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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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 11/01, 2010, and ending 10/31, 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: ELIZABETH S BLACK CHARITABLE TRUST
PNC BANK, NA
A Employer identification number: 04-3731472

Number and street (or P.O. box number if mail is not delivered to street address): PO BOX 94651
Room/suite:
B Telephone number (see page 10 of the instructions): (216) 257-4699

City or town, state, and ZIP code: CLEVELAND, OH 44104
C If exemption application is pending, check here ☐
D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,649,341.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	232,286.	232,286.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	324,130.			
b	Gross sales price for all assets on line 6a	2,923,974.			
7	Capital gain net income (from Part IV, line 2)		324,130.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	556,416.	556,416.		
13	Compensation of officers, directors, trustees, etc.	58,176.	29,088.		29,088.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	3,490.			3,490.
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	11,178.	1,840.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	72,844.	30,928.		32,578.
25	Contributions, gifts, grants paid	405,574.			405,574.
26	Total expenses and disbursements. Add lines 24 and 25	478,418.	30,928.		438,152.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	77,998.			
b	Net investment income (if negative, enter -0-)		525,488.		
c	Adjusted net income (if negative, enter -0-)				

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

JSA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	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	337,962.	253,978.	253,978.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	301,371.	287,800.	266,275.
	b Investments - corporate stock (attach schedule)	4,347,296.	4,437,211.	5,423,077.
	c Investments - corporate bonds (attach schedule)	2,547,909.	2,633,773.	2,706,011.
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	7,534,538.	7,612,762.	8,649,341.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	7,534,538.	7,612,762.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see page 17 of the instructions)	7,534,538.	7,612,762.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,534,538.	7,612,762.		

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	7,534,538.
2 Enter amount from Part I, line 27a	2	77,998.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 3	3	1,436.
4 Add lines 1, 2, and 3	4	7,613,972.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 4	5	1,210.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,612,762.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a. SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	324,130.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3		

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	306,935.	8,087,221.	0.03795308673
2008	259,002.	7,120,415.	0.03637456525
2007	338,759.	9,183,849.	0.03688638609
2006	555,123.	9,749,657.	0.05693769535
2005	602,864.	9,206,153.	0.06548489907
2 Total of line 1, column (d)			2 0.23363663249
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.04672732650
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 8,704,497.
5 Multiply line 4 by line 3			5 406,738.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,255.
7 Add lines 5 and 6			7 411,993.
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 on page 18.			8 438,152.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	5,255.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	5,255.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,255.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	8,000.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	8,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,745.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☒ 2,745. Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		X
Website address PNC BANK, NA N/A Telephone no (216) 257-4699				
Located at P O BOX 94651, CLEVELAND, OH ZIP + 4 44101-4651				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	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 P				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)?		X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No	
If "Yes," list the years P		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	X	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here P		
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)		
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		58,176.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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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** (see page 23 of the instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,837,053.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	8,837,053.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,837,053.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	132,556.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,704,497.
6	Minimum investment return. Enter 5% of line 5	6	435,225.

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

1	Minimum investment return from Part X, line 6	1	435,225.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,255.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,255.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	429,970.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	429,970.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	429,970.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	438,152.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	438,152.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	5,255.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	432,897.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				429,970.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			153,801.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 438,152.				
a Applied to 2009, but not more than line 2a . . .			153,801.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				284,351.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2010 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				145,619.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006 . . .	NONE			
b Excess from 2007 . . .	NONE			
c Excess from 2008 . . .	NONE			
d Excess from 2009 . . .	NONE			
e Excess from 2010 . . .	NONE			

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

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

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

4942(j)(3) or

4942(j)(5)

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 7

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	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 17				
Total			▶ 3a	405,574.
b Approved for future payment				
Total			▶ 3b	

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[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

**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 JACKLYNN ANN BARRAS

01/30/2012

TAX DIRECTOR

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

PTIN	
------	--

Check ☐ if self-employed

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					5,567.	
3,424.00		120. AT&T INC PROPERTY TYPE: SECURITIES 3,441.00					12/31/2008	02/18/2011
							-17.00	
6,555.00		230. AT&T INC PROPERTY TYPE: SECURITIES 6,595.00					12/31/2008	03/11/2011
							-40.00	
4,883.00		160. AT&T INC PROPERTY TYPE: SECURITIES 4,215.00					12/31/2008	04/08/2011
							668.00	
1,727.00		60. AT&T INC PROPERTY TYPE: SECURITIES 1,561.00					04/13/2009	09/20/2011
							166.00	
4,558.00		60. ALLERGAN INC COM PROPERTY TYPE: SECURITIES 3,779.00					05/04/2010	02/18/2011
							779.00	
6,727.00		90. ALLERGAN INC COM PROPERTY TYPE: SECURITIES 4,999.00					08/05/2009	04/08/2011
							1,728.00	
2,527.00		30. ALLERGAN INC COM PROPERTY TYPE: SECURITIES 1,666.00					08/05/2009	09/20/2011
							861.00	
1,877.00		10. AMAZON.COM INC COM PROPERTY TYPE: SECURITIES 1,301.00					05/04/2010	02/18/2011
							576.00	
36,568.00		220. AMAZON.COM INC COM PROPERTY TYPE: SECURITIES 28,624.00					05/04/2010	03/11/2011
							7,944.00	
36,801.00		1020. AMERICAN ELEC PWR INC COM PROPERTY TYPE: SECURITIES 34,558.00					05/04/2010	01/19/2011
							2,243.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,274.00		50. AMERICAN EXPRESS CO COM PROPERTY TYPE: SECURITIES 2,079.00					11/18/2009 195.00	02/18/2011
4,158.00		90. AMERICAN EXPRESS CO COM PROPERTY TYPE: SECURITIES 3,742.00					11/18/2009 416.00	04/08/2011
1,975.00		40. AMERICAN EXPRESS CO COM PROPERTY TYPE: SECURITIES 1,955.00					06/06/2011 20.00	09/20/2011
4,478.00		120. AMERISOURCEBERGEN CORP COM PROPERTY TYPE: SECURITIES 3,713.00					05/04/2010 765.00	02/18/2011
407.00		10. AMERISOURCEBERGEN CORP COM PROPERTY TYPE: SECURITIES 309.00					05/04/2010 98.00	04/08/2011
7,332.00		180. AMERISOURCEBERGEN CORP COM PROPERTY TYPE: SECURITIES 4,898.00					02/17/2010 2,434.00	04/08/2011
2,790.00		70. AMERISOURCEBERGEN CORP COM PROPERTY TYPE: SECURITIES 1,905.00					02/17/2010 885.00	09/20/2011
8,074.00		220. AMERISOURCEBERGEN CORP COM PROPERTY TYPE: SECURITIES 5,987.00					02/17/2010 2,087.00	10/05/2011
4,507.00		70. AMERIPRISE FINANCIAL INC PROPERTY TYPE: SECURITIES 3,650.00					11/24/2010 857.00	02/18/2011
633.00		10. AMERIPRISE FINANCIAL INC PROPERTY TYPE: SECURITIES 463.00					05/04/2010 170.00	04/08/2011
7,592.00		120. AMERIPRISE FINANCIAL INC PROPERTY TYPE: SECURITIES 6,257.00					11/24/2010 1,335.00	04/08/2011

