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

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

For calendar year 2010, or tax year beginning 11/01, 2010, and ending 10/30, 2011

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

Name of foundation: **HEISMAN TROPHY TRUST**

Number and street (or P O box number if mail is not delivered to street address): **111 BROADWAY**

Room/suite: **103A**

City or town, state, and ZIP code: **NEW YORK, NY 10006**

A Employer identification number: **13-7052079**

B Telephone number (see page 10 of the instructions): **(212) 425-7000**

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

H Check type of organization: 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) **\$ 9,468,385.**
J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(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)	0.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	22,185.	22,185.	22,185.	ATCH 1
4	Dividends and interest from securities	28,746.	28,746.	28,746.	ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-30,064.			
b	Gross sales price for all assets on line 6a	1,889,554.			
7	Capital gain net income (from Part IV, line 2)				
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)	3,224,798.		3,224,798.	ATCH 3
12	Total. Add lines 1 through 11	3,245,665.	50,931.	3,275,729.	
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages	185,846.		185,846.	
15	Pension plans, employee benefits	70,487.		70,487.	
16a	Legal fees (attach schedule) ATCH 4	30,717.	0.	30,717.	0.
b	Accounting fees (attach schedule) ATCH 5	58,107.	0.	58,107.	0.
c	Other professional fees (attach schedule) *	102,117.		102,117.	
17	Interest. ATTACHMENT 7				
18	Taxes (attach schedule) (see page 14 of the instructions) *	750.		750.	
19	Depreciation (attach schedule) and depletion	6,616.			
20	Occupancy	78,147.		78,147.	
21	Travel, conferences and meetings	9,539.		9,539.	
22	Printing and publications	6,953.		6,953.	
23	Other expenses (attach schedule) ATCH 9	693,079.	10,488.	693,079.	
24	Total operating and administrative expenses. Add lines 13 through 23	1,242,358.	10,488.	1,235,742.	0.
25	Contributions, gifts, grants paid	1,169,986.			984,986.
26	Total expenses and disbursements. Add lines 24 and 25	2,412,344.	10,488.	1,235,742.	984,986.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	833,321.			
b	Net investment income (if negative, enter -0-)		40,443.		
c	Adjusted net income (if negative, enter -0-)			2,039,987.	

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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	893,370.	1,138,207.	1,138,207.
	2 Savings and temporary cash investments	7,346,943.	412,606.	412,606.
	3 Accounts receivable ▶ 265,837.			
	Less allowance for doubtful accounts ▶	182,699.	265,837.	265,837.
	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 ATCH 10	139,304.	71,004.	71,004.
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 11		4,745,786.	4,486,237.
	c Investments - corporate bonds (attach schedule) ATCH 12		2,887,046.	2,849,173.
	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	66,016.		ATCH 13	
Less accumulated depreciation (attach schedule) ▶	10,695.	10,271.	55,321.	
15 Other assets (describe ▶ ATCH 14)	290,000.	190,000.	190,000.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,862,587.	9,765,807.	9,468,385.	
Liabilities	17 Accounts payable and accrued expenses	690,439.	678,156.	
	18 Grants payable			
	19 Deferred revenue	350,450.	247,782.	ATCH 15
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ ATCH 16)		185,000.	
23 Total liabilities (add lines 17 through 22)	1,040,889.	1,110,938.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	7,821,698.	8,654,869.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 17 of the instructions)	7,821,698.	8,654,869.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,862,587.	9,765,807.		

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	7,821,698.
2 Enter amount from Part I, line 27a	2	833,321.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	8,655,019.
5 Decreases not included in line 2 (itemize) ▶ ATTACHMENT 17	5	150.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,654,869.

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 SCHEDULE			
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) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h)))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-30,064.
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	-30,064.

