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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 **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 ALPIN J. & ALPIN W. CAMERON MEMORIAL		A Employer identification number 23-6213225
Number and street (or P O box number if mail is not delivered to street address) C/O PNC BANK, 620 LIBERTY AVENUE	Room/suite 10THFL	B Telephone number (412) 762-9971
City or town, state, and ZIP code PITTSBURGH, PA 15222-2705		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,750,480.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		17.	17.		STATEMENT 2
4 Dividends and interest from securities		94,359.	94,359.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		70,754.			STATEMENT 1
b Gross sales price for all assets on line 6a 97,718.					
7 Capital gain net income (from Part IV, line 2)			74,171.		
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		2,613.	0.		STATEMENT 4
12 Total. Add lines 1 through 11		167,743.	168,547.		
13 Compensation of officers, directors, trustees, etc.		25,200.	18,650.		6,550.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 5		2,118.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		506.	337.		169.
24 Total operating and administrative expenses. Add lines 13 through 23		27,824.	18,987.		6,719.
25 Contributions, gifts, grants paid		172,000.			172,000.
26 Total expenses and disbursements. Add lines 24 and 25		199,824.	18,987.		178,719.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-32,081.			
b Net investment income (if negative, enter -0-)			149,560.		
c Adjusted net income (if negative, enter -0-)				N/A	

9

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	27,134.	19,468.	19,468.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	1,646,230.	1,626,190.	2,098,076.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	1,599,877.	1,595,502.	1,632,936.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	3,273,241.	3,241,160.	3,750,480.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,267,095.	3,238,159.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	6,146.	3,001.		
30 Total net assets or fund balances	3,273,241.	3,241,160.		
31 Total liabilities and net assets/fund balances	3,273,241.	3,241,160.		

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	3,273,241.
2 Enter amount from Part I, line 27a	2	-32,081.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,241,160.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,241,160.

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 LONG TERM CAPITAL GAIN DIVIDENDS	P		
b SHORT TERM CAPITAL GAIN DIVIDENDS	P		
c SALES OF PUBLICLY TRADED SECURITIES			
d CLASS ACTION SETTLEMENTS	P		
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 4,622.			4,622.
b 13,487.			13,487.
c 79,609.		26,160.	53,449.
d 2,663.		50.	2,613.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4,622.
b			13,487.
c			53,449.
d			2,613.
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	74,171.
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	167,133.	3,615,046.	.046233
2008	232,628.	3,262,506.	.071303
2007	216,885.	4,312,453.	.050293
2006	214,527.	4,574,370.	.046898
2005	217,758.	4,297,129.	.050675

2 Total of line 1, column (d)	2	.265402
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	.053080
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,007,624.
5 Multiply line 4 by line 3	5	212,725.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,496.
7 Add lines 5 and 6	7	214,221.
8 Enter qualifying distributions from Part XII, line 4	8	178,719.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	2,991.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	2,991.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	2,991.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
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	1,520.	
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	1,520.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,471.	
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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 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) ☐ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>PNC BANK, N.A.</u> Telephone no. ► <u>412-762-9971</u> Located at ► <u>620 LIBERTY AVENUE, 10TH FL, PITTSBURGH, PA</u> ZIP+4 ► <u>15222-2705</u>			
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 <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► _____, _____, _____	☐ 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 instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**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**6b****b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?☒

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b****b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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
SEE STATEMENT 9		25,200.	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**

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,068,654.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,068,654.
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	4,068,654.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,030.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,007,624.
6	Minimum investment return. Enter 5% of line 5	6	200,381.

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	200,381.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,991.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,991.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	197,390.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	197,390.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	197,390.

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	178,719.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	178,719.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	178,719.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				197,390.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			173,090.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 178,719.				
a Applied to 2009, but not more than line 2a			173,090.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				5,629.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				191,761.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

AMY REES, 412-768-8192
620 LIBERTY AVENUE, PITTSBURGH, PA 15222

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

IN WRITING - CONTACT THE ABOVE NAMED INDIVIDUAL

- c** Any submission deadlines:

CONTACT THE ABOVE NAMED INDIVIDUAL

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

CONTACT THE ABOVE NAMED INDIVIDUAL

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)							
a Paid during the year							
SEE STATEMENT 10							
Total					▶ 3a 172,000.		
b Approved for future payment							
NONE							
Total					▶ 3b 0.		

