanley	12/28/09	03/31/11	1,146	1,235	(89)	S	P	25	Charitable	X
Morgan Stanley	12/31/09	03/31/11	1,037	1,123	(86)	S	P	25	Charitable	X
Morgan Stanley	01/13/10	03/31/11	1,091	1,251	(160)	S	P	25	Charitable	X
Morgan Stanley	01/15/10	03/31/11	955	1,058	(103)	S	P	25	Charitable	X
Morgan Stanley	01/21/10	03/31/11	1,910	2,066	(157)	S	P	25	Charitable	X
Morgan Stanley	01/22/10	03/31/11	327	337	(10)	S	P	25	Charitable	X
Morgan Stanley	01/25/10	03/31/11	546	554	(9)	S	P	25	Charitable	X
Morgan Stanley	01/25/10	03/31/11	109	111	(2)	S	P	25	Charitable	X
Morgan Stanley	01/26/10	03/31/11	546	562	(16)	S	P	25	Charitable	X
Morgan Stanley	01/27/10	03/31/11	436	440	(4)	S	P	25	Charitable	X
Morgan Stanley	01/28/10	03/31/11	846	858	(12)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	11/19/07	03/31/11	507	1,134	(627)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	11/21/07	03/31/11	389	826	(437)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	12/20/07	03/31/11	1,093	2,438	(1,345)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	12/31/07	03/31/11	1,054	2,357	(1,304)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	01/24/08	03/31/11	686	972	(286)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	03/26/08	03/31/11	780	1,089	(309)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	09/12/08	03/31/11	449	513	(63)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	10/15/08	03/31/11	802	597	205	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	06/24/09	03/31/11	213	186	27	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	07/01/09	03/31/11	252	230	22	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	01/25/10	03/31/11	413	415	(2)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	01/28/10	03/31/11	307	280	27	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	03/26/10	03/31/11	197	199	(2)	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	04/05/10	03/31/11	404	401	3	S	P	25	Charitable	X
Motorola Mobility Holdings Inc	10/01/10	03/31/11	789	938	(149)	S	P	25	Charitable	X
Motorola Solutions Inc	11/19/07	03/31/11	581	844	(264)	S	P	25	Charitable	X
Motorola Solutions Inc	11/21/07	03/31/11	817	1,129	(312)	S	P	25	Charitable	X
Motorola Solutions Inc	12/20/07	03/31/11	2,298	3,332	(1,035)	S	P	25	Charitable	X
Motorola Solutions Inc	12/31/07	03/31/11	2,215	3,222	(1,007)	S	P	25	Charitable	X
Motorola Solutions Inc	01/24/08	03/31/11	1,443	1,329	114	S	P	25	Charitable	X

DOVER FOUNDATION, INC.

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Part IV, Line 1a

<u>Description</u>	<u>Date</u>		<u>Sale Price</u>	<u>Cost</u>	<u>Gain/(Loss)</u>	<u>Type</u>	<u>Acquisition</u>		<u>Exclusion</u>		<u>Exempt Purpose</u>	<u>Invest Prop</u>
	<u>Acquired</u>	<u>Date Sold</u>					<u>Method</u>	<u>Code</u>				
Motorola Solutions Inc	03/26/08	03/31/11	1,640	1,489	151	S	P	25			Charitable	X
Motorola Solutions Inc	06/24/08	03/31/11	355	202	153	S	P	25			Charitable	X
Motorola Solutions Inc	09/12/08	03/31/11	945	701	244	S	P	25			Charitable	X
Motorola Solutions Inc	10/15/08	03/31/11	1,685	816	869	S	P	25			Charitable	X
Mpg Office Trust Inc	04/07/10	03/31/11	3,986	4,436	(450)	S	P	25			Charitable	X
Mueller Water Products Inc	06/20/08	03/31/11	16,895	32,981	(16,085)	S	P	25			Charitable	X
Navistar Intl Corp New	05/06/09	03/31/11	15,251	9,430	5,822	S	P	25			Charitable	X
Newfield Exploration Company	10/22/08	03/31/11	7,671	2,005	5,666	S	P	25			Charitable	X
Nexen Inc	09/23/10	03/31/11	19,129	14,453	4,676	S	P	25			Charitable	X
Nike Inc	06/11/08	03/31/11	12,274	10,952	1,322	S	P	25			Charitable	X
Nordson Corp	03/04/11	03/31/11	10,333	9,923	410	S	P	25			Charitable	X
O Charleys Inc	01/21/11	03/31/11	3,648	4,706	(1,059)	S	P	25			Charitable	X
Oracle Corp	11/09/06	03/31/11	18,165	10,203	7,962	S	P	25			Charitable	X
Panera Bread Co	09/14/10	03/31/11	10,091	7,064	3,027	S	P	25			Charitable	X
Patterson Ut Energy Inc	11/09/06	03/31/11	10,047	8,938	1,109	S	P	25			Charitable	X
Patterson Ut Energy Inc	09/27/07	03/31/11	20,967	16,374	4,593	S	P	25			Charitable	X
Patterson Ut Energy Inc	10/16/08	03/31/11	6,261	2,559	3,702	S	P	25			Charitable	X
Perrigo Company	05/10/10	03/31/11	5,540	4,306	1,233	S	P	25			Charitable	X
Pfizer Inc	03/08/06	03/31/11	15,765	20,266	(4,502)	S	P	25			Charitable	X
Pfizer Inc	10/20/06	03/31/11	2,590	3,470	(881)	S	P	25			Charitable	X
Pfizer Inc	11/16/06	03/31/11	3,202	4,202	(1,000)	S	P	25			Charitable	X
Pfizer Inc	11/27/06	03/31/11	1,937	2,559	(622)	S	P	25			Charitable	X
Pfizer Inc	03/05/07	03/31/11	8,484	10,334	(1,851)	S	P	25			Charitable	X
Pfizer Inc	03/30/07	03/31/11	2,570	3,166	(596)	S	P	25			Charitable	X
Pfizer Inc	04/20/07	03/31/11	2,488	3,288	(800)	S	P	25			Charitable	X
Pfizer Inc	06/17/09	03/31/11	12,486	7,645	4,841	S	P	25			Charitable	X
PNC Financial Services Group	05/07/10	03/31/11	15,593	15,339	254	S	P	25			Charitable	X
PPL Corp	05/18/09	03/31/11	15,463	12,848	2,616	S	P	25			Charitable	X
Precision Castparts Corp	06/17/09	03/31/11	10,060	5,916	4,145	S	P	25			Charitable	X
Prudential Financial Inc	10/05/09	03/31/11	7,926	6,384	1,542	S	P	25			Charitable	X
Prudential Financial Inc	01/12/11	03/31/11	11,071	8,853	2,217	S	P	25			Charitable	X
Rackspace Hosting Inc	06/20/08	03/31/11	8,115	5,820	2,295	S	P	25			Charitable	X
Rayonier Inc	02/15/11	03/31/11	9,046	9,639	(592)	S	P	25			Charitable	X
Redwood Trust Inc	02/16/11	03/31/11	5,615	6,128	(513)	S	P	25			Charitable	X
Redwood Trust Inc	09/28/10	03/31/11	16,901	13,000	3,901	S	P	25			Charitable	X
Reinsurance Group of America	04/28/10	03/31/11	8,701	3,579	5,122	S	P	25			Charitable	X
Riverbed Technology Inc	07/27/09	03/31/11	10,774	8,599	2,175	S	P	25			Charitable	X
Safeway Inc New	09/03/10	03/31/11	16,092	15,957	134	S	P	25			Charitable	X
Sempra Energy	10/04/10	03/31/11	14,371	8,495	5,876	S	P	25			Charitable	X
Silver Wheaton Corp	03/20/07	03/31/11	12,027	7,039	4,988	S	P	25			Charitable	X
Southern Copper Corp	06/11/09	03/31/11	6,827	4,138	2,689	S	P	25			Charitable	X
Southern Copper Corp	03/02/10	03/31/11	53,834	41,296	12,538	S	P	25			Charitable	X
Spdr S&P Midcap 400	07/19/10	03/31/11	120	120	(0)	S	P	25			Charitable	X
Sprint Nextel Corp	07/20/10	03/31/11	2,117	2,149	(32)	S	P	25			Charitable	X
Sprint Nextel Corp	07/21/10	03/31/11	1,091	1,085	5	S	P	25			Charitable	X

DOVER FOUNDATION, INC.