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.Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,224.00		50. AMERIPRISE FINANCIAL INC PROPERTY TYPE: SECURITIES 2,236.00					11/18/2009 -12.00	09/20/2011
20,463.00		380. AMGEN INC COM PROPERTY TYPE: SECURITIES 20,471.00					12/31/2008 -8.00	11/24/2010
5,406.00		50. APACHE CORP COM PROPERTY TYPE: SECURITIES 5,046.00					05/04/2010 360.00	11/24/2010
32,435.00		300. APACHE CORP COM PROPERTY TYPE: SECURITIES 32,255.00					09/03/2008 180.00	11/24/2010
1,211.00		10. APACHE CORP COM PROPERTY TYPE: SECURITIES 1,009.00					05/04/2010 202.00	02/18/2011
5,255.00		40. APACHE CORP COM PROPERTY TYPE: SECURITIES 4,037.00					05/04/2010 1,218.00	04/08/2011
19,386.00		200. APACHE CORP COM PROPERTY TYPE: SECURITIES 13,458.00					04/13/2009 5,928.00	09/20/2011
10,748.00		30. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES 4,981.00					08/05/2009 5,767.00	02/18/2011
20,239.00		60. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES 9,961.00					08/05/2009 10,278.00	04/08/2011
11,037.00		30. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES 4,981.00					08/05/2009 6,056.00	08/09/2011
8,420.00		20. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES 3,320.00					08/05/2009 5,100.00	09/20/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,370.00		160. BANK OF AMER CORP COM PROPERTY TYPE: SECURITIES 2,838.00					05/04/2010 -468.00	02/18/2011
4,607.00		340. BANK OF AMER CORP COM PROPERTY TYPE: SECURITIES 6,032.00					05/04/2010 -1,425.00	04/08/2011
833.00		120. BANK OF AMER CORP COM PROPERTY TYPE: SECURITIES 2,129.00					05/04/2010 -1,296.00	09/20/2011
300,000.00		300000. BELL SOUTH CORP NT DTD 10-25-01 6 PROPERTY TYPE: SECURITIES 296,796.00					04/23/2002 3,204.00	10/15/2011
6,063.00		80. BORG WARNER AUTO COM PROPERTY TYPE: SECURITIES 6,076.00					03/11/2011 -13.00	04/08/2011
2,069.00		30. BORG WARNER AUTO COM PROPERTY TYPE: SECURITIES 2,278.00					03/11/2011 -209.00	09/20/2011
42,692.00		1010. BROADCOM CORP CL A PROPERTY TYPE: SECURITIES 28,856.00					08/05/2009 13,836.00	02/18/2011
3,656.00		70. CAPITAL ONE FINANCIAL CORP COM PROPERTY TYPE: SECURITIES 3,235.00					05/12/2010 421.00	02/18/2011
7,257.00		140. CAPITAL ONE FINANCIAL CORP COM PROPERTY TYPE: SECURITIES 6,384.00					05/04/2010 873.00	04/08/2011
2,161.00		50. CAPITAL ONE FINANCIAL CORP COM PROPERTY TYPE: SECURITIES 2,257.00					05/04/2010 -96.00	09/20/2011
448.00		10. CELANESE CORP-SERIES A PROPERTY TYPE: SECURITIES 299.00					05/04/2010 149.00	02/18/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
3,584.00		80. CELANESE CORP-SERIES A PROPERTY TYPE: SECURITIES 2,189.00					08/05/2009 1,395.00	02/18/2011
7,477.00		160. CELANESE CORP-SERIES A PROPERTY TYPE: SECURITIES 4,378.00					08/05/2009 3,099.00	04/08/2011
10,250.00		250. CELANESE CORP-SERIES A PROPERTY TYPE: SECURITIES 6,840.00					08/05/2009 3,410.00	08/09/2011
864.00		20. CELANESE CORP-SERIES A PROPERTY TYPE: SECURITIES 547.00					08/05/2009 317.00	09/20/2011
2,524.00		60. CENTURYTEL INC COM PROPERTY TYPE: SECURITIES 1,988.00					05/25/2010 536.00	02/18/2011
5,309.00		130. CENTURYTEL INC COM PROPERTY TYPE: SECURITIES 4,307.00					05/25/2010 1,002.00	04/08/2011
22,692.00		690. CENTURYTEL INC COM PROPERTY TYPE: SECURITIES 22,859.00					05/25/2010 -167.00	08/09/2011
6,810.00		70. CHEVRONTXACO CORP COM PROPERTY TYPE: SECURITIES 5,590.00					09/28/2010 1,220.00	02/18/2011
16,411.00		150. CHEVRONTXACO CORP COM PROPERTY TYPE: SECURITIES 11,946.00					08/04/2010 4,465.00	04/08/2011
4,948.00		50. CHEVRONTXACO CORP COM PROPERTY TYPE: SECURITIES 3,952.00					08/04/2010 996.00	09/20/2011
3,013.00		50. CHUBB CORP COM PROPERTY TYPE: SECURITIES 2,863.00					11/24/2010 150.00	02/18/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,831.00		110. CHUBB CORP COM PROPERTY TYPE: SECURITIES 6,298.00					11/24/2010 533.00	04/08/2011
608.00		10. CHUBB CORP COM PROPERTY TYPE: SECURITIES 573.00					11/24/2010 35.00	09/20/2011
1,823.00		30. CHUBB CORP COM PROPERTY TYPE: SECURITIES 1,455.00					08/05/2009 368.00	09/20/2011
36,998.00		1980. CISCO SYS INC COM PROPERTY TYPE: SECURITIES 42,709.00					05/03/2006 -5,711.00	02/18/2011
3,346.00		680. CITIGROUP INC COM PROPERTY TYPE: SECURITIES 2,951.00					05/04/2010 395.00	02/18/2011
7,023.00		1530. CITIGROUP INC COM PROPERTY TYPE: SECURITIES 6,640.00					05/04/2010 383.00	04/08/2011
1,353.00		49. CITIGROUP INC PROPERTY TYPE: SECURITIES 2,127.00					05/04/2010 -774.00	09/20/2011
566.00		10. COACH INC COM PROPERTY TYPE: SECURITIES 417.00					05/04/2010 149.00	02/18/2011
3,965.00		70. COACH INC COM PROPERTY TYPE: SECURITIES 2,068.00					08/05/2009 1,897.00	02/18/2011
47,396.00		930. COACH INC COM PROPERTY TYPE: SECURITIES 27,472.00					08/05/2009 19,924.00	04/08/2011
6,745.00		100. COCA COLA CO COM PROPERTY TYPE: SECURITIES 6,465.00					02/18/2011 280.00	04/08/2011

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.Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
709.00		10. COCA COLA CO COM PROPERTY TYPE: SECURITIES 647.00					02/18/2011 62.00	09/20/2011
2,128.00		30. COCA COLA CO COM PROPERTY TYPE: SECURITIES 1,682.00					08/17/2010 446.00	09/20/2011
2,249.00		20. CUMMINS ENGINE INC COM PROPERTY TYPE: SECURITIES 1,396.00					05/04/2010 853.00	02/18/2011
5,530.00		50. CUMMINS ENGINE INC COM PROPERTY TYPE: SECURITIES 3,489.00					05/04/2010 2,041.00	04/08/2011
1,940.00		20. CUMMINS ENGINE INC COM PROPERTY TYPE: SECURITIES 1,396.00					05/04/2010 544.00	09/20/2011
2,845.00		30. DEERE & CO COM PROPERTY TYPE: SECURITIES 2,394.00					12/08/2010 451.00	02/18/2011
7,706.00		80. DEERE & CO COM PROPERTY TYPE: SECURITIES 6,383.00					12/08/2010 1,323.00	04/08/2011
33,025.00		410. DEERE & CO COM PROPERTY TYPE: SECURITIES 32,714.00					12/08/2010 311.00	07/19/2011
32,510.00		1000. DISNEY WALT CO COM PROPERTY TYPE: SECURITIES 42,109.00					04/08/2011 -9,599.00	09/20/2011
33,475.00		540. DOLBY LABORATORIES INC CLASS A PROPERTY TYPE: SECURITIES 22,702.00					08/05/2009 10,773.00	01/19/2011
3,138.00		60. DOLLAR TREE INC PROPERTY TYPE: SECURITIES 1,817.00					08/05/2009 1,321.00	02/18/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,181.00		110. DOLLAR TREE INC PROPERTY TYPE: SECURITIES 3,331.00					08/05/2009 2,850.00	04/08/2011
3,088.00		40. DOLLAR TREE INC PROPERTY TYPE: SECURITIES 1,211.00					08/05/2009 1,877.00	09/20/2011
3,394.00		50. DOVER CORP COM PROPERTY TYPE: SECURITIES 2,709.00					10/07/2010 685.00	02/18/2011
7,915.00		120. DOVER CORP COM PROPERTY TYPE: SECURITIES 6,503.00					10/07/2010 1,412.00	04/08/2011
2,081.00		40. DOVER CORP COM PROPERTY TYPE: SECURITIES 2,168.00					10/07/2010 -87.00	09/20/2011
3,340.00		60. DU PONT E I DE NEMOURS & CO COM PROPERTY TYPE: SECURITIES 3,104.00					02/03/2011 236.00	02/18/2011
7,230.00		130. DU PONT E I DE NEMOURS & CO COM PROPERTY TYPE: SECURITIES 6,725.00					02/03/2011 505.00	04/08/2011
464.00		10. DU PONT E I DE NEMOURS & CO COM PROPERTY TYPE: SECURITIES 517.00					02/03/2011 -53.00	09/20/2011
1,392.00		30. DU PONT E I DE NEMOURS & CO COM PROPERTY TYPE: SECURITIES 1,213.00					08/23/2010 179.00	09/20/2011
4,901.00		180. EMC CORPORATION PROPERTY TYPE: SECURITIES 3,420.00					05/04/2010 1,481.00	02/18/2011
4,736.00		180. EMC CORPORATION PROPERTY TYPE: SECURITIES 3,420.00					05/04/2010 1,316.00	04/08/2011