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM CAPITAL GAIN DIVIDENDS					
	4,622.	0.	0.	0.	4,622.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SHORT TERM CAPITAL GAIN DIVIDENDS					
	13,487.	0.	0.	0.	13,487.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SALES OF PUBLICLY TRADED SECURITIES					
	79,609.	26,964.	0.	0.	52,645.

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

70,754.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
MONEY MARKET AND TEMPORARY CASH INVESTMENTS	17.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	17.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TRUST INVESTMENT INCOME	94,359.	0.	94,359.
TOTAL TO FM 990-PF, PART I, LN 4	94,359.	0.	94,359.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION PROCEEDS	2,613.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,613.	0.	

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
990PF BAL DUE FED EXCISE TAX PMT FOR 9/30/10	598.	0.		0.
1ST QTR FED ESTIMATED EXCISE TAX PMT	380.	0.		0.
2ND QTR FED ESTIMATED EXCISE TAX PMT	380.	0.		0.
3RD QTR FED ESTIMATED EXCISE TAX PMT	380.	0.		0.
4TH QTR FED ESTIMATED EXCISE TAX PMT	380.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,118.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOARD OF OVERSEERS EXPENSES				
REIMBURSEMENT	338.	169.		169.
ACCOUNT MAINTENANCE FEE	168.	168.		0.
TOTAL TO FORM 990-PF, PG 1, LN 23	506.	337.		169.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,626,190.	2,098,076.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,626,190.	2,098,076.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - EQUITY	COST	472,835.	445,880.
MUTUAL FUNDS - FIXED	COST	1,122,667.	1,187,056.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,595,502.	1,632,936.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PNC BANK, N. A. 620 LIBERTY AVENUE PITTSBURGH, PA 15222-2705	TRUSTEE 5.00	24,200.	0.	0.
MARGARET ANNE VAN DENBERGH 620 LIBERTY AVENUE PITTSBURGH, PA 15222-2705	MEMBER BOARD OF OVERSEERS 1.00	250.	0.	0.
ROSS VAN DENBERGH 620 LIBERTY AVENUE PITTSBURGH, PA 15222-2705	MEMBER BOARD OF OVERSEERS 1.00	250.	0.	0.
JONATHAN H. SPROGELL 620 LIBERTY AVENUE PITTSBURGH, PA 15222-2705	MEMBER BOARD OF OVERSEERS 1.00	250.	0.	0.
MARGARET WALTON-RALPH 620 LIBERTY AVENUE PITTSBURGH, PA 15222-2705	MEMBER BOARD OF OVERSEERS 1.00	250.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		25,200.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ADIRONDACK PARK INSTITUTE P.O. BOX 249 PAUL SMITHS, NY 12970	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	3,000.
ALASKA WILDERNESS LEAGUE 122 C ST NW, STE 240 WASHINGTON, DC 20001	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	4,000.
AMERICAN BIRD CONSERVANCY 4249 LOUDOUN AVE THE PLAINS, VA 20198	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
AMERICAN RED CROSS - PHILADELPHIA, PA 2301 CHESTNUT STREET PHILADELPHIA, PA 19103	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,000.
ASSOCIATION OF INDEPENDENT COLLEGES AND UNIVERSITIES OF PENNSYLVANIA - 101 NORTH FRONT STREET HARRISBURG, PA 17101	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,000.
ASTRAL ARTISTIC SERVICES 230 S. BROAD STREET - 3RD FLOOR PHILADELPHIA, PA 19102	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,000.
BETHESDA MISSION - PHILADELPHIA, PA 2101 N. FRONT STREET HARRISBURG, PA 17110	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,500.
BOYS AND GIRLS CLUBS OF METROPOLITAN PHILADELPHIA, INC. - PHILADELPHIA, PA - 1518 WALNUT STREET, SUITE 712 PHILADELPHIA, PA 19102	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,500.