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Part IV, Line 1a

Description	Date		Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion	Exempt
	Acquired							Method	Code		
Sprint Nextel Corp	07/23/10		03/31/11	1,072	1,100	(28)	S	P	25	Charitable	X
Sprint Nextel Corp	07/27/10		03/31/11	953	1,017	(64)	S	P	25	Charitable	X
Sprint Nextel Corp	07/29/10		03/31/11	1,302	1,336	(33)	S	P	25	Charitable	X
Sprint Nextel Corp	08/02/10		03/31/11	1,206	1,224	(18)	S	P	25	Charitable	X
Sprint Nextel Corp	08/16/10		03/31/11	1,321	1,251	70	S	P	25	Charitable	X
Starbucks Corp	09/10/09		03/31/11	4,402	2,380	2,021	S	P	25	Charitable	X
State Street Corp	04/14/10		03/31/11	1,755	1,851	(96)	S	P	25	Charitable	X
State Street Corp	04/16/10		03/31/11	1,305	1,348	(43)	S	P	25	Charitable	X
State Street Corp	04/21/10		03/31/11	2,475	2,434	41	S	P	25	Charitable	X
State Street Corp	04/23/10		03/31/11	765	756	9	S	P	25	Charitable	X
State Street Corp	06/14/10		03/31/11	1,665	1,404	261	S	P	25	Charitable	X
State Street Corp	06/28/10		03/31/11	1,215	958	257	S	P	25	Charitable	X
State Street Corp	06/29/10		03/31/11	3,105	2,367	738	S	P	25	Charitable	X
State Street Corp	08/02/10		03/31/11	360	320	40	S	P	25	Charitable	X
State Street Corp	08/20/10		03/31/11	45	37	8	S	P	25	Charitable	X
SXC Health Solutions Corp	06/03/10		03/31/11	5,983	4,033	1,949	S	P	25	Charitable	X
Symantec Corp	04/23/10		03/31/11	2,793	2,601	191	S	P	25	Charitable	X
Symantec Corp	04/23/10		03/31/11	3,289	3,063	225	S	P	25	Charitable	X
Symantec Corp	04/27/10		03/31/11	698	649	50	S	P	25	Charitable	X
Talbots Inc	02/08/11		03/31/11	5,570	5,329	241	S	P	25	Charitable	X
TCF Financial Corp	01/05/11		03/31/11	13,809	13,605	204	S	P	25	Charitable	X
TE Connectivity Ltd	09/14/07		03/31/11	4,701	4,517	184	S	P	25	Charitable	X
TE Connectivity Ltd	09/26/07		03/31/11	5,850	5,878	(28)	S	P	25	Charitable	X
TE Connectivity Ltd	10/04/07		03/31/11	2,925	2,993	(68)	S	P	25	Charitable	X
TE Connectivity Ltd	12/20/07		03/31/11	2,855	3,016	(161)	S	P	25	Charitable	X
TE Connectivity Ltd	12/27/07		03/31/11	4,144	4,503	(359)	S	P	25	Charitable	X
Tenet Healthcare Corp	11/30/07		03/31/11	6,187	4,425	1,763	S	P	25	Charitable	X
Tenet Healthcare Corp	03/26/08		03/31/11	4,584	3,236	1,348	S	P	25	Charitable	X
Terex Corp	02/16/10		03/31/11	1,472	789	683	S	P	25	Charitable	X
Terex Corp	02/17/10		03/31/11	6,439	3,530	2,908	S	P	25	Charitable	X
Terex Corp	04/29/10		03/31/11	9,382	7,032	2,351	S	P	25	Charitable	X
Terex Corp	06/03/10		03/31/11	2,024	1,228	796	S	P	25	Charitable	X
Terex Corp	06/04/10		03/31/11	4,325	2,465	1,860	S	P	25	Charitable	X
Terex Corp	06/07/10		03/31/11	776	428	348	S	P	25	Charitable	X
Terex Corp	06/11/10		03/31/11	1,959	1,087	872	S	P	25	Charitable	X
Terex Corp	06/18/10		03/31/11	2,624	1,552	1,072	S	P	25	Charitable	X
Terex Corp	06/22/10		03/31/11	1,109	658	450	S	P	25	Charitable	X
Terex Corp	06/28/10		03/31/11	2,144	1,196	948	S	P	25	Charitable	X
Terex Corp	06/29/10		03/31/11	3,068	1,603	1,465	S	P	25	Charitable	X
Terex Corp	06/30/10		03/31/11	1,589	817	772	S	P	25	Charitable	X
Terex Corp	07/01/10		03/31/11	259	125	134	S	P	25	Charitable	X
Tesco Corp Alta	07/22/09		03/31/11	20,823	7,734	13,089	S	P	25	Charitable	X
Texas Instruments Inc	10/10/08		03/31/11	16,493	8,866	7,627	S	P	25	Charitable	X
Texas Instruments Inc	02/06/09		03/31/11	6,944	3,469	3,475	S	P	25	Charitable	X
Texas Instruments Inc	04/21/09		03/31/11	3,472	1,743	1,729	S	P	25	Charitable	X

DOVER FOUNDATION, INC.

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Part IV, Line 1a

Description	Date		Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired							Method	Code	Code			
Textainer Group Hldgs	05/17/10		03/31/11	16,238	10,936	5,302	S	P	25			Charitable	X
Textron Inc	02/05/10		03/31/11	4,519	3,165	1,354	S	P	25			Charitable	X
Textron Inc	02/08/10		03/31/11	1,753	1,191	562	S	P	25			Charitable	X
Textron Inc	02/09/10		03/31/11	1,068	742	326	S	P	25			Charitable	X
Textron Inc	02/10/10		03/31/11	1,917	1,300	617	S	P	25			Charitable	X
Textron Inc	02/11/10		03/31/11	602	416	186	S	P	25			Charitable	X
Textron Inc	02/26/10		03/31/11	904	644	259	S	P	25			Charitable	X
Textron Inc	03/15/10		03/31/11	1,451	1,157	295	S	P	25			Charitable	X
Textron Inc	03/26/10		03/31/11	1,150	935	215	S	P	25			Charitable	X
Textron Inc	05/07/10		03/31/11	1,041	799	242	S	P	25			Charitable	X
Textron Inc	05/07/10		03/31/11	2,602	1,944	658	S	P	25			Charitable	X
Textron Inc	05/18/10		03/31/11	1,397	1,137	259	S	P	25			Charitable	X
Textron Inc	06/03/10		03/31/11	1,150	859	291	S	P	25			Charitable	X
The Babcock & Wilcox Company	08/05/09		03/31/11	19,638	11,934	7,704	S	P	25			Charitable	X
Time Warner Inc	03/02/07		03/31/11	585	690	(105)	S	P	25			Charitable	X
Time Warner Inc	03/05/07		03/31/11	4,084	4,745	(661)	S	P	25			Charitable	X
Time Warner Inc	03/19/07		03/31/11	1,254	1,450	(196)	S	P	25			Charitable	X
Time Warner Inc	03/30/07		03/31/11	1,600	1,858	(258)	S	P	25			Charitable	X
Time Warner Inc	06/20/07		03/31/11	1,325	1,708	(383)	S	P	25			Charitable	X
Travelers Companies Inc	03/06/06		03/31/11	7,005	4,957	2,048	S	P	25			Charitable	X
Travelers Companies Inc	03/22/06		03/31/11	10,717	7,448	3,269	S	P	25			Charitable	X
Travelers Companies Inc	05/03/06		03/31/11	3,951	3,025	926	S	P	25			Charitable	X
True Religion Apparel Inc	12/15/10		03/31/11	8,987	8,434	553	S	P	25			Charitable	X
True Religion Apparel Inc	12/16/10		03/31/11	1,867	1,808	60	S	P	25			Charitable	X
True Religion Apparel Inc	01/07/11		03/31/11	3,268	2,807	461	S	P	25			Charitable	X
TRW Automotive Holdings Corp	08/17/10		03/31/11	9,267	6,445	2,821	S	P	25			Charitable	X
Tyco International Ltd	06/20/07		03/31/11	1,122	1,284	(162)	S	P	25			Charitable	X
Tyco International Ltd	11/05/07		03/31/11	7,946	7,310	636	S	P	25			Charitable	X
Tyco International Ltd	12/13/07		03/31/11	2,245	2,074	171	S	P	25			Charitable	X
Tyco International Ltd	12/27/07		03/31/11	5,298	4,728	569	S	P	25			Charitable	X
United Continental Holdings Inc	06/22/10		03/31/11	8,448	8,161	287	S	P	25			Charitable	X
United States Steel Corp	02/25/09		03/31/11	377	150	226	S	P	25			Charitable	X
United States Steel Corp	03/24/09		03/31/11	377	167	210	S	P	25			Charitable	X
United States Steel Corp	03/30/09		03/31/11	1,399	557	842	S	P	25			Charitable	X
United States Steel Corp	04/30/09		03/31/11	1,237	599	638	S	P	25			Charitable	X
United States Steel Corp	05/05/09		03/31/11	1,614	911	703	S	P	25			Charitable	X
United States Steel Corp	05/13/09		03/31/11	1,722	879	843	S	P	25			Charitable	X
United States Steel Corp	06/23/09		03/31/11	1,614	1,051	563	S	P	25			Charitable	X
United States Steel Corp	11/02/09		03/31/11	1,130	734	396	S	P	25			Charitable	X
United States Steel Corp	01/26/10		03/31/11	699	662	37	S	P	25			Charitable	X
Unitedhealth Group Inc	07/23/08		03/31/11	28,150	17,163	10,987	S	P	25			Charitable	X
Valero Energy Corp	09/05/08		03/31/11	419	463	(44)	S	P	25			Charitable	X
Valero Energy Corp	09/10/08		03/31/11	718	722	(5)	S	P	25			Charitable	X
Valero Energy Corp	09/17/08		03/31/11	419	456	(37)	S	P	25			Charitable	X
Valero Energy Corp	09/24/08		03/31/11	2,213	2,490	(277)	S	P	25			Charitable	X