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	487,443.	7,465,818.	0.065290
2008	631,561.	6,307,582.	0.100127
2007	386,725.	4,540,951.	0.085164
2006	267,500.	2,849,154.	0.093888
2005			
2	Total of line 1, column (d)	2	0.344469
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	0.086117
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	8,214,525.
5	Multiply line 4 by line 3	5	707,410.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	404.
7	Add lines 5 and 6	7	707,814.
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	984,986.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 187.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes Yes/No columns. Questions cover political activities, tax on political expenditures, and foundation status.

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 WWW.HEISMAN.COM
14 The books are in care of MOREA FINANCIAL SERVICES, INC. Telephone no 212 608-1080
Located at 120 BROADWAY, SUITE 1016 NEW YORK, NY ZIP + 4 10271
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 X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) 3b X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? 4b X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? Yes No
 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? Yes No
 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? Yes No

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 SCHEDULE ATTACHED		-0-	-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
ATTACHMENT 18		182,500.	9,125.	0.

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

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

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

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

Total number of others receiving over \$50,000 for professional services **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 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,791,458.
b	Average of monthly cash balances	1b	5,548,161.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	8,339,619.
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	0.
3	Subtract line 2 from line 1d	3	8,339,619.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	125,094.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,214,525.
6	Minimum investment return. Enter 5% of line 5	6	410,726.

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

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	984,986.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	984,986.
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	404.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	984,582.

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				0.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only			0.	
b Total for prior years 20 08, 20 07, 20 06		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006	127,102.			
c From 2007	386,725.			
d From 2008	632,525.			
e From 2009	487,443.			
f Total of lines 3a through e	1,633,795.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 984,986.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				
e Remaining amount distributed out of corpus	984,986.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,618,781.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,618,781.			
10 Analysis of line 9				
a Excess from 2006	127,102.			
b Excess from 2007	386,725.			
c Excess from 2008	632,525.			
d Excess from 2009	487,443.			
e Excess from 2010	984,986.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 ▶ 06/30/2008

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

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	410,726.	373,291.	315,379.	227,048.	1,326,444.
b 85% of line 2a	349,117.	317,297.	268,072.	192,991.	1,127,477.
c Qualifying distributions from Part XII, line 4 for each year listed	984,986.	487,443.	632,525.	386,725.	2,491,679.
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	984,986.	487,443.	632,525.	386,725.	2,491,679.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets	9,468,385.	8,862,587.	7,294,788.	6,383,496.	32,009,256.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed		248,861.	210,253.	151,365.	610,479.
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)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

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))

N/A

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

N/A

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE SCHEDULE ATTACHED				984,986.
Total ▶ 3a				984,986.
b <i>Approved for future payment</i> ATTACHMENT 19				
Total ▶ 3b				185,000.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION

REVENUE
AND
EXPENSES
PER BOOKS

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

Kind of Property		Description				P or D	Date acquired	Date sold	
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)		
55,308.		1083.000				P	VARIOUS	07/20/2011	
		57,528.					-2,220.		
155,774.		1573.000				P	VARIOUS	07/22/2011	
		155,452.					322.		
75,444.		1551.000				P	VARIOUS	07/22/2011	
		75,675.					-231.		
102,218.		9233.743				P	VARIOUS	10/05/2011	
		PROPERTY TYPE: SECURITIES							
		102,679.					-461.		
136,716.		1200.000				P	VARIOUS	10/05/2011	
		159,816.					-23,100.		
71,888.		9741.462				P	VARIOUS	10/20/2011	
		84,543.					-12,655.		
1,292,206.		116730.478				P	VARIOUS	10/25/2011	
		1,283,925.					8,281.		
TOTAL GAIN (LOSS)								<u>-30,064.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
MONEY MARKET, BANK CD'S INVESTMENT ACCOUNT JPMORGAN	6,480. 15,705.	6,480. 15,705.	6,480. 15,705.
TOTAL	<u>22,185.</u>	<u>22,185.</u>	<u>22,185.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INVESTMENT ACCOUNT JPMORGAN	28,746.	28,746.	28,746.
TOTAL	<u>28,746.</u>	<u>28,746.</u>	<u>28,746.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	ADJUSTED NET INCOME
HEISMAN TROPHY ANNUAL DINNER	436,321.	436,321.
LICENSING INCOME	131,620.	131,620.
SPONSOR INCOME	1,874,120.	1,874,120.
MEDIA RIGHTS INCOME	780,600.	780,600.
MISCELLANEOUS OTHER REVENUES	2,137.	2,137.
TOTALS	<u>3,224,798.</u>	<u>3,224,798.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	30,717.		30,717.	
TOTALS	<u>30,717.</u>	<u>0.</u>	<u>30,717.</u>	<u>0.</u>