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. Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,157.00		120. EMC CORPORATION PROPERTY TYPE: SECURITIES 2,102.00					02/17/2010 1,055.00	04/08/2011
2,217.00		100. EMC CORPORATION PROPERTY TYPE: SECURITIES 1,752.00					02/17/2010 465.00	09/20/2011
3,338.00		30. EATON CORP COM PROPERTY TYPE: SECURITIES 2,992.00					12/08/2010 346.00	02/18/2011
6,567.00		120. EATON CORP COM PROPERTY TYPE: SECURITIES 5,984.00					12/08/2010 583.00	04/08/2011
1,588.00		40. EATON CORP COM PROPERTY TYPE: SECURITIES 1,995.00					12/08/2010 -407.00	09/20/2011
5,021.00		160. EBAY INC COM PROPERTY TYPE: SECURITIES 5,555.00					02/18/2011 -534.00	04/08/2011
1,654.00		50. EBAY INC COM PROPERTY TYPE: SECURITIES 1,736.00					02/18/2011 -82.00	09/20/2011
33,193.00		590. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES 29,606.00					05/04/2010 3,587.00	12/08/2010
2,142.00		40. EQUITY RESIDENTIAL PPTYS TR SBI PROPERTY TYPE: SECURITIES 1,828.00					05/28/2010 314.00	02/18/2011
4,452.00		80. EQUITY RESIDENTIAL PPTYS TR SBI PROPERTY TYPE: SECURITIES 3,655.00					05/28/2010 797.00	04/08/2011
1,699.00		30. EQUITY RESIDENTIAL PPTYS TR SBI PROPERTY TYPE: SECURITIES 1,371.00					05/28/2010 328.00	09/20/2011