ALPIN J. & ALPIN W. CAMERON MEMORIAL

23-6213225

BREAKTHROUGH OF GREATER PHILADELPHIA 34 W COULTER ST PHILADELPHIA, PA 19144	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	1,000.
BRUCE MONTGOMERY FOUNDATION FOR THE ARTS PO BOX 1565 BLUE BELL, PA 19422	N/A GENERAL USE OF BRUCE MONTGOMERY FOUNDATION FOR THE ARTS	PUBLIC CHARITY	2,000.
BRYN MAWR HOSPITAL FOUNDATION 130 S BRYN MAWR AVE BRYN MAWR, PA 19010	N/A GENERAL USE OF BRYN MAWR HOSPITAL FOUNDATION	PUBLIC CHARITY	2,000.
CARSON VALLEY SCHOOL 1419 BETHLEHEM PIKE FLOURTOWN, PA 19031	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	1,500.
CHAMPS GYM INC 1679 FILMORE ST PHILADELPHIA, PA 19124	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	1,500.
CHEWONKI FOUNDATION 485 CHEWONKI NECK ROAD WISCONSIN, ME 04578	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	3,000.
CLEAN AIR COUNCIL 135 SOUTH 19TH STREET PHILADELPHIA, PA 19103	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,000.
COVENANT HOUSE, INC. P.O. BOX 731 NEW YORK, NY 10011	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
CROSSING INC 485 CHEWONKI NECK ROAD WISCASSET, ME 04578	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	3,000.
ENDOMETRIOSIS ASSOCIATION, INC. 8585 N. 76TH PLACE MILWAUKEE, WI 53223	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.

ALPIN J. & ALPIN W. CAMERON MEMORIAL

23-6213225

EPISCOPAL COMMUNITY SERVICE 225 S 3RD ST PHILADELPHIA, PA 19106	N/A GENERAL USE OF EPISCOPAL COMMUNITY SERVICE	PUBLIC CHARITY	1,000.
FIRST BOOK - PHILADELPHIA PO BOX 166 GLADWYNE, PA 19035	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	5,000.
FOREST SERVICE EMPLOYEES FOR PO BOX 11615 EUGENE, OR 97440	N/A GENERAL USE OF THE LIBRARY	PUBLIC CHARITY	500.
FOULKEWAYS AT GWYNEDD 1120 MEETINGHOUSE ROAD GWYNEDD, PA 19436	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	500.
FRENCHMAN BAY CONSERVANCY P.O. BOX 35 SALISBURY COVE, ME 04672	N/A ENVIRONMENTAL EDUCATION	PUBLIC CHARITY	5,000.
GALAPAGOS CONSERVANCY 3 11150 FAIRFAX BOULEVARD, SUITE 408 FAIRFAX, VA 22030	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	5,000.
GERMANTOWN FRIENDS SCHOOL 31 W COULTER STREET PHILADELPHIA, PA 19144	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	4,000.
GESU CATHOLIC SCHOOL - PHILADELPHIA, PA 700 WEST THOMPSON STREET PHILADELPHIA, PA 19121	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	2,000.
GETTING THE WORD OUT, INC. - ADIRONDACK EXPLORER - SARANAC, NY - 36 CHURCH STREET SARANAC LAKE, NY 12983	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
GLAUCOMA SERVICE FOUNDATION TO PREVENT BLINDNESS 840 WALNUT ST STE 1130 PHILADELPHIA, PA 19107	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,000.

ALPIN J. & ALPIN W. CAMERON MEMORIAL

23-6213225

GREATER PHILADELPHIA WOMEN'S-RESOURCES FOR HUMAN DEVELOPMENT, INC. - 4700 WISSAHICKON AVENUE PHILADELPHIA, PA 19144	N/A MEDICAL FUND	PUBLIC CHARITY	4,000.
GWYNEDD FRIENDS MEETING, GWYNEDD, PA PO BOX 142 GWYNEDD, PA 19436	N/A GENERAL USE OF THE ORGANIZATION	RELIGIOUS	1,500.
HABITAT FOR HUMANITY PHILADELPHIA 829 N 19TH STREET PHILADELPHIA, PA 19121	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
HAVERFORD COLLEGE 370 LANCASTER AVE. HAVERFORD, PA 19041	N/A GENERAL USE OF THE COLLEGE	PUBLIC CHARITY	1,000.
HOMELESS ADVOCACY PROJECT 1424 CHESTNUT ST. PHILADELPHIA, PA 19102	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
HOPE PARTNERSHIP FOR EDUCATION 1700 WEST MONTGOMERY AVE. PHILADELPHIA, PA 19121	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
INDIAN LAKE THEATER PO BOX 517 INDIAN LAKE, NY 12842	N/A GENERAL USE OF INDIAN LAKE THEATER	PUBLIC CHARITY	1,000.
INTERNATIONAL HOUSE 3701 CHESTNUT ST PHILADELPHIA, PA 19104	N/A GENERAL USE OF INTERNATIONAL HOUSE	PUBLIC CHARITY	1,000.
LCV EDUCATION FUND 1920 L STREET, NW, SUITE 800 WASHINGTON, DC 20036	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	5,000.
LONG LAKE RESCUE SQUAD, INC. P. O. BOX 415 LONG LAKE, NY 12847	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,500.