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	58,107.		58,107.	
TOTALS	<u>58,107.</u>	<u>0.</u>	<u>58,107.</u>	<u>0.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>ADJUSTED NET INCOME</u>
OUTSIDE CONTRACTOR	94,500.	94,500.
OTHER CONTRACT SERVICES	7,617.	7,617.
TOTALS	<u>102,117.</u>	<u>102,117.</u>

ATTACHMENT 8

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>ADJUSTED NET INCOME</u>
FEDERAL INCOME TAX	500.	500.
STATE INCOME TAX	250.	250.
TOTALS	<u>750.</u>	<u>750.</u>

ATTACHMENT 9

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
HEISMAN TROPHY DINNER EXPENSES	615,424.		615,424.
BANK SERVICE CHARGES	200.		200.
CUSTODY FEE JPMORGAN	10,488.	10,488.	10,488.
DUES & SUBSCRIPTIONS	5,533.		5,533.
INSURANCE	25,375.		25,375.
MISCELLANEOUS	414.		414.
OFFICE EXPENSES	17,704.		17,704.
POSTAGE & SHIPPING	6,941.		6,941.
STORAGE	2,114.		2,114.
TELEPHONE	6,466.		6,466.
WEB SITE	2,420.		2,420.
TOTALS	<u>693,079.</u>	<u>10,488.</u>	<u>693,079.</u>

ATTACHMENT 10

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID EVENT EXPENSES	47,336.	47,336.
PREPAID INSURANCE	13,069.	13,069.
OTHER PREPAID EXPENSES	10,599.	10,599.
TOTALS	<u>71,004.</u>	<u>71,004.</u>

ATTACHMENT 11

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
JPMORGAN - US LARGE CAP EQUITY	2,319,478.	2,292,157.
JPMORGAN - US MID CAP EQUITY	567,739.	545,536.
JPMORGAN - EAFE EQUITY	1,081,899.	975,553.
JPMORGAN - ASIA EX JAPAN EQUIT	468,585.	403,368.
JPMORGAN - EMERGING MARKET EQU	308,085.	269,623.
TOTALS	<u>4,745,786.</u>	<u>4,486,237.</u>

ATTACHMENT 12

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
JPMORGAN - US FIXED INCOME	2,632,345.	2,603,605.
JPMORGAN - COMPLEMENTARY STRUC	100,298.	97,200.
JPMORGAN - FX & NON-USD FIXED	154,403.	148,368.
TOTALS	<u>2,887,046.</u>	<u>2,849,173.</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 13

ACCUMULATED DEPRECIATION DETAIL

FIXED ASSET DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
COPIER USED	M5	3,739.			3,739.	1,870.	748.		2,618.
LAPTOP	M5	1,463.			1,463.	732.	293.		1,025.
NEW COMPUTER	M5	1,713.			1,713.	514.	343.		857.
NEW OFFICE PRINTER	M5	1,807.			1,807.	542.	361.		903.
6 CR CARD SWIPERS	M5	2,832.			2,832.	71.	566.		637.
WEB SOFTWARE UPGRA	M5	1,524.			1,524.	191.	305.		496.
DESKTOP COMPUTER	M5	1,272.			1,272.	159.	254.		413.
TOTALS		<u>14,350.</u>			<u>14,350.</u>	<u>4,079.</u>			<u>6,949.</u>