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. Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,396.00		100. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 7,036.00					08/05/2009 1,360.00	02/18/2011
17,208.00		200. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 16,181.00					03/11/2011 1,027.00	04/08/2011
3,712.00		50. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 4,045.00					03/11/2011 -333.00	09/20/2011
1,485.00		20. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 1,407.00					08/05/2009 78.00	09/20/2011
36,072.00		2350. FORD MTR CO DEL COM PAR \$0.01 PROPERTY TYPE: SECURITIES 30,174.00					05/04/2010 5,898.00	02/03/2011
22,871.00		1490. FORD MTR CO DEL COM PAR \$0.01 PROPERTY TYPE: SECURITIES 19,635.00					08/04/2010 3,236.00	02/03/2011
3,667.00		170. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 3,189.00					05/04/2010 478.00	02/18/2011
7,526.00		370. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 6,941.00					05/04/2010 585.00	04/08/2011
1,951.00		120. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 2,251.00					05/04/2010 -300.00	09/20/2011
3,617.00		100. GENERAL MILLS INC COM PROPERTY TYPE: SECURITIES 3,378.00					11/18/2009 239.00	02/18/2011
44,838.00		1240. GENERAL MILLS INC COM PROPERTY TYPE: SECURITIES 37,272.00					08/05/2009 7,566.00	04/08/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,258.00		10. GOOGLE INC CL A PROPERTY TYPE: SECURITIES 5,545.00					04/29/2008 713.00	02/18/2011
11,631.00		20. GOOGLE INC CL A PROPERTY TYPE: SECURITIES 11,089.00					04/29/2008 542.00	04/08/2011
3,500.00		70. HERSHEY FOODS CORP COM PROPERTY TYPE: SECURITIES 3,548.00					06/09/2010 -48.00	02/18/2011
8,329.00		150. HERSHEY FOODS CORP COM PROPERTY TYPE: SECURITIES 7,602.00					06/09/2010 727.00	04/08/2011
2,975.00		50. HERSHEY FOODS CORP COM PROPERTY TYPE: SECURITIES 2,534.00					06/09/2010 441.00	09/20/2011
4,229.00		50. HESS CORPORATION PROPERTY TYPE: SECURITIES 3,923.00					03/11/2011 306.00	04/08/2011
23,430.00		320. HESS CORPORATION PROPERTY TYPE: SECURITIES 25,108.00					03/11/2011 -1,678.00	07/19/2011
2,432.00		50. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 2,394.00					06/17/2010 38.00	02/18/2011
4,080.00		100. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 4,788.00					06/17/2010 -708.00	04/08/2011
21,269.00		590. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 28,249.00					06/17/2010 -6,980.00	06/06/2011
3,088.00		140. INTEL CORP COM PROPERTY TYPE: SECURITIES 3,198.00					08/05/2008 -110.00	02/18/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,431.00		220. INTEL CORP COM PROPERTY TYPE: SECURITIES 5,025.00					08/05/2008 -594.00	04/08/2011
1,984.00		90. INTEL CORP COM PROPERTY TYPE: SECURITIES 2,034.00					08/05/2008 -50.00	09/20/2011
4,928.00		30. INTERNATIONAL BUSINESS MACHS CORP CO PROPERTY TYPE: SECURITIES 3,557.00					08/05/2009 1,371.00	02/18/2011
11,473.00		70. INTERNATIONAL BUSINESS MACHS CORP CO PROPERTY TYPE: SECURITIES 8,299.00					08/05/2009 3,174.00	04/08/2011
1,751.00		10. INTERNATIONAL BUSINESS MACHS CORP CO PROPERTY TYPE: SECURITIES 1,186.00					08/05/2009 565.00	09/20/2011
7,649.00		160. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 6,464.00					08/05/2009 1,185.00	02/18/2011
12,755.00		270. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 10,908.00					08/05/2009 1,847.00	04/08/2011
2,937.00		90. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 3,636.00					08/05/2009 -699.00	09/20/2011
3,041.00		50. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 3,063.00					08/05/2009 -22.00	02/18/2011
4,778.00		80. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 4,901.00					08/05/2009 -123.00	04/08/2011
2,576.00		40. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 2,653.00					05/17/2011 -77.00	09/20/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
696.00		20. KRAFT FOODS INC-A COM PROPERTY TYPE: SECURITIES 676.00					08/22/2011 20.00	09/20/2011
2,070.00		20. LAUDER ESTEE COS INC CL A PROPERTY TYPE: SECURITIES 1,907.00					04/08/2011 163.00	09/20/2011
3,320.00		100. LIMITED INC COM PROPERTY TYPE: SECURITIES 2,423.00					05/25/2010 897.00	02/18/2011
7,539.00		210. LIMITED INC COM PROPERTY TYPE: SECURITIES 5,088.00					05/25/2010 2,451.00	04/08/2011
14,781.00		450. LIMITED INC COM PROPERTY TYPE: SECURITIES 10,904.00					05/25/2010 3,877.00	08/09/2011
1,657.00		40. LIMITED INC COM PROPERTY TYPE: SECURITIES 969.00					05/25/2010 688.00	09/20/2011
2,201.00		80. MACY'S INC PROPERTY TYPE: SECURITIES 2,253.00					05/17/2011 -52.00	09/20/2011
3,094.00		120. MATTEL INC COM PROPERTY TYPE: SECURITIES 2,502.00					05/25/2010 592.00	02/18/2011
6,402.00		250. MATTEL INC COM PROPERTY TYPE: SECURITIES 5,213.00					05/25/2010 1,189.00	04/08/2011
2,170.00		80. MATTEL INC COM PROPERTY TYPE: SECURITIES 1,668.00					05/25/2010 502.00	09/20/2011
1,798.00		20. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES 1,696.00					08/09/2011 102.00	09/20/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,984.00		60. MERCK & CO INC PROPERTY TYPE: SECURITIES 2,156.00					05/04/2010 -172.00	02/18/2011
3,353.00		100. MERCK & CO INC PROPERTY TYPE: SECURITIES 3,594.00					05/04/2010 -241.00	04/08/2011
1,300.00		40. MERCK & CO INC PROPERTY TYPE: SECURITIES 1,438.00					05/04/2010 -138.00	09/20/2011
22,496.00		590. METLIFE INC COM PROPERTY TYPE: SECURITIES 22,277.00					09/09/2009 219.00	11/24/2010
6,244.00		230. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 6,911.00					05/04/2010 -667.00	02/18/2011
7,039.00		270. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 8,113.00					05/04/2010 -1,074.00	04/08/2011
3,128.00		120. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 929.00					06/18/1996 2,199.00	04/08/2011
3,829.00		140. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 1,084.00					06/17/1996 2,745.00	09/20/2011
1,311.00		40. MOODYS CORP COM PROPERTY TYPE: SECURITIES 1,560.00					06/06/2011 -249.00	09/20/2011
7,306.00		90. NATIONAL OIL-WELL INC COM PROPERTY TYPE: SECURITIES 3,916.00					09/28/2010 3,390.00	02/18/2011
2,190.00		30. NATIONAL OIL-WELL INC COM PROPERTY TYPE: SECURITIES 1,257.00					08/04/2010 933.00	03/11/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
12,412.00		170. NATIONAL OIL-WELL INC COM PROPERTY TYPE: SECURITIES 7,397.00					09/28/2010 5,015.00	03/11/2011
11,958.00		150. NATIONAL OIL-WELL INC COM PROPERTY TYPE: SECURITIES 6,287.00					08/04/2010 5,671.00	04/08/2011
11,815.00		150. NATIONAL OIL-WELL INC COM PROPERTY TYPE: SECURITIES 6,287.00					08/04/2010 5,528.00	07/19/2011
14,612.00		230. NATIONAL OIL-WELL INC COM PROPERTY TYPE: SECURITIES 9,639.00					08/04/2010 4,973.00	08/09/2011
1,916.00		30. NATIONAL OIL-WELL INC COM PROPERTY TYPE: SECURITIES 1,257.00					08/04/2010 659.00	09/20/2011
2,093.00		30. NEWFIELD EXPL CO COM PROPERTY TYPE: SECURITIES 2,030.00					11/24/2010 63.00	02/18/2011
33,467.00		490. NEWFIELD EXPL CO COM PROPERTY TYPE: SECURITIES 33,157.00					11/24/2010 310.00	03/11/2011
2,341.00		70. NORTHEAST UTILS COM PROPERTY TYPE: SECURITIES 2,290.00					01/19/2011 51.00	02/18/2011
4,836.00		140. NORTHEAST UTILS COM PROPERTY TYPE: SECURITIES 4,581.00					01/19/2011 255.00	04/08/2011
1,397.00		40. NORTHEAST UTILS COM PROPERTY TYPE: SECURITIES 1,309.00					01/19/2011 88.00	09/20/2011
995.00		20. OGE ENERGY CORP COM PROPERTY TYPE: SECURITIES 925.00					08/22/2011 70.00	09/20/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,943.00		180. ORACLE CORP COM PROPERTY TYPE: SECURITIES 2,292.00					04/24/2003 3,651.00	02/18/2011
10,416.00		310. ORACLE CORP COM PROPERTY TYPE: SECURITIES 3,708.00					04/24/2003 6,708.00	04/08/2011
2,895.00		100. ORACLE CORP COM PROPERTY TYPE: SECURITIES 1,196.00					04/24/2003 1,699.00	09/20/2011
3,599.00		40. PPG INDS INC COM PROPERTY TYPE: SECURITIES 2,732.00					05/04/2010 867.00	02/18/2011
5,768.00		60. PPG INDS INC COM PROPERTY TYPE: SECURITIES 4,098.00					05/04/2010 1,670.00	04/08/2011
1,564.00		20. PPG INDS INC COM PROPERTY TYPE: SECURITIES 1,366.00					05/04/2010 198.00	09/20/2011
60,000.00		5347.594 PNC INTERMEDIATE BOND FUND CLAS PROPERTY TYPE: SECURITIES 58,289.00					04/24/2003 1,711.00	04/14/2011
204,230.00		17836.721 PNC INTERMEDIATE BOND FUND CLA PROPERTY TYPE: SECURITIES 188,420.00					03/05/1999 15,810.00	08/31/2011
110,000.00		11351.909 PNC GOVERNMENT MRTG FD CLASS I PROPERTY TYPE: SECURITIES 106,431.00					03/05/1999 3,569.00	11/15/2010
56,018.00		870. PEPSICO INC COM PROPERTY TYPE: SECURITIES 41,026.00					04/24/2003 14,992.00	02/18/2011
4,637.00		240. PFIZER INC COM PROPERTY TYPE: SECURITIES 4,287.00					10/07/2008 350.00	02/18/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,068.00		150. PFIZER INC COM PROPERTY TYPE: SECURITIES 2,593.00					05/04/2010 475.00	04/08/2011
7,362.00		360. PFIZER INC COM PROPERTY TYPE: SECURITIES 6,396.00					12/31/2008 966.00	04/08/2011
5,050.00		240. PFIZER INC COM PROPERTY TYPE: SECURITIES 3,931.00					08/17/2010 1,119.00	05/17/2011
3,577.00		170. PFIZER INC COM PROPERTY TYPE: SECURITIES 2,939.00					05/04/2010 638.00	05/17/2011
2,551.00		140. PFIZER INC COM PROPERTY TYPE: SECURITIES 2,293.00					08/17/2010 258.00	09/20/2011
3,523.00		50. PRICE T ROWE GROUP INC COM PROPERTY TYPE: SECURITIES 2,961.00					11/24/2010 562.00	02/18/2011
7,517.00		110. PRICE T ROWE GROUP INC COM PROPERTY TYPE: SECURITIES 6,513.00					11/24/2010 1,004.00	04/08/2011
585.00		10. PRICE T ROWE GROUP INC COM PROPERTY TYPE: SECURITIES 592.00					11/24/2010 -7.00	06/06/2011
34,497.00		590. PRICE T ROWE GROUP INC COM PROPERTY TYPE: SECURITIES 28,049.00					08/05/2009 6,448.00	06/06/2011
5,123.00		80. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 4,955.00					05/04/2010 168.00	02/18/2011
9,283.00		150. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 9,291.00					05/04/2010 -8.00	04/08/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,201.00		50. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 3,097.00					05/04/2010 104.00	09/20/2011
6,450.00		120. QUALCOMM INC COM PROPERTY TYPE: SECURITIES 7,084.00					02/18/2011 -634.00	04/08/2011
2,150.00		40. QUALCOMM INC COM PROPERTY TYPE: SECURITIES 2,361.00					02/18/2011 -211.00	09/20/2011
3,374.00		40. SHIRE PHARMACEUTICAL GROUP SPONSORED PROPERTY TYPE: SECURITIES 2,935.00					11/24/2010 439.00	02/18/2011
8,047.00		90. SHIRE PHARMACEUTICAL GROUP SPONSORED PROPERTY TYPE: SECURITIES 6,603.00					11/24/2010 1,444.00	04/08/2011
19,328.00		210. SHIRE PHARMACEUTICAL GROUP SPONSORE PROPERTY TYPE: SECURITIES 13,782.00					05/04/2010 5,546.00	05/17/2011
946.00		10. SHIRE PHARMACEUTICAL GROUP SPONSORED PROPERTY TYPE: SECURITIES 656.00					05/04/2010 290.00	09/20/2011
4,064.00		60. SMUCKER J M CO COM NEW PROPERTY TYPE: SECURITIES 3,642.00					05/04/2010 422.00	02/18/2011
6,579.00		90. SMUCKER J M CO COM NEW PROPERTY TYPE: SECURITIES 5,463.00					05/04/2010 1,116.00	04/08/2011
2,232.00		30. SMUCKER J M CO COM NEW PROPERTY TYPE: SECURITIES 1,821.00					05/04/2010 411.00	09/20/2011
3,341.00		100. STARBUCKS CORP COM PROPERTY TYPE: SECURITIES 3,216.00					02/03/2011 125.00	02/18/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,575.00		210. STARBUCKS CORP COM PROPERTY TYPE: SECURITIES 6,754.00					02/03/2011 821.00	04/08/2011
1,748.00		50. STARBUCKS CORP COM PROPERTY TYPE: SECURITIES 1,386.00					06/17/2010 362.00	05/17/2011
38,816.00		1110. STARBUCKS CORP COM PROPERTY TYPE: SECURITIES 30,414.00					05/12/2010 8,402.00	05/17/2011
1,049.00		30. STARBUCKS CORP COM PROPERTY TYPE: SECURITIES 965.00					02/03/2011 84.00	05/17/2011
4,941.00		140. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES 5,107.00					02/18/2011 -166.00	04/08/2011
19,671.00		780. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES 28,454.00					02/18/2011 -8,783.00	08/22/2011
44,439.00		530. 3M COMPANY COM PROPERTY TYPE: SECURITIES 38,436.00					08/05/2009 6,003.00	12/08/2010
3,197.00		50. TIFFANY & CO NEW COM PROPERTY TYPE: SECURITIES 2,957.00					02/03/2011 240.00	02/18/2011
6,200.00		100. TIFFANY & CO NEW COM PROPERTY TYPE: SECURITIES 5,914.00					02/03/2011 286.00	04/08/2011
9,737.00		150. TIFFANY & CO NEW COM PROPERTY TYPE: SECURITIES 8,871.00					02/03/2011 866.00	08/09/2011
1,540.00		20. TIFFANY & CO NEW COM PROPERTY TYPE: SECURITIES 1,183.00					02/03/2011 357.00	09/20/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,908.00		40. UNION PAC CORP COM PROPERTY TYPE: SECURITIES 3,057.00					05/12/2010 851.00	02/18/2011
6,754.00		70. UNION PAC CORP COM PROPERTY TYPE: SECURITIES 5,310.00					05/12/2010 1,444.00	04/08/2011
2,690.00		30. UNION PAC CORP COM PROPERTY TYPE: SECURITIES 2,247.00					05/04/2010 443.00	09/20/2011
300,000.00		300000. USA TREASURY NOTES 04.500% DUE 1 PROPERTY TYPE: SECURITIES 301,371.00					12/08/2005 -1,371.00	11/15/2010
4,236.00		50. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 2,936.00					08/05/2009 1,300.00	02/18/2011
7,689.00		90. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 4,940.00					08/05/2009 2,749.00	04/08/2011
2,278.00		30. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 1,647.00					08/05/2009 631.00	09/20/2011
4,267.00		100. UNITEDHEALTH GROUP INC COM PROPERTY TYPE: SECURITIES 2,684.00					08/05/2009 1,583.00	02/18/2011
7,646.00		170. UNITEDHEALTH GROUP INC COM PROPERTY TYPE: SECURITIES 4,563.00					08/05/2009 3,083.00	04/08/2011
3,036.00		60. UNITEDHEALTH GROUP INC COM PROPERTY TYPE: SECURITIES 1,610.00					08/05/2009 1,426.00	09/20/2011
9,662.00		220. UNITEDHEALTH GROUP INC COM PROPERTY TYPE: SECURITIES 5,905.00					08/05/2009 3,757.00	10/05/2011

