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Department of the Treasury  
Internal Revenue ServiceReturn of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

2010

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 OCT 1, 2010, and ending SEP 30, 2011

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Name of foundation <b>E. CLAYTON AND EDITH P. GENGRAS JR., FOUNDATION, INC.</b>		A Employer identification number <b>06-1188156</b>
Number and street (or P O box number if mail is not delivered to street address) <b>300 CONNECTICUT BOULEVARD</b>	Room/suite	B Telephone number <b>860-289-3461</b>
City or town, state, and ZIP code <b>EAST HARTFORD, CT 06108-3065</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>404,514.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1 Contributions, gifts, grants, etc., received	90,148.		N/A		
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments					
	4 Dividends and interest from securities	10,673.	10,673.		STATEMENT 1	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	57,033.				
	b Gross sales price for all assets on line 6a	256,603.				
	7 Capital gain net income (from Part IV, line 2)		57,033.			
	8 Net short-term capital gain					
	9 Income modifications					
	10a Gross sales less returns and allowances					
b Less Cost of goods sold						
c Gross profit or (loss)						
11 Other income						
12 Total. Add lines 1 through 11	157,854.	67,706.				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 2	1,100.	1,100.		0.
	c Other professional fees					
	17 Interest					
	18 Taxes	STMT 3	1,047.	91.		0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses	STMT 4	3,777.	3,777.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23		5,924.	4,968.		0.
	25 Contributions, gifts, grants paid		152,100.			152,100.
26 Total expenses and disbursements. Add lines 24 and 25		158,024.	4,968.		152,100.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		-170.				
b Net investment income (if negative, enter -0-)			62,738.			
c Adjusted net income (if negative, enter -0-)				N/A		

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12-07-10

LHA For Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2010)

**E. CLAYTON AND EDITH P. GENGRAS JR.,  
FOUNDATION, INC.**

06-1188156

Page 2

<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	76,690.	133,943.	133,943.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock <b>STMT 6</b>	336,154.	264,712.	270,571.
	c Investments - corporate bonds			
<b>Liabilities</b>	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 <b>Total assets</b> (to be completed by all filers)	412,844.	398,655.	404,514.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
<b>Net Assets or Fund Balances</b>	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	412,844.	398,655.	
30 <b>Total net assets or fund balances</b>	412,844.	398,655.		
31 <b>Total liabilities and net assets/fund balances</b>	412,844.	398,655.		

**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	412,844.
2 Enter amount from Part I, line 27a	2	-170.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	412,674.
5 Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 5</b>	5	14,019.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	398,655.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 256,603.		199,570.	57,033.	
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				
b				
c				
d				
e			57,033.	
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	57,033.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	51,650.	389,011.	.132773
2008	90,879.	386,134.	.235356
2007	142,814.	537,423.	.265739
2006	56,360.	510,076.	.110493
2005	18,950.	425,255.	.044561

2 Total of line 1, column (d)	2	.788922
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	.157784
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	413,881.
5 Multiply line 4 by line 3	5	65,304.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	627.
7 Add lines 5 and 6	7	65,931.
8 Enter qualifying distributions from Part XII, line 4 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.	8	152,100.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	627.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	627.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	627.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 560.	7	560.
b Exempt foreign organizations - tax withheld at source	6b	8	6.
c Tax paid with application for extension of time to file (Form 8868)	6c	9	73.
d Backup withholding erroneously withheld	6d	10	
7 Total credits and payments. Add lines 6a through 6d		11	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>			

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>CT</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2010)

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ E CLAYTON GENGRAS JR.	Telephone no. ▶	(860) 289-3461	
Located at ▶ 300 CONNECTICUT BLVD, EAST HARTFORD, CT		ZIP+4 ▶	06108	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	N/A	
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

Form 990-PF (2010)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870.