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Description	Date		Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired							Method	Code	Method	Code		
Valero Energy Corp	09/30/08		03/31/11	329	337	(8)	S	P	25	P	25	Charitable	X
Valero Energy Corp	06/04/09		03/31/11	2,452	1,539	913	S	P	25	P	25	Charitable	X
Valero Energy Corp	07/01/09		03/31/11	1,555	902	653	S	P	25	P	25	Charitable	X
Valero Energy Corp	09/09/09		03/31/11	1,495	920	575	S	P	25	P	25	Charitable	X
Valero Energy Corp New	04/13/10		03/31/11	21,580	14,065	7,515	S	P	25	P	25	Charitable	X
Valero Energy Corp New	04/13/10		03/31/11	9,960	6,906	3,054	S	P	25	P	25	Charitable	X
Vanguard REIT	09/08/10		03/31/11	13,976	12,638	1,338	S	P	25	P	25	Charitable	X
Walt Disney Co	05/29/08		03/31/11	14,199	11,194	3,006	S	P	25	P	25	Charitable	X
Walter Energy Inc	12/07/10		03/31/11	12,906	10,841	2,066	S	P	25	P	25	Charitable	X
Waters Corp	04/28/10		03/31/11	9,103	7,572	1,531	S	P	25	P	25	Charitable	X
Watson Pharmaceuticals Inc	06/20/07		03/31/11	5,977	3,442	2,535	S	P	25	P	25	Charitable	X
Watson Pharmaceuticals Inc	06/20/07		03/31/11	3,158	1,819	1,339	S	P	25	P	25	Charitable	X
Wells Fargo & Co New	10/14/08		03/31/11	13,144	13,743	(599)	S	P	25	P	25	Charitable	X
Western Digital Corp	11/29/10		03/31/11	15,916	14,202	1,714	S	P	25	P	25	Charitable	X
Weyerhaeuser Co	11/23/10		03/31/11	19,234	13,183	6,051	S	P	25	P	25	Charitable	X
Wynn Resorts Ltd	06/16/10		03/31/11	7,566	5,155	2,411	S	P	25	P	25	Charitable	X
Yahoo Inc	08/14/09		03/31/11	1,553	1,385	168	S	P	25	P	25	Charitable	X
Yahoo Inc	08/17/09		03/31/11	1,152	1,007	145	S	P	25	P	25	Charitable	X
Yahoo Inc	08/19/09		03/31/11	1,136	1,006	130	S	P	25	P	25	Charitable	X
Yahoo Inc	08/24/09		03/31/11	1,620	1,459	161	S	P	25	P	25	Charitable	X
Yahoo Inc	09/02/09		03/31/11	1,804	1,532	271	S	P	25	P	25	Charitable	X
Yahoo Inc	10/09/09		03/31/11	534	542	(8)	S	P	25	P	25	Charitable	X
Yahoo Inc	10/23/09		03/31/11	1,286	1,337	(51)	S	P	25	P	25	Charitable	X
Yahoo Inc	10/28/09		03/31/11	1,085	1,052	33	S	P	25	P	25	Charitable	X
Yahoo Inc	11/12/09		03/31/11	1,035	1,000	35	S	P	25	P	25	Charitable	X
Yahoo Inc	11/19/09		03/31/11	351	327	24	S	P	25	P	25	Charitable	X
Discovery Communications Inc	09/27/10		04/04/11	10,327	11,144	(817)	S	P	25	P	25	Charitable	X
Lear Corp	01/12/11		04/04/11	24,824	27,930	(3,107)	S	P	25	P	25	Charitable	X
Nexen Inc	10/10/01		04/04/11	1,874	2,275	(401)	S	P	25	P	25	Charitable	X
Nexen Inc	08/07/08		04/04/11	6,130	7,301	(1,171)	S	P	25	P	25	Charitable	X
Nexen Inc	02/02/09		04/04/11	1,216	683	533	S	P	25	P	25	Charitable	X
Riverbed Technology Inc	04/28/10		04/04/11	9,760	4,512	5,247	S	P	25	P	25	Charitable	X
Southern Copper Corp	06/11/09		04/04/11	14,830	9,006	5,824	S	P	25	P	25	Charitable	X
Southern Copper Corp	12/12/10		04/04/11	14,028	16,601	(2,572)	S	P	25	P	25	Charitable	X
Devon Energy Corp	09/17/09		04/06/11	453	356	97	S	P	25	P	25	Charitable	X
Devon Energy Corp	09/23/09		04/06/11	272	212	60	S	P	25	P	25	Charitable	X
Dow Chemical Company due 5/19/2019	05/08/09		04/07/11	20,168	15,967	4,201	S	P	25	P	25	Charitable	X
Royal Dutch Shell PLC	03/03/06		04/07/11	9,916	8,694	1,222	S	P	25	P	25	Charitable	X
Suncor Energy Inc	05/21/10		04/07/11	11,126	7,268	3,858	S	P	25	P	25	Charitable	X
Barrick Gold Corp	04/30/08		04/08/11	7,425	5,206	2,219	S	P	25	P	25	Charitable	X
Barrick Gold Corp	09/16/08		04/08/11	5,569	2,823	2,746	S	P	25	P	25	Charitable	X
Anadarko Petroleum Corp	07/16/11		04/11/11	662	380	281	S	P	25	P	25	Charitable	X
Apple Inc	07/24/07		04/11/11	1,657	699	958	S	P	25	P	25	Charitable	X
Apple Inc	07/09/08		04/11/11	28,166	15,244	12,922	S	P	25	P	25	Charitable	X
Expeditors Intl of Wash Inc	08/05/10		04/11/11	24,846	21,785	3,061	S	P	25	P	25	Charitable	X

DOVER FOUNDATION, INC.