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.Kind of Property		Description				P or D	Date acquired	Date sold
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3,658.00		80. VIACOM INC PROPERTY TYPE: SECURITIES 1,927.00					08/05/2009 1,731.00	02/18/2011
6,621.00		140. VIACOM INC PROPERTY TYPE: SECURITIES 3,373.00					08/05/2009 3,248.00	04/08/2011
2,829.00		60. VIACOM INC PROPERTY TYPE: SECURITIES 1,445.00					08/05/2009 1,384.00	09/20/2011
31,747.00		750. VIACOM INC PROPERTY TYPE: SECURITIES 18,068.00					08/05/2009 13,679.00	10/13/2011
1,550.00		60. VODAFONE GROUP PLC SPONSORED ADR NEW PROPERTY TYPE: SECURITIES 1,574.00					08/09/2011 -24.00	09/20/2011
3,832.00		70. WAL MART STORES INC COM PROPERTY TYPE: SECURITIES 4,050.00					04/29/2008 -218.00	02/18/2011
6,323.00		120. WAL MART STORES INC COM PROPERTY TYPE: SECURITIES 6,943.00					04/29/2008 -620.00	04/08/2011
2,624.00		50. WAL MART STORES INC COM PROPERTY TYPE: SECURITIES 2,893.00					04/29/2008 -269.00	09/20/2011
5,365.00		130. WALGREEN CO COM PROPERTY TYPE: SECURITIES 5,558.00					02/18/2011 -193.00	04/08/2011
30,711.00		730. WALGREEN CO COM PROPERTY TYPE: SECURITIES 31,208.00					02/18/2011 -497.00	06/30/2011
5,272.00		160. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 5,349.00					05/04/2010 -77.00	02/18/2011

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Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,341.00		260. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 8,691.00					05/04/2010 -350.00	04/08/2011
2,223.00		90. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 3,009.00					05/04/2010 -786.00	09/20/2011
2,163.00		30. WHOLE FOOD MT INC COM PROPERTY TYPE: SECURITIES 1,892.00					06/30/2011 271.00	09/20/2011
4,119.00		70. WISCONSIN ENERGY CORP COM PROPERTY TYPE: SECURITIES 3,053.00					08/05/2009 1,066.00	02/18/2011
7,253.00		240. WISCONSIN ENERGY CORP COM PROPERTY TYPE: SECURITIES 5,233.00					08/05/2009 2,020.00	04/08/2011
2,552.00		80. WISCONSIN ENERGY CORP COM PROPERTY TYPE: SECURITIES 1,744.00					08/05/2009 808.00	09/20/2011
4,555.00		70. COOPER INDUSTRIES PLC SEDOL B40K911 PROPERTY TYPE: SECURITIES 3,496.00					05/04/2010 1,059.00	02/18/2011
8,758.00		130. COOPER INDUSTRIES PLC SEDOL B40K911 PROPERTY TYPE: SECURITIES 6,493.00					05/04/2010 2,265.00	04/08/2011
9,734.00		230. COOPER INDUSTRIES PLC SEDOL B40K911 PROPERTY TYPE: SECURITIES 11,417.00					10/07/2010 -1,683.00	08/22/2011
22,430.00		530. COOPER INDUSTRIES PLC SEDOL B40K911 PROPERTY TYPE: SECURITIES 26,473.00					05/04/2010 -4,043.00	08/22/2011
3,583.00		70. COVIDIEN PLC EXCH 03/18/11 PROPERTY TYPE: SECURITIES 3,303.00					05/04/2010 280.00	02/18/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,435.00		160. COVIDIEN PLC ISIN IE00B68SQD29 SEDO PROPERTY TYPE: SECURITIES 7,549.00					05/04/2010 886.00	04/08/2011
2,393.00		50. COVIDIEN PLC ISIN IE00B68SQD29 SEDOL PROPERTY TYPE: SECURITIES 2,359.00					05/04/2010 34.00	09/20/2011
3,113.00		30. CORE LABORATORIES N V COM PROPERTY TYPE: SECURITIES 2,101.00					06/09/2010 1,012.00	02/18/2011
5,035.00		50. CORE LABORATORIES N V COM PROPERTY TYPE: SECURITIES 3,502.00					06/09/2010 1,533.00	04/08/2011
26,118.00		280. CORE LABORATORIES N V COM PROPERTY TYPE: SECURITIES 19,614.00					06/09/2010 6,504.00	04/14/2011
TOTAL GAIN(LOSS)							----- 324,130. =====	

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER PROFESSIONAL FEES	3,490.	3,490.
	-----	-----
TOTALS	3,490.	3,490.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	17.	17.
FEDERAL TAX PAYMENT - PRIOR YE	1,338.	
FEDERAL ESTIMATES - PRINCIPAL	8,000.	
FOREIGN TAXES ON QUALIFIED FOR	1,647.	1,647.
FOREIGN TAXES ON NONQUALIFIED	176.	176.
	-----	-----
TOTALS	11,178.	1,840.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT
-----POSTED CURR YR FOR PR YR
ROUNDING ADJUSTMENT

1,429.

7.

TOTAL

1,436.
=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

POSTED SUBSEQ YR FOR CURR YR

1,210.

TOTAL

1,210.
=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

PA

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

=====

OFFICER NAME:

PNC BANK, NA

ADDRESS:

P O BOX 94651

CLEVELAND, OH 44101-4651

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 58,176.

TOTAL COMPENSATION:

58,176.

=====

RECIPIENT NAME:

SHAUN BYRNE

ADDRESS:

TWO PNC PLAZA - 7TH FLOOR

PITTSBURGH, PA 15222

RECIPIENT'S PHONE NUMBER: 412-768-8248

FORM, INFORMATION AND MATERIALS:

ALL APPLICATIONS SHOULD INCLUDE AN IRS DETERMINATION LETTER. PLEASE
CONTACT SHAUN BYRNE FOR FURTHER INFORMATION ON THE FORM OF THE
SUBMISSION.

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

PREFERENCE IS GIVEN TO ORGANIZATIONS IN AND AROUND OIL CITY, PA.

RECIPIENT NAME:

GOOD HOPE LUTHERAN CHURCH

ADDRESS:

800 MORAN STREET

OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 109,830.

RECIPIENT NAME:

MARCH OF DIMES, PA CHAPTER

ADDRESS:

1019 W 9TH AVE

KING OF PRUSSIA, PA 19406

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

KEYSTONE SMILES

JOYCE A FOSDICK, EXEC DIRECTOR

ADDRESS:

PO BOX 352

KNOX, PA 16232

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,600.

RECIPIENT NAME:

YOUTH ALTERNATIVES

CINDY MCBRIDE, EXEC DIRECTOR

ADDRESS:

1 GRAFF STREET

OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 19,500.

RECIPIENT NAME:

COMMUNITY SVC OF VENANGO CO, INC

JANET DEPOLO, FISCAL ACCOUNTANT

ADDRESS:

206 SENECA STREET, 3RD FLOOR

OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 17,600.

RECIPIENT NAME:

FAMILY SVC & CHILDREN AID SOCIETY

DALE POWER, DIRECTOR

ADDRESS:

716 EAST SECOND STREET

FRANKLIN, PA 16323

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

VENANGO AREA COMMUNITY FOUNDATION
JEANNE BEST, EXEC ASSIST

ADDRESS:

213 SENECA STREET, 3RD FLOOR
OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 11,000.

RECIPIENT NAME:

CHILD TO FAMILY CONNECTIONS
KAREN CROSS, EXEC DIRECTOR

ADDRESS:

206 SENECA STREET, SUITE 24
OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 23,868.

RECIPIENT NAME:

OIL CITY ARTS COUNSEL
CITY OF OIL CITY -

ADDRESS:

21 SENECA STREET
OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

THE SALVATION ARMY
OIL CITY

ADDRESS:

PO BOX 282
OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,250.

RECIPIENT NAME:

OIL CITY YMCA

ADDRESS:

7 PETROLEUM STREET
OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 26,000.

RECIPIENT NAME:

FRANKLIN YMCA

ADDRESS:

111 WEST PARK STREET
FRANKLIN, PA 16323

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:

OIL CITY AREA SCHOOL DISTRICT
SUSAN FISHER, CPA BUS MGR

ADDRESS:

825 GRANDVIEW ROAD, BOX 929
OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

BOYS AND GIRLS CLUB ALONG
ALLEGHENY

ADDRESS:

PO BOX 2
EMLENTON, PA 16373

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CLARION UNIVERSITY FOUNDATION INC
MICHAEL KEEFE, ADM DIRECTOR

ADDRESS:

840 WOOD ST
CLARION, PA 16214

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 20,000.