ALPIN J. & ALPIN W. CAMERON MEMORIAL

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LONG LAKE VOLUNTEER FIRE DEPT 2160 W WAYZATA BLVD LONG LAKE, MN 55356	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,500.
MAIN LINE MEALS ON WHEELS 235 LANCASTER AVE DEVON, PA 19333	N/A GENERAL USE OF MAIN LINE MEALS ON WHEELS	PUBLIC CHARITY	1,000.
MANNA - METROPOLITAN AIDS NEIGHBORHOOD NUTRITION ALLIANCE, INC. - P. O. BOX 30181 PHILADELPHIA, PA 19103	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
MEDIA - PROVIDENCE FRIENDS SCHOOL 125 WEST THIRD STREET MEDIA, PA 19063	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	1,000.
NATIONAL AUDUBON SOCIETY, INC OF AUDUBORN PENNSYLVANIA 225 VARICK STREET, 7TH FL NEW YORK, NY 10014	N/A ENVIRONMENTAL EDUCATION	PUBLIC CHARITY	2,000.
NATURAL HISTORY MUSEUM OF THE ADIRONDACKS - TUPPER LAKE, NY 12986 - 45 MUSEUM DRIVE TUPPER LAKE, NY 12986	N/A GENERAL USE OF THE MUSEUM	PUBLIC CHARITY	5,000.
NATURAL LANDS TRUST INC 1031 PALMERS MILL RD MEDIA, PA 19063	N/A GENERAL USE OF NATURAL LANDS TRUST INC	PUBLIC CHARITY	500.
NEW DIRECTIONS FOR WOMEN INC 4807 GERMANTOWN STREET PHILADELPHIA, PA 19144	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
NORTH PHILADELPHIA HEALTH SYSTEM 1524 W. GIRARD AVE. PHILADELPHIA, PA 19130	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,000.
OPERA COMPANY OF PHILADELPHIA 1420 LOCUST STREET - ROOM 210 PHILADELPHIA, PA 19102	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	5,000.

ALPIN J. & ALPIN W. CAMERON MEMORIAL

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PARTNERS IN MINISTRY AT SWARTHMORE COLLEGE P. O. BOX 415 SWARTHMORE, PA 19081	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	3,500.
PENN ENVIRONMENT RESEARCH & POLICY CENTER, INC. 1420 WALNUT ST. - ROOM 650 PHILADELPHIA, PA 19102	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,500.
PHILABUNDANCE 3616 S. GALLOWAY STREET PHILADELPHIA, PA 19148	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	3,000.
PLANNED PARENTHOOD OF SOUTHERN PENNSYLVANIA 1144 LOCUST STREET PHILADELPHIA, PA 19102	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,000.
POLICE ATHLETIC LEAGUE OF PHILADELPHIA - PHILADELPHIA, PA 5720 MEDIA ST PHILADELPHIA, PA 19102	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
PROJECT RENEWAL 200 VARICK ST NEW YORK, NY 10014	N/A GENERAL USE OF PROJECT RENEWAL	PUBLIC CHARITY	2,000.
PROVIDENCE CENTER 528 NORTH MAIN STREET PROVIDENCE, RI 02904	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
QUINTESSENCE THEATER GROUP INC 7137 GERMANTOWN AVE PHILADELPHIA, PA 19119	N/A GENERAL USE OF THE THEATER GROUP	PUBLIC CHARITY	3,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE. MONTGOMERY, AL 36104	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
SWARTHMORE COLLEGE 500 COLLEGE AVE SWARTHMORE, PA 19081	N/A GENERAL USE OF THE COLLEGE	PUBLIC CHARITY	500.

ALPIN J. & ALPIN W. CAMERON MEMORIAL

23-6213225

THE ADIRONDACK COUNCIL, INC. P.O. BOX D-2, 103 HAND AVE. - SUITE 3 ELIZABETHTOWN, NY 12932	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,500.
THE ADIRONDACK MUSEUM ROUTE 28 BLUE MOUNTAIN LAKE, NY 12812	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
THE BALDWIN SCHOOL 701 MONTGOMERY AVE. BRYN MAWR, PA 19010	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	5,000.
THE BIG BROTHERS/BIG SISTERS ASSOCIATION OF PHILADELPHIA, INC 230 NORTH 13TH STREET PHILADELPHIA, PA 19106	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
THE DOMESTIC ABUSE PROJECT OF DELAWARE COUNTY, INC. 14 WEST SECOND STREET MEDIA, PA 19063	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,500.
THE FRIENDS CENTRAL SCHOOL CORPORATION - WYNNEWOOD, PA 19096 - 228 OLD GULPH RD WYNNEWOOD, PA 19096	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	5,000.
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,000.
THE PENNSYLVANIA ACADEMY OF FINE ARTS NORTH BROAD STREET PHILADELPHIA, PA 19123	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
THE PENNSYLVANIA SCHOOL FOR THE DEAF 100 W. SCHOOL HOUSE LANE PHILADELPHIA, PA 19144	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	1,000.
THE PENNSYLVANIA STATE UNIVERSITY - STATE COLLEGE, PA 105 OLD MAIN UNIVERSITY PARK, PA 16802	N/A GENERAL USE OF THE UNIVERSITY	PUBLIC CHARITY	4,000.