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Part IV, Line 1a

Description	Date Acquired	Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt	
							Method	Code	Purpose	Invest Prop	Purpose	Invest Prop
Alcoa Inc	12/31/09	04/12/11	166	164	3	S	P	25	Charitable	X	Charitable	X
Alcoa Inc	01/25/10	04/12/11	183	147	36	S	P	25	Charitable	X	Charitable	X
Emerging CTA Portfolio LP	05/01/06	04/14/11	156,925	140,000	16,925	S	P	25	Charitable	X	Charitable	X
Emerging CTA Portfolio LP	08/01/06	04/14/11	109,452	100,000	9,452	S	P	25	Charitable	X	Charitable	X
Tyco International Ltd	12/27/07	04/14/11	1,195	922	273	S	P	25	Charitable	X	Charitable	X
Warrington Fund LP	04/01/06	04/14/11	142,289	140,000	2,289	S	P	25	Charitable	X	Charitable	X
United States Treasury Inflation Index Notes	05/29/09	04/15/11	66,724	66,256	468	S	P	25	Charitable	X	Charitable	X
United States Treasury Inflation Index Notes	06/26/09	04/15/11	5,560	5,523	38	S	P	25	Charitable	X	Charitable	X
United States Treasury Inflation Index Notes	06/29/09	04/15/11	5,560	5,587	(26)	S	P	25	Charitable	X	Charitable	X
United States Treasury Inflation Index Notes	07/29/10	04/15/11	5,560	5,579	(18)	S	P	25	Charitable	X	Charitable	X
MBIA Inc	11/10/09	04/18/11	606	229	377	S	P	25	Charitable	X	Charitable	X
Jefferies Group Inc	10/26/09	04/19/11	27,731	32,096	(4,365)	S	P	25	Charitable	X	Charitable	X
Jefferies Group Inc	10/27/09	04/19/11	853	991	(138)	S	P	25	Charitable	X	Charitable	X
Joy Global Inc	11/04/09	04/19/11	11,071	6,291	4,779	S	P	25	Charitable	X	Charitable	X
Oracle Corp	11/09/06	04/19/11	10,110	5,616	4,494	S	P	25	Charitable	X	Charitable	X
Medtronic Inc	05/21/09	04/25/11	1,211	960	251	S	P	25	Charitable	X	Charitable	X
Patterson Uni Energy Inc	10/16/08	04/25/11	1,968	774	1,195	S	P	25	Charitable	X	Charitable	X
Texas Instruments Inc	04/21/09	04/25/11	1,058	523	535	S	P	25	Charitable	X	Charitable	X
Unitedhealth Group Inc	07/23/08	04/25/11	1,675	969	706	S	P	25	Charitable	X	Charitable	X
El Paso Pipeline Partners LP	09/27/10	04/26/11	23,208	19,474	3,734	S	P	25	Charitable	X	Charitable	X
Embotelladora Andina Sa	09/30/10	04/26/11	22,815	23,351	(536)	S	P	25	Charitable	X	Charitable	X
Baker Hughes Inc	03/26/10	04/27/11	1,313	759	554	S	P	25	Charitable	X	Charitable	X
Statohydro ASA	11/09/10	04/27/11	7,135	5,365	1,771	S	P	25	Charitable	X	Charitable	X
Tesco Corp Alta	07/22/09	04/27/11	379	163	216	S	P	25	Charitable	X	Charitable	X
Meadwestvaco Corp	09/27/06	04/28/11	33	27	7	S	P	25	Charitable	X	Charitable	X
Tesco Corp Alta	07/22/09	04/29/11	380	163	217	S	P	25	Charitable	X	Charitable	X
Nike Inc	06/11/08	05/02/11	37,153	30,679	6,474	S	P	25	Charitable	X	Charitable	X
CBS Corp	05/10/10	05/04/11	848	494	354	S	P	25	Charitable	X	Charitable	X
Lowes Companies Inc	09/21/09	05/04/11	15,821	13,486	2,334	S	P	25	Charitable	X	Charitable	X
Nokia Corp	01/21/10	05/04/11	4,299	6,434	(2,135)	S	P	25	Charitable	X	Charitable	X
Nokia Corp	01/27/10	05/04/11	3,998	6,011	(2,013)	S	P	25	Charitable	X	Charitable	X
Nokia Corp	02/11/10	05/04/11	7,223	10,916	(3,694)	S	P	25	Charitable	X	Charitable	X
True Religion Apparel Inc	01/07/11	05/04/11	2,998	2,105	893	S	P	25	Charitable	X	Charitable	X
Gap Inc	05/05/08	05/05/11	416	328	88	S	P	25	Charitable	X	Charitable	X
Silver Wheaton Corp	10/04/10	05/06/11	9,887	7,058	2,829	S	P	25	Charitable	X	Charitable	X
Silver Wheaton Corp	10/19/10	05/06/11	20,140	14,580	5,560	S	P	25	Charitable	X	Charitable	X
Tesco Corp Alta	07/22/09	05/09/11	380	163	217	S	P	25	Charitable	X	Charitable	X
Yahoo Inc	11/19/09	05/11/11	120	109	11	S	P	25	Charitable	X	Charitable	X
Yahoo Inc	12/09/09	05/11/11	598	534	65	S	P	25	Charitable	X	Charitable	X
Yahoo Inc	01/07/10	05/11/11	256	251	5	S	P	25	Charitable	X	Charitable	X
Takeda Pharmaceutical Co	05/11/10	05/12/11	11,449	10,269	1,180	S	P	25	Charitable	X	Charitable	X
CA Inc	06/18/09	05/13/11	299	222	77	S	P	25	Charitable	X	Charitable	X
Atlantic City Electric Trans due 10/20/2016	09/25/08	05/16/11	27,996	24,695	3,300	S	P	25	Charitable	X	Charitable	X
CNH Equipment Tr due 10/15/2014	10/29/09	05/16/11	24,542	25,264	(722)	S	P	25	Charitable	X	Charitable	X
Concho Resources Inc	12/07/10	05/16/11	17,619	16,931	688	S	P	25	Charitable	X	Charitable	X

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Description	Date		Sale Price	Cost	Gain/(Loss)	Type	Acquisition	Exclusion	Exempt
	Acquired	Date Sold					Method	Code	Purpose
Continental Resources Inc	06/14/10	05/16/11	5,702	4,939	763	S	P	25	Charitable
Marathon Oil Corp	03/28/11	05/16/11	14,146	14,582	(436)	S	P	25	Charitable
Walter Energy Inc	12/07/10	05/16/11	5,430	5,135	295	S	P	25	Charitable
CBS Corp	05/18/10	05/17/11	705	413	292	S	P	25	Charitable
Home Depot Inc	10/15/08	05/17/11	411	223	189	S	P	25	Charitable
Home Depot Inc	10/16/08	05/17/11	187	96	91	S	P	25	Charitable
FNMA due 10/1/2037	10/17/08	05/19/11	5,256	5,960	(704)	S	P	25	Charitable
Tesco Corp Alta	07/22/09	05/19/11	5,408	2,279	3,128	S	P	25	Charitable
Atheros Communications Inc	02/01/11	05/24/11	13,050	12,928	122	S	P	25	Charitable
CBS Corp	05/18/10	05/24/11	535	306	229	S	P	25	Charitable
SK Telecom Ltd	02/19/08	05/24/11	9,264	11,229	(1,965)	S	P	25	Charitable
CBS Corp	05/18/10	05/26/11	658	367	291	S	P	25	Charitable
Austin Cap MS Fund Ltd	Varous	05/31/11	7,686	7,686	-	S	P	25	Charitable
Suncor Energy Inc	05/21/10	05/31/11	10,362	7,181	3,181	S	P	25	Charitable
US Treasury Bills due 9/8/2011	03/10/11	05/31/11	82,989	82,944	45	S	P	25	Charitable
Fixed Income Shares Fund Series C	05/29/09	06/01/11	8,071	7,381	690	S	P	25	Charitable
Fixed Income Shares Fund Series M	05/29/09	06/01/11	6,669	5,656	1,013	S	P	25	Charitable
GlaxoSmithKline PLC	01/08/10	06/01/11	8,126	7,819	307	S	P	25	Charitable
Newfield Exploration Company	10/22/08	06/01/11	1,481	401	1,080	S	P	25	Charitable
Newfield Exploration Company	02/17/10	06/01/11	10,364	7,135	3,230	S	P	25	Charitable
Mueller Water Products Inc	06/20/08	06/02/11	2,515	5,453	(2,939)	S	P	25	Charitable
Mueller Water Products Inc	03/06/09	06/02/11	1,317	577	740	S	P	25	Charitable
Mueller Water Products Inc	03/06/09	06/03/11	1,324	595	730	S	P	25	Charitable
Mueller Water Products Inc	03/24/09	06/03/11	2,805	1,899	906	S	P	25	Charitable
Baker Hughes Inc	05/07/10	06/07/11	592	359	233	S	P	25	Charitable
Cirrus Logic Inc	02/01/11	06/07/11	10,503	14,621	(4,118)	S	P	25	Charitable
El Paso Pipeline Partners LP	09/27/10	06/07/11	11,733	10,993	739	S	P	25	Charitable
Talbots Inc	02/08/11	06/08/11	1,446	3,399	(1,953)	S	P	25	Charitable
Talbots Inc	03/24/11	06/08/11	993	2,428	(1,435)	S	P	25	Charitable
Corning Inc	01/19/10	06/13/11	23,060	24,608	(1,547)	S	P	25	Charitable
Lindsay Corp	12/20/10	06/13/11	21,834	26,082	(4,249)	S	P	25	Charitable
Rayonier Inc	06/20/08	06/13/11	1,853	1,343	509	S	P	25	Charitable
Rayonier Inc	10/29/08	06/13/11	10,498	5,265	5,232	S	P	25	Charitable
TRW Automotive Holdings Corp	08/17/10	06/13/11	30,907	22,369	8,538	S	P	25	Charitable
Unitedhealth Group Inc	07/23/08	06/13/11	742	415	327	S	P	25	Charitable
Unitedhealth Group Inc	09/23/08	06/13/11	9,643	5,032	4,611	S	P	25	Charitable
Meadwestvaco Corp	09/27/06	06/14/11	749	616	132	S	P	25	Charitable
Cognizant Tech Solutions	10/20/09	06/16/11	22,944	14,062	8,882	S	P	25	Charitable
Tyco International Ltd	12/27/07	06/16/11	558	481	77	S	P	25	Charitable
Unitedhealth Group Inc	09/23/08	06/16/11	14,596	7,613	6,983	S	P	25	Charitable
Fushi Copperweld Inc	03/10/10	06/17/11	866	2,528	(1,663)	S	P	25	Charitable
Deere & Co	02/07/11	06/20/11	22,507	26,862	(4,355)	S	P	25	Charitable
Flextronics International Ltd	05/01/08	06/20/11	282	482	(201)	S	P	25	Charitable
Joy Global Inc	09/23/09	06/20/11	31,557	18,309	13,248	S	P	25	Charitable
Tyco International Ltd	12/27/07	06/20/11	93	80	12	S	P	25	Charitable