=====

RECIPIENT NAME:

UNITED WAY OF VENANGO COUNTY

ADDRESS:

PO BOX 303

RENO, PA 16343

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 16,000.

RECIPIENT NAME:

FRANKLIN SALVATION ARMY

ADDRESS:

735 ELK STREET

FRANKLIN, PA 16323

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

BRIDGE BUILDERS COMMUNITY FOUNDATIO

ADDRESS:

213 SENECA STREET

OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,740.

=====

RECIPIENT NAME:

VENANGO AREA RIDING FOR THE HANDICA

ADDRESS:

PO BOX 226

FRANKLIN, PA 16323

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:

BARROW CIVIC THEATRE

ADDRESS:

1223 LIBERTY STREET

FRANKLIN, PA 16323

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:

LITERACY COUNCIL OF VENANGO COUNTY

ADDRESS:

679 COLBERT AVE

FRANKLIN, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 13,800.

RECIPIENT NAME:

ALLEGHENY VALLEY TRAILS ASSOCIATION

ADDRESS:

PO BOX 264

FRANKLIN, PA 16323

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 60,000.

RECIPIENT NAME:

FAMILY AND COMMUNITY CHRISTIAN ASSO

ADDRESS:

378 CHESTNUT STREET

MEADVILLE, PA 16335

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

YWCA OF OIL CITY PA

ADDRESS:

109 CENTRAL AVENUE

OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 830.

=====

RECIPIENT NAME:

VENANGO TRAINING AND DEVELOPMENT CE

ADDRESS:

239 QUAKER DRIVE

SENECA, PA 16346

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 650.

RECIPIENT NAME:

VENANGO AREA VOCATIONAL TECHNICAL

ADDRESS:

1 VO TECH DRIVE

OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

VENANGO COUNTY MUSEUM CORP

ADDRESS:

270 SENECA STREET

OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

VENANGO COUNTY HISTORICAL SOCIETY

ADDRESS:

301 S PARK STREET
FRANKLIN, PA 16323

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CHRISTIAN LIFE ACADEMY

ADDRESS:

3973 STATE ROUTE 257, SUITE 1
SENECA, PA 16346

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 906.

RECIPIENT NAME:

OIL CITY AREA

ADDRESS:

825 GRANDVIEW ROAD
OIL CITY, PA 16301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DELIVERY OF MEALS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID:

405,574.

=====



ELIZABETH S BLACK CHARITABLE TR
 IRREVOCABLE CHARITABLE TRUST STATEMENT
 Account number 21-55-001-9412010
 November 1, 2010 - October 31, 2011

Summary

Portfolio value

Income		Principal		Total	
Income on October 31	\$39,052.06	Principal on October 31	\$8,610,289.22	Total portfolio value on October 31	\$8,649,341.28
Income on November 1	14,751.49	Principal on November 1	8,636,823.67	Total portfolio value on November 1	8,651,575.16
Change in value	\$24,300.57	Change in value	-\$26,534.45	Total change in value	-\$2,233.88

Portfolio value by asset class

Income		Principal		Total	
Cash and cash equivalents		Value Oct 31	Value Nov 1	Change in value	Tax cost*
		\$39,052.06	\$14,751.49	\$24,300.57	\$39,052.06
Principal		Value Oct 31	Value Nov 1	Change in value	Tax cost*
Cash and cash equivalents		\$214,926.34	\$323,210.34	-\$108,284.00	\$214,926.34
Fixed income		2,706,010.75	3,004,408.39	- 298,397.64	2,633,772.67
Equities		5,423,077.12	5,309,204.94	113,872.18	4,437,211.23
Alternative investments		266,275.01	-	266,275.01	287,800.00
Total		\$8,649,341.28	\$8,651,575.16	-\$2,233.88	\$7,612,762.30

* We use tax cost to calculate the cost of your portfolio. When this information is not available for all assets, your portfolio's tax cost may be understated. To determine if we have tax cost information for all your assets, call Shaun Byrne your Account Advisor.



ELIZABETH S BLACK CHARITABLE TR
IRREVOCABLE CHARITABLE TRUST STATEMENT

Account number 21-55-001-9412010
November 1, 2010 - October 31, 2011

Detail

Portfolio - income

Cash and cash equivalents
Mutual funds - money market

Description	Market value last period		Current market value		% of total portfolio	Avg. tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity		Current price per unit								
PNC MONEY MARKET FUND FUND #417	\$14,751.49		\$39,052.06		0.46 %	\$39,052.06	\$1.00		0.06 %	\$19.53	\$1.21
	39,052.060		\$1.0000								

Portfolio - principal

Cash and cash equivalents
Mutual funds - money market

Description	Market value last period		Current market value		% of total portfolio	Avg. tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity		Current price per unit								
PNC MONEY MARKET FUND FUND #417	\$323,210.34		\$214,926.34		2.49 %	\$214,926.34	\$1.00		0.06 %	\$107.47	\$9.14
	214,926.340		\$1.0000								

Fixed income
Corporate bonds

Description (Cusip)	Market value last period		Current market value		% of total portfolio	Avg. tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity		Current price per unit								
AMERICAN INTL GROUP NTS 05 600% DUE 10/18/2016 RATING BAA1 (026870BC1)	\$262,187.50		\$252,710.00		2.93 %	\$255,095.00	\$102.04	- \$2,385.00	5.54 %	\$14,000.00	\$505.56
	250,000		\$101.0840								

Detail

**Fixed income
Corporate bonds**

Description (Cusip)	Market value last period	Current market value		% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	price per unit							
GENERAL ELEC CAP CORP	272,367 50	272,367 50	262,905 00	3 04 %	247,500 00	99 00	15,405 00	5 19 %	13,625 00	4,011 81
NOTES SER MTNA	250,000	250,000	105 1620							
05 450% DUE 01/15/2013										
RATING AA2										
(369629ZY3)										
GOLDMAN SACHS GROUP INC	213,292 00	213,292 00	201,788 00	2 34 %	202,672 00	101 34	- 884 00	6 55 %	13,200 00	3,886 67
SR UNSUB	200,000	200,000	100 8940							
06 600% DUE 01/15/2012										
RATING A1										
(38141GBU7)										
Total corporate bonds			\$717,403.00	8.29 %	\$705,267.00		\$12,136.00	5.69 %	\$40,825.00	\$8,404.04

Etf - fixed income

Description (Symbol)	Market value last period	Current market value		% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	price per unit							
VANGUARD TOTAL BOND MARKET (BND) ETF	\$579,396 20	579,396 20	\$585,841 72	6 78 %	\$545,136 86	\$77 81	\$40,704 86	3 15 %	\$18,439 79	

Mutual funds - fixed income

Description (Symbol)	Market value last period	Current market value		% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	price per unit							
DODGE & COX INCOME FUND (DODIX)	\$575,032 21	575,032 21	\$616,352 78	7 13 %	\$592,000 00	\$12 89	\$24,352 78	4 29 %	\$26,408 56	
FIDELITY ADVISOR FLOATING HIGH (FFRIX) INCOME FUND I	45,927 927	45,927 927	\$13 4200	3 25 %	284,000 00	9 83	- 3,543 29	3 33 %	9,329 30	737 22
FUND #279	28,883 286	28,883 286	9 7100							
PNC GOVERNMENT MRTG FD (PTGIX) CLASS I	215,148 34	215,148 34	104,038 64	1 21 %	97,568 81	9 11	6,469 83	4 10 %	4,264 41	341 26
FUND #406	10,714 587	10,714 587	9 7100							

Detail

Mutual funds - fixed income

Description (Symbol)	Market value last period		Current market value		% of total portfolio	Total tax cost		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	price per unit	Current	price per unit		Avg tax cost per unit	Unrealized gain/loss				
PIMCO UNCONSTRAINED BOND FUND (PFIUX)	11,738 445	128.653 36	10 9600		1 49 %	130,000 00	- 1,346 64	2 01 %	2,582 46		121 15
INSTITUTIONAL CLASS						11 08					
TEMPLETON GLOBAL BOND FUND AD (TGBAX)	20,654 916	273.264 54	13 2300		3 16 %	279,800 00	- 6,535 46	4 80 %	13,095 22		
FUND #616						13 55					
Total mutual funds - fixed income			\$1,402,766.03		16.22 %	\$1,383,368.81	\$19,397.22	3.97 %	\$55,679.95		\$1,199.63

Total fixed income

			\$2,706,010.75		31.29 %	\$2,633,772.67	\$72,238.08	4.25 %	\$114,944.74		\$9,603.67
--	--	--	-----------------------	--	----------------	-----------------------	--------------------	---------------	---------------------	--	-------------------