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EDITH P GENGRAS	PRES/DIRECTOR			
30 BRAEBURNIE LA				
BLOOMFIELD, CT 06002	1.00	0.	0.	0.
E CLAYTON GENGRAS JR	SCTY/DIRECTOR			
30 BRAEBURNIE LA				
BLOOMFIELD, CT 06002	1.00	0.	0.	0.
MERRILY MOYNIHAN	DIRECTOR			
54 IRONWOOD RD				
WEST HARTFORD, CT 06117	1.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)





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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	380,974.
b	Average of monthly cash balances	1b	39,210.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	420,184.
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	420,184.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,303.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	413,881.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	20,694.

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

1	Minimum investment return from Part X, line 6	1	20,694.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	627.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	627.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	20,067.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	20,067.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	20,067.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	152,100.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	152,100.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	627.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	151,473.

**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.

Form 990-PF (2010)

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				20,067.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005				
<b>b</b> From 2006	33,024.			
<b>c</b> From 2007	116,185.			
<b>d</b> From 2008	71,814.			
<b>e</b> From 2009	32,755.			
<b>f</b> Total of lines 3a through e	253,778.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 152,100.				
<b>a</b> Applied to 2009, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2010 distributable amount				20,067.
<b>e</b> Remaining amount distributed out of corpus	132,033.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	385,811.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	385,811.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006	33,024.			
<b>b</b> Excess from 2007	116,185.			
<b>c</b> Excess from 2008	71,814.			
<b>d</b> Excess from 2009	32,755.			
<b>e</b> Excess from 2010	132,033.			

N/A

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

☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income

[illegible]

2010.05041 E. CLAYTON AND EDITH P. GEN 70053 1

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> <b>SEE ATTACHED LISTING -</b> <b>STATEMENT 8</b>	NONE	501(C)(3)	GENERAL SUPPORT	152,100.
<b>Total</b>			▶ <b>3a</b>	<b>152,100.</b>
<b>b Approved for future payment</b>	NONE			
<b>Total</b>			▶ <b>3b</b>	<b>0.</b>



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

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

[illegible]

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

- b If "Yes," complete the following schedule.**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

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

Signature of officer or trustee

Date \_\_\_\_\_

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN	
------	--

**Paid  
Preparer  
Use Only**

STEPHEN M. GUEST

Stephen SCA

2/6/12

Firm's name ► **BLUM, SHAPIRO & COMPANY, P.C., CPA'S**

Firm's EIN ▶

Firm's address ► 29 S. MAIN STREET, P.O. BOX 272000  
WEST HARTFORD, CT 06127-2000

Phone no. 860 561-4000

Form **990-PF** (2010)

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

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

OMB No 1545-0047

**2010**

Name of the organization

**E. CLAYTON AND EDITH P. GENGRAS JR.,  
FOUNDATION, INC.**

Employer identification number

**06-1188156**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

**Special Rules**

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

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

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

## Name of organization

E. CLAYTON AND EDITH P. GENGRAS JR.,  
FOUNDATION, INC.

## Employer identification number

06-1188156

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 12,429.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 3,774.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 10,052.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	EDITH P. GENGRAS 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 33,697.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	EDITH P. GENGRAS 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 10,189.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	EDITH P. GENGRAS 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 10,007.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)



## Name of organization

E. CLAYTON AND EDITH P. GENGRAS JR.,  
FOUNDATION, INC.

## Employer identification number

06-1188156

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	E. CLAYTON GENGRAS, JR.  30 BRAEBURNIE LANE  BLOOMFIELD, CT 06002	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

E. CLAYTON AND EDITH P. GENGRAS JR.,  
FOUNDATION, INC.

Employer identification number

06-1188156

**Part II Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	17S SHS BOEING CO	\$ 12,429.	02/14/11
2	115 SHS MERCK & CO.	\$ 3,774.	02/14/11
3	280 SHS VERIZON COMMUNICATIONS	\$ 10,052.	02/14/11
4	452 SHS EXXON MOBIL	\$ 33,697.	01/03/11
5	120 SHS EXXON MOBIL	\$ 10,189.	02/14/11
6	118 SHS EXXON MOBIL	\$ 10,008.	05/04/11