ALPIN J. & ALPIN W. CAMERON MEMORIAL

23-6213225

THE PETRA FOUNDATION - BOSTON, MA 02110 ONE INTERNATIONAL PL., 21ST FL BOSTON, MA 021102600	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,500.
THE SALVATION ARMY - PHILADELPHIA, PA 701 NORTH BROAD STREET PHILADELPHIA, PA 19123	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3400 SPRUCE STREET PHILADELPHIA, PA 19102	N/A GENERAL USE OF THE UNIVERSITY	PUBLIC CHARITY	2,500.
UNIVERSITY OF PENNSYLVANIA LAW SCHOOL - PHILADELPHIA, PA 3260 SOUTH STREET PAUL SMITHS, NY 12970	N/A GENERAL USE OF THE LAW SCHOOL	PUBLIC CHARITY	1,000.
WELCOMING THE STRANGER P.O. BOX 1156 LANGHORNE, PA 19047	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,500.
WHITE WILLIAMS SCHOLARS 215 SOUTH BROAD STREET PHILADELPHIA, PA 19104	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	2,000.
WILLIAM PENN CHARTER SCHOOL OVERSEERS OF THE PUBLIC SCHOOL 3000 W SCHOOL HOUSE LN PHILADELPHIA, PA 19144	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	500.
WOODMERE ART MUSEUM, INC. 9201 GERMANTOWN AVE. PHILADELPHIA, PA 19118	N/A GENERAL USE OF THE MUSEUM	PUBLIC CHARITY	2,000.
YOUNG AUDIENCES OF EASTERN PA 1616 WALNUT ST PHILADELPHIA, PA 19103	N/A GENERAL USE OF THE ORGANIZATION	PUBLIC CHARITY	1,000.
YOUNG SCHOLARS CHARTER SCHOOL 1530 WESTERLY PARKWAY STATE COLLEGE, PA 16801	N/A GENERAL USE OF THE SCHOOL	PUBLIC CHARITY	3,500.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

172,000.

BANK 21
REGION 35
OFFICE 001

- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
10/01/10 THROUGH 09/30/11
ACCOUNT 1089546 ALPIN W CAMERON

DATE 11/07/11
TIME 08:19
PAGE 0003

-TRANSACTION- DATE DESCRIPTION		-CODES- TRAN TAX INDV		HISTORY		- C A S H -		INCOME		PRINCIPAL		INVEST/UNITS	
TOTALS FOR TAX CODE 081		LONG TERM CAPITAL GAIN DISTRIBUTION								2,544.58		2,077.88 P	
TOTALS FOR TAX CODE 082		SHORT TERM CAPITAL GAIN DISTRIBUTION								13,015.59		471.01 P	
TOTALS FOR TAX CODE 830		SALES								69,609.46		20,040.58-P	
TOTALS FOR TAX CODE 831		SALES-COLLECTIVE FUNDS								10,000.00		6,923.36-P	

- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y - 10/01/10 THROUGH 09/30/11 ACCOUNT 1089546 ALPIN W CAMERON										DATE 11/07/11 TIME 08:19 PAGE 0001
-TRANSACTION- DATE DESCRIPTION										- C A S H - INCOME PRINCIPAL INVEST/UNITS
12-03-10	PURC 11.787 SHS THRU REINV OF SHORT TERM CAP GAIN DUE 12/03/10 @ \$ 39.9600 BLACKROCK FDS US OPPORTUNITIES PORTFOLIO FUND 339 INSTITUTIONAL CLASS									471.01 11.787
12-03-10	PURC 15.190 SHS THRU REINVESTMENT OF CAP GAIN PAYABLE 12/03/10 @ 39.9600 BLACKROCK FDS US OPPORTUNITIES PORTFOLIO FUND 339 INSTITUTIONAL CLASS									606.98 15.190
12-23-10	LONG TERM CAPITAL GAINS DISTRIBUTION PAYABLE 12/23/10 AT .0109 PER SHARE BLACKROCK BOND PORTFOLIO FUND #317 INSTITUTIONAL CLASS									413.79
12-23-10	SHORT TERM CAPITAL GAINS DISTRIBUTION PAYABLE 12/23/10 AT .0745 PER SHARE BLACKROCK BOND PORTFOLIO FUND #317 INSTITUTIONAL CLASS									2,829.04
12-23-10	LONG TERM CAPITAL GAINS DISTRIBUTION PAYABLE 12/23/10 AT .0686 PER SHARE BLACKROCK FDS GNMA PORTFOLIO INSTL CL FD #338									2,130.39
12-23-10	SHORT TERM CAPITAL GAINS DISTRIBUTION PAYABLE 12/23/10 AT .2961 PER SHARE BLACKROCK FDS GNMA PORTFOLIO INSTL CL FD #338									9,187.04
12-28-10	LONG TERM CAPITAL GAINS DISTRIBUTION PAYABLE 12/21/10 AT .0000 PER SHARE BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1									.23
12-28-10	LONG TERM CAPITAL GAINS DISTRIBUTION PAYABLE 12/21/10 AT .0000 PER SHARE BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1									.17
12-29-10	PURC 140.219 SHS THRU REINVESTMENT OF CAP GAIN PAYABLE 12/28/10 @ 10.4900 BAIRD AGGREGATE BOND FUND									1,470.90 140.219

BANK 21

REGION 35

OFFICE 001

- TRANSACTION-

DATE

DESCRIPTION

- TRANS ACTION ANALYSIS / SUMMARY -

10/01/10 THROUGH 09/30/11

ACCOUNT 1089546 ALPIN W CAMERON

DATE 11/07/11

TIME 08:19

PAGE 0002

04-06-11

MUTUAL FUND AGENT

04/05 SALE 173.822 SHS @ 57.53

CALAMOS GROWTH FUND

CL - A FD # 606

07-15-11

SHORT TERM CAPITAL GAINS DISTRIBUTION

PAYABLE 07/14/11 AT .0088 PER SHARE

BLACKROCK BOND PORTFOLIO

FUND #317 INSTITUTIONAL CLASS

07-15-11

SHORT TERM CAPITAL GAINS DISTRIBUTION

PAYABLE 07/14/11 AT .0275 PER SHARE

BLACKROCK FUNDS

MANAGED INCOME PORTFOLIO

FUND 322 INSTITUTIONAL CLASS

09-13-11

JP MORGAN SECURITIES INC

09/08 SALE 954 SHS @ 72.9973

MISC 1.34 COMM 28.62

ANADARKO PETROLEUM CORP

- CODES-

TRAN TAX INDV

085 831 9464 41166-00001

04-06-11

081 082 00-0000 41266-00001

07-15-11

081 082 00-0000 41266-00003

07-15-11

085 830 9211 41326-00001

09-13-11

INCOME

PRINCIPAL

INVEST/UNITS

- C A S H -

10,000.00

6,923.36-

173.822-

337.22

662.29

69,609.46

20,040.58-

954.000-

GAIN/LOSS FEDERAL REPORT INTERNAL USE ONLY
ACCOUNT 1089546 ALPIN W CAMERON
FROM: 10/01/10 TO: 09/30/11

11/07/11

STATE
G/L

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88

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700.

SUMMARY OF INVESTMENTS

AS OF 09/30/11

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ALPIN W CAMERON

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	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET
PRINCIPAL CASH						
CASH EQUIVALENTS	16,467.06	16,467.06	16,467.06	.439	6.59	.040
FIXED INCOME						
MUTUAL FUNDS - FIXED	1,122,667.11	1,123,190.58	1,187,055.69	31.676	46,083.77	3.882
EQUITIES						
COMMON STOCK	1,626,189.59	1,617,256.53	2,098,075.68	55.986	52,729.40	2.513
MUTUAL FUNDS - EQUITY	472,835.65	473,959.43	445,880.34	11.898	2,645.06	.593
TOTAL EQUITIES	2,099,025.24	2,091,215.96	2,543,956.02	67.884	55,374.46	2.177
TOTAL PRINCIPAL ASSETS	3,238,159.41	3,230,873.60	3,747,478.77	100.000	101,464.82	2.708
CASH EQUIVALENTS	3,000.84	3,000.84	3,000.84	100.000	1.20	.040
ACCOUNT TOTAL	3,241,160.25	3,233,874.44	3,750,479.61		101,466.02	2.705