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Description	Date Acquired	Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt	
							Method	Code	Purpose	Invest Prop		
Flextronics International Ltd	05/01/08	06/23/11	741	1,254	(514)	S	P	25	Charitable	X		
Seven & I Holdings Co Ltd	01/07/09	06/23/11	53	59	(6)	S	P	25	Charitable	X		
Seven & I Holdings Co Ltd	01/08/09	06/23/11	5,542	6,154	(612)	S	P	25	Charitable	X		
GE Capital Credit Card Master due 7/15/2015	08/05/09	06/24/11	30,919	29,995	923	S	P	25	Charitable	X		
Flextronics International Ltd	05/01/08	06/27/11	909	1,533	(623)	S	P	25	Charitable	X		
Siemens A G	09/29/08	06/27/11	3,964	2,799	1,165	S	P	25	Charitable	X		
True Religion Apparel Inc	01/07/11	06/28/11	848	601	247	S	P	25	Charitable	X		
True Religion Apparel Inc	02/04/11	06/28/11	2,687	1,959	728	S	P	25	Charitable	X		
True Religion Apparel Inc	02/07/11	06/28/11	2,262	1,701	562	S	P	25	Charitable	X		
Baker Hughes Inc	05/07/10	06/29/11	649	404	245	S	P	25	Charitable	X		
True Religion Apparel Inc	02/07/11	06/29/11	3,845	2,870	975	S	P	25	Charitable	X		
Flextronics International Ltd	05/01/08	06/30/11	128	214	(86)	S	P	25	Charitable	X		
Flextronics International Ltd	05/05/09	06/30/11	1,104	706	399	S	P	25	Charitable	X		
Flextronics International Ltd	06/25/09	06/30/11	3,897	2,602	1,295	S	P	25	Charitable	X		
True Religion Apparel Inc	02/07/11	06/30/11	1,436	1,063	374	S	P	25	Charitable	X		
Holly Corp	06/01/11	07/01/11	66	58	8	S	P	25	Charitable	X		
International Business Machines Corp	04/18/07	07/06/11	177	95	83	S	P	25	Charitable	X		
CBS Corp	05/18/10	07/07/11	408	214	194	S	P	25	Charitable	X		
Meadwestvaco Corp	09/27/06	07/07/11	272	214	58	S	P	25	Charitable	X		
United States Treasury Bills due 8/18/11	05/17/11	07/11/11	40,999	40,997	3	S	P	25	Charitable	X		
Patterson UTI Energy Inc	10/16/08	07/13/11	9,177	3,392	5,785	S	P	25	Charitable	X		
TE Connectivity Ltd	12/27/07	07/13/11	509	530	(21)	S	P	25	Charitable	X		
Allstate Corp	12/21/10	07/18/11	28	32	(4)	S	P	25	Charitable	X		
Allstate Corp	02/10/11	07/18/11	419	465	(46)	S	P	25	Charitable	X		
Allstate Corp	02/10/11	07/19/11	1,074	1,178	(104)	S	P	25	Charitable	X		
Allstate Corp	02/16/11	07/19/11	735	802	(67)	S	P	25	Charitable	X		
Allstate Corp	03/09/11	07/19/11	1,045	1,185	(139)	S	P	25	Charitable	X		
Allstate Corp	03/29/11	07/19/11	1,300	1,457	(157)	S	P	25	Charitable	X		
Allstate Corp	04/28/11	07/19/11	198	236	(39)	S	P	25	Charitable	X		
Allstate Corp	05/11/11	07/19/11	876	1,029	(153)	S	P	25	Charitable	X		
Allstate Corp	05/12/11	07/19/11	254	295	(41)	S	P	25	Charitable	X		
Allstate Corp	05/24/11	07/19/11	565	628	(63)	S	P	25	Charitable	X		
Allstate Corp	06/03/11	07/19/11	254	276	(21)	S	P	25	Charitable	X		
Allstate Corp	10/08/08	07/19/11	807	582	225	S	P	25	Charitable	X		
Intel Corp	04/18/07	07/19/11	1,663	851	811	S	P	25	Charitable	X		
International Business Machines Corp	10/16/08	07/20/11	8,225	2,916	5,309	S	P	25	Charitable	X		
Patterson Ut Energy Inc	04/29/10	07/21/11	6,682	8,135	(1,453)	S	P	25	Charitable	X		
Avery Dennison Corp	05/07/10	07/21/11	5,346	5,794	(448)	S	P	25	Charitable	X		
Avery Dennison Corp	05/10/10	07/21/11	4,343	4,900	(557)	S	P	25	Charitable	X		
Suncor Energy Inc	05/21/10	07/21/11	11,467	7,992	3,475	S	P	25	Charitable	X		
Avery Dennison Corp	05/10/10	07/22/11	3,178	3,581	(403)	S	P	25	Charitable	X		
Baker Hughes Inc	05/07/10	07/22/11	474	269	204	S	P	25	Charitable	X		
Suncor Energy Inc	05/21/10	07/22/11	11,380	7,963	3,417	S	P	25	Charitable	X		
Yahoo Inc	01/07/10	07/25/11	469	570	(101)	S	P	25	Charitable	X		
Anadarko Petroleum Corp	07/16/10	07/26/11	585	333	252	S	P	25	Charitable	X		