Name of organization

E. CLAYTON AND EDITH P. GENGRAS JR.,  
FOUNDATION, INC.

Employer identification number

06-1188156

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

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

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	715 SHS ISHARES RUSSELL 1000 GROWTH	P		10/20/10
b	2,102 SHS EATON VANCE LARGE-CAP VAL-I	P		12/28/10
c	101 SHS EXXON MOBIL CORP	P		06/17/11
d	512 SHS THORNBURG INTL VALUE FD I	P		06/15/11
e	344 SHS AMERICAN EUROPACIFIC GRTH-F2	P		06/15/11
f	1,117 SHS ARTIO INTERNATIONAL EQUITY II-I	P		06/15/11
g	3,355 SHS METROPOLITAN WEST T/R BOND-I	P		09/23/11
h	3,364 SHS MFS RESEARCH BOND FUND-I	P		09/23/11
i	393 SHS WESTCORE SMALL CAP OPPORTUNITY FUND	P		09/23/11
j	1,049.126 SHS PRUDENTIAL SMALL CAP VALUE FUND - Z	P		09/23/11
k	1,479.547 SHS BNY MELLON EMERGING MKTS	P		09/23/11
l	199 SHS EXXON MOBIL CORP	D		06/17/11
m	CAPITAL GAINS DIVIDENDS			
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 38,037.		30,920.	7,117.
b 38,446.		27,959.	10,487.
c 8,112.		7,561.	551.
d 15,309.		10,894.	4,415.
e 14,682.		11,319.	3,363.
f 13,974.		12,452.	1,522.
g 35,462.		31,240.	4,222.
h 36,163.		31,084.	5,079.
i 11,338.		7,357.	3,981.
j 11,981.		10,789.	1,192.
k 13,212.		17,000.	-3,788.
l 15,984.		995.	14,989.
m 3,903.			3,903.
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			7,117.
b			10,487.
c			551.
d			4,415.
e			3,363.
f			1,522.
g			4,222.
h			5,079.
i			3,981.
j			1,192.
k			-3,788.
l			14,989.
m			3,903.
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	57,033.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT		
BNY MELLON - DIVIDENDS	14,568.	3,903.	10,665.		
BNY MELLON - INTEREST	8.	0.	8.		
TOTAL TO FM 990-PF, PART I, LN 4	14,576.	3,903.	10,673.		

FORM 990-PF		ACCOUNTING FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	1,100.	1,100.		0.	
TO FORM 990-PF, PG 1, LN 16B	1,100.	1,100.		0.	

FORM 990-PF		TAXES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	91.	91.		0.	
EXCISE TAX	956.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	1,047.	91.		0.	

FORM 990-PF		OTHER EXPENSES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	3,727.	3,727.		0.	
FILING FEES & MISC	50.	50.		0.	
TO FORM 990-PF, PG 1, LN 23	3,777.	3,777.		0.	

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FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
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DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE ON SALE OF DONATED ASSET	13,840.
ADJUST TO ACTUAL	179.
TOTAL TO FORM 990-PF, PART III, LINE 5	14,019.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - SEE ATTACHED PORTFOLIO LISTING - STATEMENT 9	264,712.	270,571.
TOTAL TO FORM 990-PF, PART II, LINE 10B	264,712.	270,571.

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FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	7
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NAME OF MANAGER

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EDITH P GENGRAS  
E CLAYTON GENGRAS JR

**E. Clayton and Edith P. Gengras, Jr., Foundation, Inc.**  
**Form 990-PF; Part XV**  
**Grants and Contributions**  
**September 30, 2011**  
**EIN# 06-1188156**