STATEMENT OF INVESTMENTS

AS OF 09/30/11

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ALPIN W CAMERON

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
CASH EQUIVALENTS								
16,467.060	BLACKROCK LIQUIDITY FUNDS TEMPFUND	16,467.06	16,467.06	16,467.06	.439	6.59	.040	1.000
3,000.840	ADMINISTRATION SHARES #H1	3,000.84	3,000.84	3,000.84	.080	1.20	.040	1.000
	BLACKROCK LIQUIDITY FUNDS TEMPFUND							
	ADMINISTRATION SHARES #H1 (INCOME INVESTMENT)							
	TOTAL CASH EQUIVALENTS	19,467.90	19,467.90	19,467.90	.519	7.79	.040	
COMMON STOCK								
1,831.000	AT&T INC	49,931.37	49,931.37	52,220.12	1.392	3,149.32	6.031	28.520
1,300.000	ABBOTT LABORATORIES INC	48,705.59	48,705.59	66,482.00	1.773	2,496.00	3.754	51.140
900.000	ALTRIA GROUP INC	11,180.94	11,180.94	24,129.00	.643	1,476.00	6.117	26.810
2,346.000	ANADARKO PETROLEUM CORP	49,282.19	49,282.19	147,915.30	3.944	844.56	.571	63.050
4,000.000	BALL CORPORATION	71,881.00	71,881.00	124,080.00	3.308	1,120.00	.903	31.020
1,000.000	BARD C R INC	68,860.00	68,860.00	87,540.00	2.334	760.00	.868	87.540
1.000	BERKSHIRE HATHAWAY INC DEL CL A	76,050.00	76,050.00	106,800.00	2.848			106,800.000
1,600.000	CHEVRON CORPORATION	64,927.43	65,293.50	148,144.00	3.950	4,992.00	3.370	92.590
1,700.000	COCA COLA CO	79,943.00	79,943.00	114,852.00	3.062	3,196.00	2.783	67.560



STATEMENT OF INVESTMENTS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
800.000	COLGATE-PALMOLIVE CO	40,456.00	40,456.00	70,944.00	1.892	1,856.00	2.616	88.680
800.000	DOMINION RESOURCES INC VA	25,632.00	25,632.00	40,616.00	1.083	1,576.00	3.880	50.770
750.000	DUPONT E I DE NEMOURS & CO	36,918.75	36,918.75	29,977.50	.799	1,230.00	4.103	39.970
1,800.000	GENERAL ELECTRIC CO	73,881.00	64,926.00	27,396.00	.730	1,080.00	3.942	15.220
400.000	HONEYWELL INTL INC	22,638.00	22,638.00	17,564.00	.468	532.00	3.029	43.910
1,200.000	JOHNSON & JOHNSON	71,895.00	71,895.00	76,428.00	2.038	2,736.00	3.580	63.690
700.000	KIMBERLY-CLARK CORP	33,223.22	33,223.22	49,707.00	1.325	1,960.00	3.943	71.010
1,200.000	KOHL'S CORP	50,460.00	50,460.00	58,920.00	1.571	1,200.00	2.037	49.100
622.000	KRAFT FOODS INC - A SEDOL 2764296 ISIN US50075N1046	12,256.14	12,256.14	20,886.76	.557	721.52	3.454	33.580
700.000	MC DONALDS CORP	41,800.50	41,800.50	61,474.00	1.639	1,960.00	3.188	87.820
2,000.000	MICROSOFT CORP	56,848.10	56,848.10	49,780.00	1.327	1,600.00	3.214	24.890
2,000.000	MOODY'S CORP	71,486.00	71,486.00	60,900.00	1.624	1,120.00	1.839	30.450
1,600.000	MORGAN STANLEY	67,842.21	67,842.21	21,616.00	.576	320.00	1.480	13.510
1,500.000	NEWELL RUBBERMAID INC	38,216.40	38,216.40	17,805.00	.475	480.00	2.696	11.870
1,100.000	NORDSTROM INC	25,833.50	25,833.50	50,248.00	1.340	1,012.00	2.014	45.680
900.000	PHILIP MORRIS INTERNAT-W/I	25,686.74	25,686.74	56,142.00	1.497	2,772.00	4.937	62.380
3,200.000	QUALCOMM INC	75,069.00	75,069.00	155,616.00	4.149	2,752.00	1.768	48.630