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Part IV, Line 1a

Description	Date		Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt Purpose	Invest Prop
	Acquired							Method	Code				
Baker Hughes Inc	05/07/10		07/26/11	400	224	176	S	P	25	Charitable		X	
Kazakhgold Group Ltd	06/16/11		07/26/11	1	1	(0)	S	P	25	Charitable		X	
Shell International Fin due 3/21/2014	03/18/09		07/27/11	26,960	24,993	1,966	S	P	25	Charitable		X	
Anadarko Petroleum Corp	07/16/10		07/28/11	253	143	111	S	P	25	Charitable		X	
Grace W R & Co	01/23/09		07/28/11	16,813	2,297	14,516	S	P	25	Charitable		X	
Embraer S A	11/03/09		08/01/11	10,185	7,003	3,181	S	P	25	Charitable		X	
Embraer S A	05/14/10		08/01/11	11,029	8,545	2,484	S	P	25	Charitable		X	
Constellation Energy Group	12/21/10		08/02/11	8,817	6,788	2,029	S	P	25	Charitable		X	
Royal Dutch Shell PLC	03/03/06		08/03/11	10,469	9,797	671	S	P	25	Charitable		X	
Mueller Water Products Inc	03/24/09		08/04/11	913	1,029	(116)	S	P	25	Charitable		X	
Mueller Water Products Inc	05/07/09		08/04/11	936	1,728	(792)	S	P	25	Charitable		X	
Mueller Water Products Inc	08/05/10		08/04/11	7,581	10,424	(2,842)	S	P	25	Charitable		X	
Devon Energy Corp	09/23/09		08/05/11	141	141	(0)	S	P	25	Charitable		X	
Devon Energy Corp	10/01/09		08/05/11	988	909	80	S	P	25	Charitable		X	
51Job Inc	02/07/11		08/08/11	5,386	6,241	(855)	S	P	25	Charitable		X	
Agrium Inc	08/17/10		08/08/11	4,926	4,497	429	S	P	25	Charitable		X	
Albemarle Corp	10/04/10		08/08/11	6,319	5,664	655	S	P	25	Charitable		X	
Altera Corp	08/03/10		08/08/11	24,786	19,448	5,338	S	P	25	Charitable		X	
Apple Inc	07/09/08		08/08/11	3,575	1,793	1,782	S	P	25	Charitable		X	
Apple Inc	04/02/09		08/08/11	7,150	2,265	4,885	S	P	25	Charitable		X	
Bed Bath & Beyond	07/18/11		08/08/11	5,223	6,121	(898)	S	P	25	Charitable		X	
Caterpillar Inc	12/20/10		08/08/11	4,611	5,114	(503)	S	P	25	Charitable		X	
Celgene Corp	06/20/11		08/08/11	5,043	5,676	(633)	S	P	25	Charitable		X	
Cognizant Tech Solutions	10/20/09		08/08/11	6,290	4,076	2,214	S	P	25	Charitable		X	
Concho Resources Inc	12/07/10		08/08/11	4,470	5,210	(740)	S	P	25	Charitable		X	
Continental Resources Inc	06/14/10		08/08/11	1,204	1,300	(96)	S	P	25	Charitable		X	
Continental Resources Inc	12/07/10		08/08/11	2,649	3,202	(553)	S	P	25	Charitable		X	
Cooper Industries PLC	11/30/09		08/08/11	7,068	6,466	603	S	P	25	Charitable		X	
Corn Products International	06/20/11		08/08/11	2,337	2,945	(608)	S	P	25	Charitable		X	
CSX Corp	09/02/09		08/08/11	10,873	7,292	3,581	S	P	25	Charitable		X	
Dover Corp	03/04/11		08/08/11	2,539	3,303	(764)	S	P	25	Charitable		X	
Express Scripts Inc	11/30/09		08/08/11	4,219	3,841	379	S	P	25	Charitable		X	
Ford Motor Co	07/07/11		08/08/11	1,837	2,577	(740)	S	P	25	Charitable		X	
Halliburton Co Holdings Co	03/28/11		08/08/11	6,817	7,601	(784)	S	P	25	Charitable		X	
Hansen Natural Corp	04/26/11		08/08/11	7,952	7,444	508	S	P	25	Charitable		X	
Healthspring Inc	09/14/10		08/08/11	13,848	10,852	2,995	S	P	25	Charitable		X	
Healthspring Inc	04/11/11		08/08/11	884	1,162	(278)	S	P	25	Charitable		X	
HollyFrontier Corp	06/01/11		08/08/11	13,970	14,334	(365)	S	P	25	Charitable		X	
International Business Machines Corp	03/28/11		08/08/11	10,849	10,556	292	S	P	25	Charitable		X	
ITC Holdings Corp	08/03/10		08/08/11	5,300	4,672	628	S	P	25	Charitable		X	
Marathon Oil Corp	03/28/11		08/08/11	6,549	8,698	(2,149)	S	P	25	Charitable		X	
Marathon Petroleum Corp	03/28/11		08/08/11	4,543	5,884	(1,341)	S	P	25	Charitable		X	
McDonalds Corp	06/20/11		08/08/11	7,822	7,869	(47)	S	P	25	Charitable		X	
Microsoft Corp	04/21/11		08/08/11	8,697	9,055	(358)	S	P	25	Charitable		X	
Nordson Corp	03/04/11		08/08/11	6,737	9,648	(2,910)	S	P	25	Charitable		X	

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<u>Date</u>	<u>Description</u>	<u>Acquired</u>	<u>Date Sold</u>	<u>Sale Price</u>	<u>Cost</u>	<u>Gain/(Loss)</u>	<u>Type</u>	<u>Acquisition Method</u>	<u>Exclusion Code</u>	<u>Exempt Purpose</u>	<u>Invest Prop</u>
09/14/10	Panera Bread Co	09/14/10	08/08/11	6,798	6,181	616	S	P	25	Charitable	X
05/10/10	Perrigo Co	05/10/10	08/08/11	8,886	7,074	1,812	S	P	25	Charitable	X
01/12/11	Rackspace Hosting Inc	01/12/11	08/08/11	4,720	5,108	(387)	S	P	25	Charitable	X
02/16/11	Redwood Trust Inc	02/16/11	08/08/11	10,490	14,299	(3,809)	S	P	25	Charitable	X
02/17/11	Redwood Trust Inc	02/17/11	08/08/11	8,243	11,245	(3,002)	S	P	25	Charitable	X
04/28/10	Riverbed Technology Inc	04/28/10	08/08/11	13,202	8,713	4,489	S	P	25	Charitable	X
06/03/10	SXC Health Solutions Corp	06/03/10	08/08/11	14,556	11,733	2,823	S	P	25	Charitable	X
04/11/11	SXC Health Solutions Corp	04/11/11	08/08/11	4,776	5,734	(957)	S	P	25	Charitable	X
06/01/11	Wabtec	06/01/11	08/08/11	3,629	4,667	(1,039)	S	P	25	Charitable	X
12/07/10	Walter Energy Inc	12/07/10	08/08/11	16,591	26,817	(10,226)	S	P	25	Charitable	X
04/28/10	Waters Corp	04/28/10	08/08/11	27,415	25,240	2,175	S	P	25	Charitable	X
01/07/10	Bank New York Mellon Corp	01/07/10	08/09/11	1,538	2,184	(646)	S	P	25	Charitable	X
02/23/10	Bank New York Mellon Corp	02/23/10	08/09/11	7,589	10,447	(2,857)	S	P	25	Charitable	X
04/29/10	Bank New York Mellon Corp	04/29/10	08/09/11	7,795	12,156	(4,362)	S	P	25	Charitable	X
07/05/06	ConocoPhillips	07/05/06	08/09/11	12,615	13,366	(751)	S	P	25	Charitable	X
10/10/08	ConocoPhillips	10/10/08	08/09/11	6,623	5,311	1,312	S	P	25	Charitable	X
04/09/09	KAO Corp	04/09/09	08/09/11	12,393	9,690	2,703	S	P	25	Charitable	X
11/10/09	MBIA Inc	11/10/09	08/09/11	726	408	318	S	P	25	Charitable	X
11/25/09	MBIA Inc	11/25/09	08/09/11	35	18	16	S	P	25	Charitable	X
05/21/09	Medtronic Inc	05/21/09	08/09/11	624	640	(16)	S	P	25	Charitable	X
10/05/09	Medtronic Inc	10/05/09	08/09/11	10,135	11,830	(1,694)	S	P	25	Charitable	X
01/05/10	Medtronic Inc	01/05/10	08/09/11	7,640	10,859	(3,219)	S	P	25	Charitable	X
02/04/09	CME Group Inc due 2/15/2014	02/04/09	08/10/11	27,900	24,960	2,941	S	P	25	Charitable	X
03/24/10	Covidien International due 10/15/2017	03/24/10	08/10/11	24,369	21,997	2,371	S	P	25	Charitable	X
06/05/09	Express Scripts Inc due 6/15/2012	06/05/09	08/10/11	36,246	34,973	1,273	S	P	25	Charitable	X
06/08/09	Hudson United Bank due 5/15/2012	06/08/09	08/10/11	31,238	31,500	(263)	S	P	25	Charitable	X
11/26/08	Strips-TINT-US Treasury due 2/15/2015	11/26/08	08/10/11	142,476	119,695	22,781	S	P	25	Charitable	X
01/24/11	US Treasury Notes Series B-2017 due 2/15/2017	01/24/11	08/10/11	47,647	45,017	2,630	S	P	25	Charitable	X
03/10/10	Fushi Copperweld Inc	03/10/10	08/11/11	1,978	4,334	(2,356)	S	P	25	Charitable	X
03/15/10	Fushi Copperweld Inc	03/15/10	08/11/11	989	2,211	(1,222)	S	P	25	Charitable	X
09/17/08	Goldman Sachs Group Inc	09/17/08	08/11/11	9,365	8,050	1,315	S	P	25	Charitable	X
01/05/11	TCF Financial Corp	01/05/11	08/11/11	694	1,088	(394)	S	P	25	Charitable	X
01/21/11	TCF Financial Corp	01/21/11	08/11/11	9,470	14,748	(5,279)	S	P	25	Charitable	X
03/07/08	Dawwa House Industries	03/07/08	08/12/11	13,626	10,896	2,730	S	P	25	Charitable	X
03/15/10	Fushi Copperweld Inc	03/15/10	08/12/11	2,840	6,142	(3,302)	S	P	25	Charitable	X
11/25/09	MBIA Inc	11/25/09	08/12/11	355	196	159	S	P	25	Charitable	X
12/07/09	MBIA Inc	12/07/09	08/12/11	1,164	671	493	S	P	25	Charitable	X
11/19/10	MBIA Inc	11/19/10	08/12/11	783	1,207	(425)	S	P	25	Charitable	X
03/03/11	MBIA Inc	03/03/11	08/12/11	329	530	(201)	S	P	25	Charitable	X
05/12/11	MBIA Inc	05/12/11	08/12/11	460	680	(220)	S	P	25	Charitable	X
05/24/11	MBIA Inc	05/24/11	08/12/11	217	292	(75)	S	P	25	Charitable	X
06/28/11	MBIA Inc	06/28/11	08/12/11	335	395	(60)	S	P	25	Charitable	X
02/13/08	Dawwa House Industries	02/13/08	08/13/11	1,434	1,259	175	S	P	25	Charitable	X
05/03/06	AT&T Inc	05/03/06	08/15/11	1,064	959	105	S	P	25	Charitable	X
11/16/06	AT&T Inc	11/16/06	08/15/11	748	849	(102)	S	P	25	Charitable	X