<u>Recipient</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Archdiocese of Hartford	None	Public	General Support	50,000.00
St. Joseph College	None	Public	General Support	60,000.00
Smith College	None	Public	General Support	250.00
Mooreland Hill School	None	Public	General Support	200 00
Old Saybrook Historical Society	None	Public	General Support	50.00
Hartford Stage	None	Public	General Support	100.00
Boys & Girls Clubs of Hartford	None	Public	General Support	100.00
Miss Porter's School	None	Public	General Support	100.00
Hope Partnership	None	Public	General Support	100.00
LVGH	None	Public	General Support	100.00
Mystic Seaport	None	Public	General Support	100 00
Florence Griswold Museum	None	Public	General Support	100.00
Renbrook School Annual Fund	None	Public	General Support	1,000.00
Renbrook School Annual Fund	None	Public	General Support	12,000 00
Katharine Hepburn Cultural Arts Center	None	Public	General Support	20,000.00
Knox Parks, Inc.	None	Public	General Support	100.00
CT Women's Hall of Fame	None	Public	General Support	100 00
CPBN	None	Public	General Support	200.00
Webb-Deane-Stevens Museum	None	Public	General Support	5,000 00
Pomfret School	None	Public	General Support	1,000.00
Goodspeed Musicals	None	Public	General Support	500.00
David Hughes	None	Public	General Support	1,000 00
<b>Total Contributions</b>				<b>152,100</b>

# Asset detail

## Cash and cash equivalents

Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
133,942.88 BNY Mellon Natl Muni Money Mkt FD M (Principal Holding)	\$ 133,942.88	\$ 133,942.88		\$ 0.00	0.0%	33.1%
<b>Total cash and cash equivalents</b>	<b>\$ 133,942.88</b>	<b>\$ 133,942.88</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>		<b>33.1%</b>

## Fixed income

### Taxable

#### Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
6,187	Pimco Total Return Fund	\$ 10.7900	\$ 66,757.73	\$ 64,762.69	\$ 1,995.04	\$ 2,202.57	3.3%	16.5%
<b>Total taxable pooled vehicle</b>			<b>\$ 66,757.73</b>	<b>\$ 64,762.69</b>	<b>\$ 1,995.04</b>	<b>\$ 2,202.57</b>		<b>16.5%</b>
<b>Total taxable fixed income</b>			<b>\$ 66,757.73</b>	<b>\$ 64,762.69</b>	<b>\$ 1,995.04</b>	<b>\$ 2,202.57</b>		<b>16.5%</b>

## Equities

### U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
52	Abbott Laboratories ( ABT )	\$ 51.1400	\$ 2,659.28	\$ 2,891.52	\$ -232.24	\$ 99.84	3.8%	0.7%
100	Altria Group Inc ( MO )	26.8100	2,681.00	1,819.21	861.79	164.00	6.1	0.7
13	American Express Company ( AXP )	44.9000	583.70	407.56	176.14	9.36	1.6	0.1
13	Apple Inc ( AAPL )	381.3200	4,957.16	1,105.41	3,851.75	0.00	0.0	1.2
25	Automatic Data Processing Inc ( ADP )	47.1500	1,178.75	972.77	205.98	36.00	3.1	0.3
11	Becton Dickinson & Co ( BDx )	73.3200	806.52	756.68	49.84	18.04	2.2	0.2
172	The Boeing Company ( BA )	60.5100	10,407.72		10,407.72	288.96	2.8	2.6