**Equities
Stocks**

Description (Symbol)	Market value last period		Current market value		% of total portfolio	Total tax cost		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	price per unit	Current	price per unit		Avg tax cost per unit	Unrealized gain/loss				
COVIDIEN PLC (COV)	800	\$37.632 00		\$47 0400	0 44 %	\$36,768 82	\$863 18	1 92 %	\$720 00		\$180 00
ISIN IE00B68SQD29 SEDOL B68SQD2						\$45 96					
AT&T INC (T)	41,924 40	26.379.00	29 3100		0 31 %	22,059 33	4,319 67	5.87 %	1,548 00		387.00
ALLERGAN INC (AGN)	47,790 60	40.377 60	84,1200		0 47 %	26,659 20	13,718 40	0.24 %	96 00		
AMERICAN EXPRESS CO (AXP)	26,119 80	31.384 40	50 6200		0 37 %	26,727 35	4,657 05	1 43 %	446 40		111.60
AMERISOURCEBERGEN CORP (ABC)	45,305 40	31.824 00	40 8000		0 37 %	21,226 41	10,597 59	1 13 %	358 80		
AMERIPRISE FINANCIAL INC (AMP)	38,767 50	32.209 20	46 6800		0 38 %	26,564 03	5,645 17	1 98 %	634 80		
APPLE INC (AAPL)	129,421 40	117.386 20	404 7800		1 36 %	48,145 80	69,240 40				
BAKER HUGHES INC (BHI)	290	404 7800	38,273 40		0 45 %	44,177 15	- 5,903 75	1 04 %	396 00		
	660		57 9900			66 94					

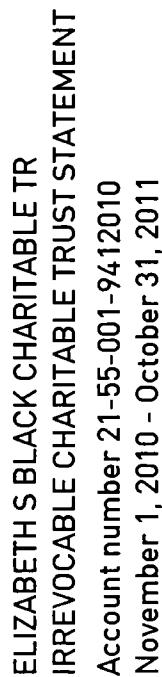


ELIZABETH S BLACK CHARITABLE TR
IRREVOCABLE CHARITABLE TRUST STATEMENT
Account number 21-55-001-9412010
November 1, 2010 - October 31, 2011

Detail

Equities
Stocks

Description (Symbol)	Market value last period		Current market value		% of total portfolio	Avg tax cost per unit		Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	Current price per unit	Current price per unit	Current price per unit								
BANK OF AMERICA CORP (BAC)	27,134 13	11,952 50	11,952 50	11,952 50	0 14 %			30,482 20	- 18,529 70	0 59 %	70 00	
	1,750	6 8300	6 8300	6 8300				17 42				
BORG WARNER INC (BWA)	410	31,340 90	31,340 90	31,340 90	0 37 %			31,138 23	222 67	0 63 %	196 80	
		76 4900	76 4900	76 4900				75 95				
BRISTOL MYERS SQUIBB CO (BMY)	880	27,799 20	27,799 20	27,799 20	0 33 %			28,758 40	- 959 20	4 18 %	1,161 60	290 40
		31 5900	31 5900	31 5900				32 68				
CAPITAL ONE FINANCIAL CORP (COF)	37,270 00	33,788 40	33,788 40	33,788 40	0 40 %			33,249 78	538 62	0 44 %	148 00	
	740	45 6600	45 6600	45 6600				44 93				
CELANESE CORP-SERIES A (CE)	42,067 00	28,743 00	28,743 00	28,743 00	0 34 %			17,916 93	10,826 07	0 56 %	158 40	39 60
	660	43 5500	43 5500	43 5500				27 15				
CHEVRON CORPORATION (CVX)	85,078 00	79,838 00	79,838 00	79,838 00	0 93 %			54,758 58	25,079 42	3 09 %	2,462 40	
	760	105 0500	105 0500	105 0500				72 05				
CHUBB CORP (CB)	34,231 80	37,548 00	37,548 00	37,548 00	0 44 %			27,154 40	10,393 60	2 33 %	873 60	
	560	67 0500	67 0500	67 0500				48 49				
CITIGROUP INC (C)	770	24,324 30	24,324 30	24,324 30	0 29 %			32,838 51	- 8,514 21	0 13 %	30 80	
		31 5900	31 5900	31 5900				42 65				
COCA COLA CO (KO)	34,339 20	36,209 60	36,209 60	36,209 60	0 42 %			29,722 40	6,487 20	2 76 %	996 40	
	530	68 3200	68 3200	68 3200				56 08				
COMCAST CORPORATION CL A (CMCSA)	1,430	33,533 50	33,533 50	33,533 50	0 39 %			33,605 00	- 71 50	1 92 %	643 50	
		23 4500	23 4500	23 4500				23 50				
CUMMINS INC (CMI)	30,835 00	25,851 80	25,851 80	25,851 80	0 30 %			18,142 80	7,709 00	1 61 %	416 00	
	260	99 4300	99 4300	99 4300				69 78				
DOLLAR TREE INC (DLTR)	40,021 80	45,577 20	45,577 20	45,577 20	0 53 %			17,259 60	28,317 60			
	570	79 9600	79 9600	79 9600				30 28				
DOVER CORP (DOV)	44,073 00	34,428 60	34,428 60	34,428 60	0 40 %			28,989 61	5,438 99	2 27 %	781 20	
	620	55 5300	55 5300	55 5300				46 76				
DUPONT E I DE NEMOURS & CO (DD)	32,150 40	31,245 50	31,245 50	31,245 50	0 37 %			26,288 86	4,956 64	3 42 %	1,066 00	
	650	48 0700	48 0700	48 0700				40 44				
EMC CORP (EMC)	45,613 40	38,970 90	38,970 90	38,970 90	0 46 %			27,852 50	11,118 40			
	1,590	24 5100	24 5100	24 5100				17 52				
EQT CORPORATION (EQT)	650	41,275 00	41,275 00	41,275 00	0 48 %			39,384 94	1,890 06	1 39 %	572 00	
		63 5000	63 5000	63 5000				60 59				

Equities
Stocks

Stocks												
Description (Symbol)	Market value last period		Current market value		% of total portfolio	Avg tax cost per unit	Total tax cost		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity		Current price per unit									
EATON CORP (ETN)	640		28,684.80		0.34 %	31,913.44	49.87		- 3,228.64	3.04 %	870.40	
EBAY INC (EBAY)	800		25,464.00		0.30 %	27,776.72	34.72		- 2,312.72			
EQUITY RESIDENTIAL (EQR)	29,178.00		26,406.00		0.31 %	20,560.10	45.69		5,845.90	2.31 %	607.50	
SH BEN INT REIT	450		58,680									
EXXON MOBIL CORP (XOM)	81,782.70		86,679.90		1.01 %	30,616.27	27.58		56,063.63	2.41 %	2,086.80	
	1,110		78.0900									
GENERAL ELECTRIC CO (GE)	40,690.80		31,414.80		0.37 %	34,767.18	18.49		- 3,352.38	3.60 %	1,128.00	
	1,880		16.7100									
GOOGLE INC-CL A (GOOG)	73,644.00		53,337.60		0.62 %	39,105.05	434.50		14,232.55			
	90		592.6400									
THE HERSHEY COMPANY (HSY)	50,974.70		43,494.80		0.51 %	36,011.12	47.38		7,483.68	2.42 %	1,048.80	
	760		57.2300									
INTEL CORP (INTC)	32,481.00		40,736.40		0.48 %	34,110.84	20.55		6,625.56	3.43 %	1,394.40	
	1,660		24.5400									
INTERNATIONAL BUSINESS MACHS (IBM)	61,748.00		59,081.60		0.69 %	37,939.20	118.56		21,142.40	1.63 %	960.00	
CORP	320		184.6300									
JPMORGAN CHASE & CO (JPM)	71,873.30		48,316.40		0.56 %	56,156.00	40.40		- 7,839.60	2.88 %	1,390.00	
	1,390		34.7600									
JOHNSON & JOHNSON (JNJ)	38,881.40		59,882.70		0.70 %	59,088.30	63.54		794.40	3.55 %	2,120.40	
	930		64.3900									
JOY GLOBAL INC (JOYG)	320		27,904.00		0.33 %	31,292.80	97.79		- 3,388.80	0.81 %	224.00	
			87.2000									
KRAFT FOODS INC - A (KFT)	670		23,570.60		0.28 %	22,632.53	33.78		938.07	3.30 %	777.20	
SEDOL 2764296 ISIN US50075N1046			35.1800									
LAUDER ESTEE COS INC (EL)	390		38,395.50		0.45 %	37,196.01	95.37		1,199.49	0.77 %	292.50	
CL A			98.4500									
LIMITED BRANDS INC (LTD)	44,378.90		30,324.10		0.36 %	17,203.30	24.23		13,120.80	1.88 %	568.00	
	710		42.7100									
MACY'S INC (M)	1,420		43,352.60		0.51 %	39,987.20	28.16		3,365.40	1.32 %	568.00	
			30.5300									