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Description	Date Acquired	Date Sold	Sale Price	Cost	Gain/(Loss)	Type	Acquisition		Exclusion		Exempt
							Method	Code	Purpose	Invest Prop	
Daiwa House Industries	03/07/08	08/15/11	7,055	5,639	1,415	S	P	25	Charitable	X	
Fushi Copperweld Inc	03/15/10	08/15/11	57	123	(66)	S	P	25	Charitable	X	
Fushi Copperweld Inc	11/22/10	08/15/11	3,242	5,318	(2,076)	S	P	25	Charitable	X	
Global Industries Ltd due 2/15/2025	09/25/08	08/15/11	1,000	1,080	(80)	S	P	25	Charitable	X	
Government Natl Mig Assn due 5/16/2025	10/03/08	08/16/11	2,924	2,582	342	S	P	25	Charitable	X	
KAO Corp	04/09/09	08/16/11	10,103	7,849	2,254	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	10/01/10	08/16/11	238	181	57	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	10/11/10	08/16/11	332	246	86	S	P	25	Charitable	X	
KAO Corp	04/09/09	08/17/11	9,203	7,081	2,122	S	P	25	Charitable	X	
Computer Sciences Corp	04/19/11	08/18/11	4,842	8,447	(3,605)	S	P	25	Charitable	X	
Computer Sciences Corp	05/05/11	08/18/11	2,848	4,355	(1,507)	S	P	25	Charitable	X	
Computer Sciences Corp	06/16/11	08/18/11	3,418	4,623	(1,205)	S	P	25	Charitable	X	
Gap Inc	03/08/06	08/18/11	7,223	8,244	(1,021)	S	P	25	Charitable	X	
Gap Inc	05/04/06	08/19/11	3,964	4,538	(573)	S	P	25	Charitable	X	
Gap Inc	03/08/09	08/19/11	5,708	6,382	(674)	S	P	25	Charitable	X	
Barrick Gold Corp	09/16/08	08/22/11	7,596	4,041	3,555	S	P	25	Charitable	X	
Astrazeneca PLC	01/12/10	08/23/11	5,902	5,990	(88)	S	P	25	Charitable	X	
International Business Machines Corp	04/18/07	08/23/11	1,142	662	480	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	10/11/10	08/23/11	1	-	1	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	10/15/10	08/23/11	992	702	290	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	11/11/10	08/23/11	793	572	220	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	01/11/11	08/23/11	1,671	1,428	243	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	01/27/11	08/23/11	2,355	1,909	446	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	02/16/11	08/23/11	1,671	1,308	363	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	03/11/11	08/23/11	2,773	1,828	945	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	03/24/11	08/23/11	1,329	910	419	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	06/09/11	08/23/11	722	449	273	S	P	25	Charitable	X	
Motorola Mobility Holdings Inc	07/29/11	08/23/11	456	271	185	S	P	25	Charitable	X	
International Business Machines Corp	04/18/07	08/24/11	330	189	141	S	P	25	Charitable	X	
KAO Corp	04/09/09	08/25/11	11,851	9,367	2,484	S	P	25	Charitable	X	
KAO Corp	05/18/09	08/25/11	9,471	7,689	1,782	S	P	25	Charitable	X	
Ameren Corp	02/17/10	08/26/11	1,435	1,260	175	S	P	25	Charitable	X	
Ameren Corp	03/25/10	08/26/11	4,877	4,322	555	S	P	25	Charitable	X	
Austin Cap MS Fund Ltd	Various	08/31/11	4,332	4,332	-	S	P	25	Charitable	X	
Bank of America Corp	05/04/11	08/31/11	5,744	8,756	(3,012)	S	P	25	Charitable	X	
Bank of America Corp	06/13/11	08/31/11	3,036	4,045	(1,009)	S	P	25	Charitable	X	
Kinross Gold Corp	07/08/09	08/31/11	7,698	7,975	(277)	S	P	25	Charitable	X	
Kinross Gold Corp	07/28/09	08/31/11	6,467	6,983	(516)	S	P	25	Charitable	X	
Total			8,817,132	7,775,884	1,041,248						

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<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Abuse Prevention Council P O. Box 2589 Shelby, NC 28151	domestic abuse prevention	10,000
Adopt A Platoon P. O. Box 1457 Seabrook, NH 03874	support our troops	150
Aldersgate Methodist Church 1207 W Dixon Boulevard Shelby, NC 28152	support church programs	5,000
Ambassador College P O. Box 158 Lattimore, NC 28089	support education programs	2,000
American Cancer Sociey 500 East Morehead St , Suite 211 Charlotte, NC 28202	support cancer research	7,000
American Heart Association P. O Box 2391 Shelby, NC 28151	support the fight against heart disease	10,000
American Legion 222 North LaFayette St Suite 22 Shelby, NC 28150	support of veterans organization	26,500
American Lung Association P O Box 7000 Albert Lea, MN 56607 Boone, NC 28608	support the fight against lung disorders	100
Appalachian State University 287 Rivers Street Boone, NC 28608	scholarship funding	7,000
Baptist Children's Homes P. O Box 338 Thomasville, NC 27361	support child care programs	1,500
Bethlehem Methodist Church 2741 Highway 274 Cherryville, NC 28021	support church activities	2,500
Brothers In Christ Outreach Ministries P O Box 1264 Shelby, NC 28151	support after-school & summer programs	10,000
Buffalo Baptist Church 1410 Buffalo Church Road Shelby, NC 28150	support church activities	2,500

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<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Camp Loy White O O Box 3377 Casar, NC 28020	Family and youth services	5,000
Childrens' Homes of Cleveland County P. O Box 2053 Shelby, NC 28151	Youth services	12,500
Christian Record Services 3049 Holly Hill Road Hendersonville, NC 287925	Materials for the blind	2,000
Christine's Home P O Box 249 Shelby, NC 28151	support outreach programs for children	5,000
Church of St Andrew 902 Spring Garden Drive Shelby, NC 28150	Religious organization	
City of Hope Church P O Box 291 Shelby, NC 28151	support church activities	2,400
Cleveland County Arts Council 111 South Washinton St Shelby, NC 28150	promote arts & humanities	7,500
Cleveland County Boys and Girls Club P O Box 2001 Shelby, NC 28151	support outreach programs for children	10,600
Cleveland County Business Development 7 North Lafayette Street, Suite 1 Shelby, NC 28150	Minority education	1,000
Cleveland County Choral Society PO Box 12 Shelby, NC 28151	community program support	1,000
Cleveland Community College 137 South Post Road Shelby, NC 28152	nursing program	10,000
Cleveland County Council on Aging 1266 Fallston Road Shelby, NC 28150	support quality of life for seniors	5,600
Cleveland County Educational Foundation 130 South Post Road Shelby, NC 28152	support education programs	500