STATEMENT 9





## Equities

U.S. large cap  
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
16	Caterpillar Inc ( CAT )	73.8400	1,181.44	738.22	443.22	29.44	2.5	0.3
45	Chevron Corporation ( CVX )	92.5900	4,166.55	3,503.84	662.71	140.40	3.4	1.0
42	Cisco Systems Inc ( CSCO )	15.5000	651.00	1,125.21	-474.21	10.08	1.6	0.2
81	Coca - Cola Co ( KO )	67.5600	5,472.36	4,085.83	1,386.53	152.28	2.8	1.4
62	Conocophillips ( COP )	63.3200	3,925.84	3,512.04	413.80	163.68	4.2	1.0
24	The Walt Disney Company ( DIS )	30.1600	723.84	807.48	-83.64	9.60	1.3	0.2
491	Exxon Mobil Corp ( XOM )	72.6300	35,661.33	2,455.00	33,206.33	923.08	2.6	8.8
18	Fluor Corp New ( FLR )	46.5500	837.90	982.94	-145.04	9.00	1.1	0.2
8	Franklin Res Inc ( BEN )	95.6400	765.12	670.94	94.18	8.00	1.1	0.2
26	Freeport McMoran Copper & Gold Inc ( FCX )	30.4500	791.70	1,062.36	-270.66	26.00	3.3	0.2
15	General Dynamics Corporation ( GD )	56.8900	853.35	950.18	-96.83	28.20	3.3	0.2
93	General Electric Company ( GE )	15.2200	1,415.46	2,045.26	-629.80	55.80	3.9	0.4
45	Halliburton Co ( HAL )	30.5200	1,373.40	1,339.25	34.15	16.20	1.2	0.3
100	Intel Corp ( INTC )	21.3350	2,133.50	1,736.19	397.31	84.00	3.9	0.5
17	International Business Machines ( IBM ) Corporation	174.8700	2,972.79	2,218.05	754.74	51.00	1.7	0.7
2	Intuitive Surgical Inc ( ISRG )	364.2800	728.56	534.42	194.14	0.00	0.0	0.2
51	JP Morgan Chase & Co ( JPM )	30.1200	1,536.12	1,678.43	-142.31	51.00	3.3	0.4
70	Johnson & Johnson ( JNJ )	63.6900	4,458.30	4,241.54	216.76	159.60	3.6	1.1
17	Estee Lauder Companies Class A ( EL )	87.8400	1,493.28	781.36	711.92	12.75	0.9	0.4
46	Mc Donald's Corporation ( MCD )	87.8200	4,039.72	2,765.75	1,273.97	128.80	3.2	1.0
32	McGraw Hill Companies Inc ( MHP )	41.0000	1,312.00	831.37	480.63	32.00	2.4	0.3
19	Medtronic Inc ( MDT )	33.2400	631.56	898.97	-267.41	18.43	2.9	0.2
160	Merck & Co Inc ( MRK )	32.7000	5,232.00	5,253.67	-21.67	243.20	4.7	1.3
95	Microsoft Corporation ( MSFT )	24.8900	2,364.55	2,756.29	-391.74	76.00	3.2	0.6
18	Microchip Technology Inc ( MCHP )	31.1100	559.98	475.38	84.60	24.98	4.5	0.1

STATEMENT 9



# Equities

U.S. large cap  
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
117	News Corporation ( NWSA ) Class A	15.4800	1,811.16	1,235.38	575.78	22.23	1.2	0.5
27	Occidental Petroleum Corp ( OXY )	71.5000	1,930.50	1,783.12	147.38	49.68	2.6	0.5
18	Peabody Energy Corporation ( BTU )	33.8800	609.84	658.08	-48.24	6.12	1.0	0.2
42	Pepsico Inc ( PEP )	61.9000	2,599.80	2,771.87	-172.07	86.52	3.3	0.6
106	Philip Morris International Inc ( PM )	62.3800	6,612.28	4,862.98	1,749.30	326.48	4.9	1.6
20	Praxair Inc ( PX )	93.4800	1,869.60	1,608.82	260.78	40.00	2.1	0.5
52	The Procter & Gamble Company ( PG )	63.1800	3,285.36	63.34	3,222.02	109.20	3.3	0.8
9	Prudential Financial Inc ( PRU )	46.8600	421.74	476.43	-54.69	10.35	2.5	0.1
34	Qualcomm Inc ( QCOM )	48.6300	1,653.42	1,579.75	73.67	29.24	1.8	0.4
44	Royal Dutch Shell PLC ( RDSA ) ADR	61.5200	2,706.88	2,252.67	454.21	125.66	4.6	0.7
18	Schlumberger Ltd ( SLB )	59.7300	1,075.14	1,284.16	-209.02	18.00	1.7	0.3
27	Sysco Corp ( SY )	25.9000	699.30	794.40	-95.10	28.08	4.0	0.2
32	Target Corp ( TGT )	49.0400	1,569.28	1,361.95	207.33	38.40	2.5	0.4
53	Texas Instruments Inc ( TXN )	26.6500	1,412.45	1,116.84	295.61	36.04	2.6	0.4
23	United Technologies Corp ( UTX )	70.3600	1,618.28	1,602.17	16.11	44.16	2.7	0.4
280	Verizon Communications Inc ( VZ )	36.8000	10,304.00		10,304.00	560.00	5.4	2.6
41	Wal Mart Stores Inc ( WMT )	51.9000	2,127.90	2,200.71	-72.81	59.86	2.8	0.5
60	Walgreen Co ( WAG )	32.8900	1,973.40	1,776.12	197.28	54.00	2.7	0.5
6,777.108	BNY Mellon Income Stock Fund ( MPISX )	5.8500	39,646.08	45,000.00	-5,353.92	1,158.89	2.9	9.8
Total U.S. large cap			\$ 192,482.19	\$ 127,831.91	\$ 64,550.28	\$ 5,872.53		47.5%