ATTACHMENT 14

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
RENT SECURITY DEPOSIT	15,000.	15,000.
LITIGATION SETTLEMENT RECEIVA	175,000.	175,000.
TOTALS	<u>190,000.</u>	<u>190,000.</u>

ATTACHMENT 15FORM 990PF, PART II - DEFERRED REVENUE

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
DEFERRED EVENT REVENUE	100,200.
DEFERRED REVENUE	135,833.
DEFERRED RENT	11,749.
TOTALS	<u>247,782.</u>

FORM 990-E, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
GRANTS PAYABLE PER CONTRACTS	185,000.
TOTALS	<u>185,000.</u>

ATTACHMENT 17

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ADJUSTMENT TO OPENING BALANCE	150.
TOTAL	<u>150.</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 18

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
ROBERT WHALEN 9 PINE TERRACE HIGHLAND, NY 11258	40.00	115,000.	5,750. 0.
TIMOTHY HENNING 105-00 SHORE POINT PARKWAY ROCKAWAY PARK, NY 11694	40.00	67,500.	3,375. 0.
TOTAL COMPENSATION		<u>182,500.</u>	<u>9,125. 0.</u>

FORM 990PE, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 19

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DAVE THOMAS FOUNDATION FOR ADOPTION 525 METRO PLACE NORTH SUITE 220 DUBLIN, OH 43017	SEE ATTACHED	85,000.
MADISON SQUARE BOYS & GIRLS CLUB 350 FIFTH AVENUE SUITE 912 NEW YORK, NY 10118	SEE ATTACHED.	100,000.
TOTAL CONTRIBUTIONS APPROVED		<u>185,000.</u>



DAVE THOMAS
FOUNDATION
FOR ADOPTION

15022 Metro Place North, Suite 220, Dublin, Ohio 43017

April 26, 2011

William J Dockery
Heisman Trust
17 Battery Place
New York, NY 10004

Re: 2011-2012 Partnership with the Dave Thomas Foundation for Adoption

Dear Mr. Dockery:

This letter will confirm the conditions under which you have so generously pledged to make a contribution to the Dave Thomas Foundation for Adoption to support our efforts to serve the most vulnerable and at-risk children in New York.

Our critical efforts to date in New York City, one of the nation's most challenging child welfare environments, have resulted in adoptive homes for 160 of New York's longest waiting children. With a Heisman partnership, the Foundation is committed to not only hiring a fourth recruiter for the city, but also to extending a two-year Heisman commitment to three years, with the potential impact of at least 40 or more children adopted from New York City's foster care system.

A contribution of \$85,000 in 2011 from the Heisman Trust will be used to fund the grant costs of a *Wendy's Wonderful Kids* adoption recruiter who will serve children in the New York metro area. In addition, the Heisman Trust will renew this partnership in 2012 with a second contribution of \$85,000 upon the successful completion of year one grant activities. Specifically:

Year One: \$85,000

- The Dave Thomas Foundation for Adoption will choose a private or public child welfare custodial agency in the New York metro area that meets the Foundation's qualifications.
- The Dave Thomas Foundation will launch this site on July 1, 2011.
- The funded agency will hire an adoption professional with the qualifications specified by the Dave Thomas Foundation for Adoption.
- The recruiter will build a caseload of 15-25 children and begin the process of reviewing case records and building relationships with the children and their caseworkers.
- The recruiter will build a family recruitment plan for each child on the caseload and implement the individualized family recruitment plan for each child.
- The recruiter will work toward matching the children on their caseload with potential adoptive families.

Year Two: \$85,000

- Year two funding is contingent upon goals accomplished in year one of the grant.
- Additional children will be added to the recruiter's caseload.
- Matched children from year one will continue to move toward adoption.
- Adoptions typically begin to occur in the second half of year two.



DAVE THOMAS
FOUNDATION
FOR ADOPTION

In the face of Love is not a job, it is a choice.