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<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Cleveland County Girls Club 411 Cherryville Road Shelby, NC 28150	Youth activities	5,000
Cleveland County Humane Society P. O. Box 2432 Shelby, NC 28151	support animal care	40,000
Cleveland County Partnership for Children 312 West Marion Street Shelby, NC 28150	support early childhood education programs	1,000
Cleveland County Social Services P. O. Box 9006 Shelby, NC 28151	support programs & services	5,000
Cleveland County Sports Commission 315 Grover Street Shelby, NC 28150	promote athletics participation	500
Cleveland Vocational Industries 650 North Post Road Shelby, NC 28150	Handicapped activities	12,000
Cleveland/Rutherford Kidney Association 1017 North Washington St. Shelby, NC 28150	Medical assistance	25,000
Clover Hill Methodist Church 1225 Oak Grove/Clover Hill Church Road Casar, NC 28020	support church activities	2,000
Community Math Academy P. O. Box 1264 Shelby, NC 28151	Education	250
Crime Stoppers P. O. Box 207 Shelby, NC 28151	Community awareness	1,000
Destination Cleveland County PO Box 2063 Shelby, NC 28151	historical preservation	25,000
Dover Baptist Church 1501 Polkville Road Shelby, NC 28150	support church activities	26,500
Faith Harvest Church 1001 Buffalo Street Shelby, NC 28150	support church activities	3,000

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Fellowship of Christian Athletes P O. Box 83 Shelby, NC 28151	support outreach programs for young athletes	2,000
Foothills Conservancy P O Box 3023 Morganton, NC 28680	support environmental programs	2,000
Gardner-Webb University P. O. Box 997 Boiling Springs, NC 28017	support education programs & provide scholarships	100,000
Graham Elementary School 1100 Blanton Street Shelby, NC 28150	Education programs	3,800
Greater Cleveland Co Baptist Association 1175 Wyke Road Shelby, NC 28150	support religious programs	51,000
Habitat for Humanity P O Box 2098 Shelby, NC 28151	Homes for indigent	2,500
Heineman Medical Research Center P. O. Box 35457 Charlotte, NC 28235	heart disease research	30,000
Hog Happnin' P. O. Box 2343 Shelby, NC 28151	support civic organizations	20,000
Holy Angels P. O. Box 710 Belmont, NC 28012	care for disabled children	3,000
Hospice of Cleveland County 951 Wendover Heights Drive Shelby, NC 28150	End of life care	50,000
House of Mercy P O Box 808 Belmont, NC 28012	care for AIDS patients	2,500
Hoyle Methodist Church 1741 Fallston Road Shelby, NC 28150	support church activities	1,200
Independent College Fund of NC 530 North Blount St Raleigh, NC 27604	support education programs	1,500

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Inter-Faith Alliance 319 North LaFayette Street Shelby, NC 28150	Homeless shelter	2,500
Junior Charity League P. O. Box 1324 Shelby, NC 28151	support programs of the JCL	5,000
Kidsenses Museum P O. Box 150 Rutherfordton, NC 28139	promote arts & humanities	5,000
Kairos 111 Columns Circle Shelby, NC 28150	Prison ministry	1,000
Kings Mountain Little Theater P. O Box 552 Kings Mountain, NC 28086	support the arts	2,000
Kiwanis Club 1427 East Marion St Shelby, NC 28150	support Kiwanis Club programs	500
Korean War Museum P O Box 96307 Washington, DC 20090	promote arts & humanities	250
Lawndale Historical Society P O Box 733 Lawndale, NC 28090	Museum	2,000
Ledford Grove Baptist Church P. O Box 336 Lawndale, NC 28090	support church activities	5,000
Life Enrichment Center 103 T. R Harris Drive Shelby, NC 28150	Adult daycare	50,000
Lily Baptist Church 406 Whitener Street Shelby, NC 28152	Religious organization	5,000
Limestone College 1115 College Drive Gaffney, SC 29340	Education	1,000
Lions Club 2216 Holly Lane Shelby, NC 28150	Services for the blind	100

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<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Lions Senior Village 211 North Morgan Street, F-3 Shelby, NC 28150	Senior citizen organization	1,465
Man II Man P O Box 1572 Shelby, NC 28151	support youth programs	5,000
Maranatha Baptist Church 413 Polkville Road Shelby, NC 28150	support church activities	5,000
Marion School PTO 410 Forest Hill Drive Shelby, NC 28150	support PTO	1,000
Medical Foundation of NC 880 Martin Luther King, Jr. Boulevard Chapel Hill, NC 27514-2600	support medical education & research	7,500
Cleveland County Mental Health Association P. O Box 623 Shelby, NC 28151	Medical prescription drug program	5,000
Mt Calvary Baptist Church 2168 Pinetop Drive Shelby, NC 28150	support church programs	5,000
NC Baptist Men P. O Box 1107 Cary, NC 27512	Disaster assistance	10,000
NC Special Olympics 2200 Gateway Center Boulevard, Suite 203 Morrisville, NC 27560	support Special Olympics mission	2,000
NC State University Box 7001 Raleigh, NC 27695	support education programs; scholarship funding	32,000
North Lafayette Street Baptist Church 1700 North Lafayette Street Shelby, NC 28150	support church activities	2,000
Penland School P. O. Box 37 Penland, NC 28765	Education	2,500
Pentecostal Apostolic Church of Christ 125 West Zion Church Road Shelby, NC 28150	support church activities	1,000

DOVER FOUNDATION, INC
 Form 990-PF
 FYE 8/31/11
 EIN- 56-0769897
 Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Pleasant Ridge Baptist Church 198 Pleasant Ridge Church Road Shelby, NC 28152	support church activities	5,000
Polkville United Methodist Church P. O. Box 9 Polkville, NC 28136	support church activities	500
Princeton University Nassau Hall Princeton, NJ 08542	scholarship funding	7,000
Ross Grove Baptist Church 1225 Fallston Road Shelby, NC 28150	support church activities	2,000
Salvation Army P. O. Box 1764 Shelby, NC 28151	support Salvation Army's mission	30,000
Sandy Run Baptist Church P. O. Box 297 Mooresboro, NC 28114	support church activities	1,000
Second Baptist Church 1114 South Lafayette Street Shelby, NC 28152	support church activities	2,000
Shelby Community Theater P. O. Box 1754 Shelby, NC 28150	Community arts	2,000
Shelby High School 230 East Dixon Blvd Shelby, NC 28152	support education programs	700
Shelby Presbyterian Church P. O. Box 1444 Shelby, NC 28151	support church activities	10,000
St. Paul Baptist Church 337 Hull Road Casar, NC 28020	support church activities	2,000
St Paul FBH Church of God P. O. Box 15 Lawndale, NC 28090	support church activities	2,000
Thomas Jefferson Classical Academy 2527 Highway 221A Mooresboro, NC 28114	support education programs	5,000

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Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Union Baptist Church 3800 Polkville Road Shelby, NC 28150	support church activities	1,850
United Way P. O. Box 2242 Shelby, NC 28151	support the mission of the United Way	5,000
UNC-Chapel Hill CB #1400 450 Ridge Road SASB North, Suite 2215 Chapel Hill, NC 27599	scholarship funding	14,000
Upper Cleveland County Rescue P. O. Box 278 Lawndale, NC 28090	Emergency services	5,000
Upper Cleveland County Sports Authority Cleveland County Sports Commission 315 Grover Street Shelby, NC 28150	community activities	25,000
Uptown Shelby Association 211 South Trade St. Shelby, NC 28150	support civic organizations	2,500
Washington Outreach Ministry P. O. Box 507 Waco, NC 28169	support church outreach	1,000
Western Carolina University 408 H. F. R. Administration Building Cullowhee, NC 28723	education	500
Wofford College 429 N. Church Street Spartanburg, SC 29303	scholarship funding	15,000
Young Life of Shelby P. O. Box 1757 Shelby, NC 28151	support ministry programs for adolescents	8,000

868,965

Form **8868**
(Rev. January 2011)**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **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 ☒
- 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	Name of exempt organization Dover Foundation, Inc.	Employer identification number 56-0769897
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions Drawer 208	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Shelby NC 28151	

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

04

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	03	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

Hoyt Q. Bailey
PO Box 208

NC 28151

- The books are in the care of ► **Shelby** Telephone No ► **704-487-8890** FAX No ► **NC 28151**
- 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 **04/17/12**, 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 **09/01/10**, and ending **08/31/11**

- 2 If this 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	\$	14,000
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	\$	14,000
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

For Paperwork Reduction Act Notice, see Instructions.
DAA

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