STATEMENT OF INVESTMENTS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
500.000	SCHLUMBERGER LTD SEDOL 2779201 ISIN AN8068571086	52,132.50	52,132.50	29,865.00	.796	500.00	1.674	59.730
1,000.000	STRYKER CORP	48,248.00	48,248.00	47,130.00	1.257	720.00	1.528	47.130
1,400.000	TARGET CORP	62,242.18	62,242.18	68,656.00	1.831	1,680.00	2.447	49.040
1,800.000	UNITED TECHNOLOGIES CORP	73,335.00	73,335.00	126,648.00	3.377	3,456.00	2.729	70.360
1,300.000	VERIZON COMMUNICATIONS INC	54,911.03	54,911.03	47,840.00	1.276	2,600.00	5.435	36.800
2,600.000	WESTERN UNION CO - W/I	44,416.80	44,072.67	39,754.00	1.060	832.00	2.093	15.290
	TOTAL COMMON STOCK	1,626,189.59	1,617,256.53	2,098,075.68	55.941	52,729.40	2.513	
	MUTUAL FUNDS - FIXED							
24,205.918	BAIRD AGGREGATE BOND FUND FD #72	251,512.77	251,512.77	262,392.15	6.996	11,207.34	4.271	10.840
63,679.974	BLACKROCK TOTAL RETURN PORTFOLIO II INSTL FUND 332 INSTITUTIONAL CLASS	575,435.75	575,959.22	599,865.36	15.994	24,453.11	4.076	9.420
31,021.794	BLACKROCK FDS GNMA PORTFOLIO INSTL CL FD #338	295,718.59	295,718.59	324,798.18	8.660	10,423.32	3.209	10.470
	TOTAL MUTUAL FUNDS - FIXED	1,122,667.11	1,123,190.58	1,187,055.69	31.650	46,083.77	3.882	
	MUTUAL FUNDS - EQUITY							
5,630.400	BARON SMALL CAP FUND FUND #583	126,253.27	126,253.27	117,337.54	3.129			20.840



STATEMENT OF INVESTMENTS

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
1,587.430	BLACKROCK FDS US OPPORTUNITIES PORTFOLIO FUND 339 INSTITUTIONAL CLASS	58,689.92	58,689.92	53,734.51	1.433			33.850
3,446.593	CALAMOS GROWTH FUND CL - A FD # 606	137,278.32	138,402.10	156,509.79	4.173			45.410
1,318.000	ISHARES MSCI EAFE INDEX FUND ETF	101,176.27	101,176.27	62,974.04	1.679	2,212.92	3.514	47.780
1,054.000	POWERSHARES QQQ NASDAQ 100 ETF	49,437.87	49,437.87	55,324.46	1.475	432.14	.781	52.490
	TOTAL MUTUAL FUNDS - EQUITY	<u>472,835.65</u>	<u>473,959.43</u>	<u>445,880.34</u>	<u>11.889</u>	<u>2,645.06</u>	<u>.593</u>	
	TOTAL INVESTMENTS	3,241,160.25	3,233,874.44	3,750,479.61	100.000	101,466.02	2.705	



A C C O U N T S U M M A R Y

09/30/11 THROUGH 09/30/11

ALPIN W CAMERON

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	INCOME CASH	INCOME CARRYING VALUE	PRINCIPAL CASH	PRINCIPAL CARRYING VALUE
YOUR TRUST ACCOUNT BALANCES ON 09/30/11 WERE	0.00	3,000.84	0.00	3,238,159.41
DURING THE PERIOD INCOME WAS RECEIVED FROM				
NO DIVIDENDS THIS PERIOD				
NO NON-TAXABLE INTEREST INCOME THIS PERIOD				
NO TAXABLE INTEREST INCOME THIS PERIOD				
NO RENTAL INCOME THIS PERIOD				
THUS TOTAL INCOME RECEIVED EQUALED				
NO CONTRIBUTIONS WERE RECEIVED THIS PERIOD				
NO SALES THIS PERIOD				
NO INCOME OR PRINCIPAL TRANSFERS THIS PERIOD				
NO PURCHASES THIS PERIOD				
EXPENSES INCURRED DURING THIS PERIOD WERE				
NO FEES CHARGED THIS PERIOD				
NO OTHER EXPENSES THIS PERIOD				
FOR TOTAL EXPENSES OF				
NO PAYMENTS WERE MADE TO OR FOR YOU THIS PERIOD	0.00	3,000.84	0.00	3,238,159.41
YOUR CURRENT BALANCES AS OF 09/30/11 ARE				