Detail

**Equities
Stocks**

Description (Symbol)	Market value last period Quantity	Current market value		% of total portfolio	Total tax cost		Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Current price per unit	Current price per unit		Avg tax cost per unit	Unrealized gain/loss				
MATTEL INC (MAT)	41,294 10 1,320	37,276 80	28 2400	0 44 %	27 522 00 20 85	9,754 80	3 26 %	1,214 40		
MC DONALDS CORP (MCD)	390	36,211 50	92 8500	0 42 %	33,068 06 84 79	3,143 44	3 02 %	1,092 00		
MERCK & CO INC (MRK)	26,506 30 530	18,285 00	34 5000	0 22 %	19,047 67 35 94	- 762 67	4 41 %	805 60		
MICROSOFT CORP (MSFT)	74,662 00 2,040	54,325 20	26 6300	0 63 %	15,778 12 7 73	38,547 08	3 01 %	1,632 00		
MOODY'S CORP (MCO)	640	22,713 60	35 4900	0 27 %	24,959 81 39 00	- 2,246 21	1 58 %	358 40		
NATIONAL OILWELL VARCO INC (NOV)	69,888 00 450	32,098 50	71 3300	0 38 %	18,806 40 41 79	13,292 10	0 62 %	198 00		
NORTHEAST UTILITIES (NU)	710	24,544 70	34 5700	0 29 %	23,230 98 32 72	1,313 72	3 19 %	781 00		
OGE ENERGY CORP (OGE)	480	24,835 20	51 7400	0 29 %	22,200 91 46 25	2,634 29	2 90 %	720 00		
ORACLE CORP (ORCL)	65,223 60 1,630	53,415 10	32 7700	0 62 %	19,100 84 11 72	34,314 26	0 74 %	391 20	97 80	
PPG INDUSTRIES INC (PPG)	33,748 00 320	27,651 20	86 4100	0 32 %	21,855 52 68 30	5,795 68	2 64 %	729 60		
PFIZER INC (PFE)	62,868 15 2,310	44,490 60	19 2600	0 52 %	35,589 90 15 41	8,900 70	4 16 %	1,848 00		
PROCTER & GAMBLE CO (PG)	66,748 50 770	49,272 30	63 9900	0 57 %	13,457 26 17 48	35,815 04	3 29 %	1,617 00	404 25	
QUALCOMM INC (QCOM)	790	40,764 00	51 6000	0 48 %	41,967 00 53 12	- 1,203 00	1 67 %	679 40		
SHIRE PLC (SHPGY)	32,947 00	23,575 00	94 3000	0 28 %	16,407 50	7,167 50	0 43 %	100 00		
SPONSORED ADR	250	94 3000			65 63					
JM SMUCKER CO/THE-NEW COM WI (SJM)	41,139 20 460	35,429 20	77 0200	0 41 %	27,827 39 60 49	7,601 81	2 50 %	883 20		
TARGET CORP (TGT)	640	35,040 00	54 7500	0 41 %	33,855 36 52 90	1,184 64	2 20 %	768 00		



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Detail

**Equities
 Stocks**

Description (Symbol)	Market value last period Quantity	Current market value		% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Current price per unit	Current price per unit							
TIFFANY & CO NEW (TIF)	390	31,094.70	79,7300	0.36 %	23,064.60	59.14	8,030.10	1.46 %	452.40	
UNION PACIFIC CORP (UNP)	45,593.60	37,836.60	99,5700	0.44 %	28,461.43	74.90	9,375.17	1.91 %	722.00	
UNITED TECHNOLOGIES CORP (UTX)	47,105.10	35,870.80	77,9800	0.42 %	25,249.40	54.89	10,621.40	2.47 %	883.20	
UNITEDHEALTH GROUP INC (UNH)	43,981.00	32,153.30	47,9900	0.38 %	17,982.80	26.84	14,170.50	1.36 %	435.50	
VODAFONE GROUP PLC (VOD)	1,190	33,129.60	27,8400	0.39 %	31,213.70	26.23	1,915.90	5.08 %	1,881.47	
SPONSORED ADR NEW	47,669.60	36,300.80	56,7200	0.42 %	37,031.93	57.86	- 731.13	2.58 %	934.40	
WAL-MART STORES INC (WMT)	48,992.80	35,496.70	25,9100	0.42 %	37,894.61	27.66	- 2,397.91	1.86 %	657.60	
WELLS FARGO & COMPANY (WFC)	1,370	34,617.60	72,1200	0.41 %	30,269.37	63.06	4,348.23	0.56 %	192.00	
WHOLE FOODS MKT INC (WFM)	480	51,204.40	40,861.80	0.48 %	27,474.30	21.81	13,387.50	3.21 %	1,310.40	
WISCONSIN ENERGY CORP (WEC)	1,260	32,4300								
Total stocks		\$2,462,247.80		28.47 %	\$1,939,543.75		\$522,704.05	1.99 %	\$48,899.47	\$1,510.65

Etf - equity

Description (Symbol)	Market value last period Quantity	Current market value		% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Current price per unit	Current price per unit							
ISHARES RUSSELL MIDCAP (IWR)	\$416,422.59	\$442,035.62		5.12 %	\$262,300.51	\$59.09	\$179,735.11	1.53 %	\$6,747.28	
INDEX FD ETF	4,439	\$99,5800								
ISHARES TR RUSSELL 2000 INDEX FD (IWM)	198,035.10	208,486.17		2.42 %	165,788.76	58.85	42,697.41	1.39 %	2,895.88	
ETF	2,817	74,0100								



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Etf - equity

Description (Symbol)	Market value last period	Current market value	% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
VANGUARD MSCI EMERGING MARKETS (VWO) ETF	Quantity 70,820.57 2,511	Current price per unit 104,281.83 41,5300	1.21 %	85,263.85 33.9 %		19,017.98	1.97 %	2,066.47	
Total etf - equity		\$754,803.62	8.73 %	\$513,353.12		\$241,450.50	1.55 %	\$11,689.63	

Mutual funds - equity

Description (Symbol)	Market value last period	Current market value	% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
DODGE & COX INTERNATIONAL (DODFX) STOCK FUND	Quantity \$192,790.59 6,173.064	Current price per unit \$196,303.44 \$31,8000	2.27 %	\$181,000.00 \$29.32		\$15,303.44	1.56 %	\$3,055.67	
FEDERATED STRATEGIC VALUE (SVAIX) DIVIDEND FD CLASS IS FUND #662	75,866.05 68,262.456	320,833.54 4,7000	3.71 %	300,000.00 4.40		20,833.54	3.71 %	11,877.67	
HARBOR INTERNATIONAL FUND (HAINX) CLASS INS	479,131.57 9,644.730	561,937.38 56.1900	6.27 %	468,314.36 48.56		73,623.02	1.56 %	8,410.20	
HARBOR FD (HACAX) CAP APPRECIATION FD FD #12	394,651.19 11,363.409	435,673.10 38,3400	5.04 %	350,000.00 30.80		85,673.10	0.21 %	874.98	
HARDING LOEVNEREMERG MKTS (HLEMX)	78,053.90 2,869.952	128,732.33 45.1700	1.49 %	135,000.00 47.37		-6,267.67	0.45 %	575.69	
IVY ASSET STRATEGY FUND (IVAEX) CL1	3,838.772	93,512.49 24.3600	1.09 %	100,000.00 26.05		-6,487.51	0.26 %	238.00	
MFS VALUE FUND CLASS I (MEIX)	376,001.20 19,445.034	438,679.97 22.5600	5.08 %	400,000.00 20.57		38,679.97	1.79 %	7,816.90	
T ROWE PRICE REAL ESTATE FUND (TRREX) FD #122	2,718.869	50,353.45 18.5200	0.59 %	50,000.00 18.39		353.45	2.16 %	1,087.55	
Total mutual funds - equity		\$2,206,025.70	25.51 %	\$1,984,314.36		\$221,711.34	1.54 %	\$33,936.66	
Total equities		\$5,423,077.12	62.70 %	\$4,437,211.23		\$985,865.89	1.74 %	\$94,525.76	\$1,510.65



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Alternative investments
 Mutual funds - alternative invest

Description (Symbol)	Market value last period		Current market value	% of total portfolio	Avg tax cost per unit	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
	Quantity	Current price per unit								
IVY GLBL NATURAL RESOURCES FD (IGNYX) CLY FUND #722	7,470.696	\$137,012.56	\$18,340.00	1.59 %	\$155,800.00	\$20.86	-\$18,787.44	0.12 %	\$150.91	
PIMCO COMMODITY REAL RETURN (PCRIX) STRATEGY FUND INSTITUTIONAL CL	16,137.634	129,262.45	8,010.00	1.50 %	132,000.00	8.18	-2,737.55	16.91 %	21,850.36	
Total mutual funds - alternative invest		\$266,275.01		3.08 %	\$287,800.00		-\$21,524.99	8.26 %	\$22,001.27	
Total alternative investments		\$266,275.01		3.08 %	\$287,800.00		-\$21,524.99	8.26 %	\$22,001.27	
Total portfolio		\$8,649,341.28		100.00 %	\$7,612,762.30		\$1,036,578.98	2.68 %	\$231,598.77	\$11,124.67