STATEMENT 9



## Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
24	Fomento Economico Mexicano SA De ( FMX ) CV New Sponsored ADR Reptsg 1 Unit	\$ 64.8200	\$ 1,555.68	\$ 813.76	\$ 741.92	\$ 28.10	1.8%	0.4%
32	HSBC Hldgs PLC ( HBC ) Sponsored ADR New	38.0400	1,217.28	1,938.20	-720.92	60.80	5.0	0.3
64	Nestle S A Sponsored ADR Repstg Reg ( NSRGY ) Sh	55.1000	3,526.40	2,644.84	881.56	113.09	3.2	0.9
15	Novo Nordisk A/S ADR ( NVO )	99.5200	1,492.80	747.40	745.40	20.37	1.4	0.4
40	Roche Holdings Ltd Sponsored ADR ( RHBY )	40.2200	1,608.80	1,772.40	-163.60	45.20	2.8	0.4
44	Total S.A. ADR ( TOT )	43.8700	1,930.28	2,383.06	-452.78	120.82	6.3	0.5
Total developed international			\$ 11,331.24	\$ 10,299.66	\$ 1,031.58	\$ 388.38		2.8%
Total equities			\$ 203,813.43	\$ 138,131.57	\$ 65,681.86	\$ 6,261.01		50.4%
Total assets			\$ 404,514.04	\$ 336,837.14	\$ 67,676.90	\$ 8,463.58		100.0%

Cash (133,942.88)

(133,942.88)

FMV 270,571.16

202,894.26

61,818.36 (Book/Tax difference)

264,712.62

Book Value

STATEMENT 9



**E. Clayton and Edith P. Gengras, Jr., Foundation, Inc.**  
**Form 990-PF, Part X, Line 1**  
**Minimum Investment Return**  
**September 30, 2011**  
**EIN# 06-1188156**

	<u>Merrill Lynch</u>	<u>BNY Mellon</u>	<u>BNY Mellon</u>	<u>Totals</u>
	<u>MMF</u>	<u>Securities</u>	<u>MMF</u>	
Sep-10	85	385,478	76,605	462,168
Oct-10		357,286	15,194	372,480
Nov-10		354,986	14,228	369,214
Dec-10		324,140	57,687	381,827
Jan-11		363,035	35,085	398,120
Feb-11		409,332	25,279	434,611
Mar-11		410,276	25,920	436,196
Apr-11		423,378	26,423	449,801
May-11		427,928	20,488	448,416
Jun-11		415,976	25,984	441,960
Jul-11		412,447	26,212	438,659
Aug-11		397,835	26,586	424,421
Sep-11		270,571	133,943	404,514
Total	85	4,952,668	509,634	5,462,387
Average FMV	7	380,974	39,203	420,184