During year one of this partnership, the Dave Thomas Foundation for Adoption agrees to provide a minimum of two updates to a representative of the Heisman Trust on the progress of the grant. Additionally, the Dave Thomas Foundation for Adoption will provide recognition of the partnership with Heisman Trust on our web page and in media releases with prior approval from the Heisman Trust. *We will also continue the grant beyond the Heisman Trust two-year commitment, so that the children of New York City will continue to receive the service they deserve.*

The Dave Thomas Foundation for Adoption is deeply grateful for your support and commitment to a loving, permanent family for every child.

If all of the above is satisfactory, please sign and date in the space indicated below and send your contribution, payable to the Dave Thomas Foundation for Adoption, to the attention of Rita Soronen. A copy is enclosed for your files.

Sincerely yours,

Rita L. Soronen, President & CEO
Dave Thomas Foundation for Adoption

The foregoing is accepted and agreed to.

April 26, 2011

Date

BY _____

Rita L. Soronen, President & CEO
Dave Thomas Foundation for Adoption

7/28/11

Date

BY _____

William J. Dockery, Heisman Trust President
Heisman Trust



HEISMAN · TROPHY · TRUST

MEMORANDUM OF AGREEMENT

1.-The Heisman Trophy Trust agrees to contribute to Madison Square Boys & Girls Club, Fifty Thousand Dollars (\$50,000) per year for three years on the following schedule:

March 1, 2011 - \$50,000

March 1, 2012 - \$50,000

March 1, 2013 - \$50,000

2.-Madison Square Boys & Girls Club acknowledges that these funds will solely be used for the creation of a new turf playing field at the Murphy Clubhouse

3.-Madison Square Boys & Girls Club agrees to provide the Heisman Trophy Trust with a copy of the contract with the turf vendor as well as a payment and work schedule and completion date. It is our mutual understanding that work on the field will commence as soon as possible and will be completed no later than February 28, 2013.

4.-Madison Square Boys & Girls Club agrees to provide a quarterly report updating the Heisman Trophy Trust as to the progress of the schedule.

5.-On completion of the turf field, the Madison Square Boys & Girls Club agrees to place a plaque – the design of which will be mutually agreed upon - on or near the field acknowledging the Heisman Trophy Trust contribution.

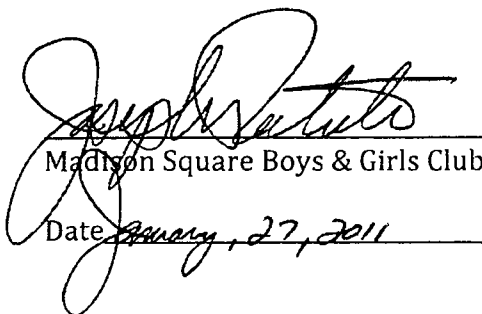
With this letter, the Heisman Trophy Trust makes a commitment to provide all stated herein. If you are in agreement with these terms, please sign and return one copy to the Heisman Trophy Trust.

Thank You

Heisman Trophy Trust

Date

1/25/11


Madison Square Boys & Girls Club
Date January, 27, 2011



**MADISON SQUARE
BOYS & GIRLS CLUB**

**SAVING AND ENHANCING
THE LIVES OF NYC KIDS
SINCE 1884**

January 28, 2011

**ADMINISTRATIVE
OFFICES**

350 Fifth Avenue
Suite 912
New York, NY 10118
Tel: 212-760-9600
Fax: 212-760-0338
www.madisonsquare.org

Mr. Rob Whalen
Executive Director
Heisman Trophy Trust
111 Broadway, Suite 103A
New York, NY 10006

CLUBHOUSES

COLUMBUS CLUBHOUSE
543 East 189th Street
Bronx, NY 10458
Tel: 718-733-5500
Fax: 718-534-1897

**JOEL E. SMILOV
CLUBHOUSE**
1665 Hoo Avenue
Bronx, NY 10460
Tel: 718-327-3900
Fax: 718-322-9278

**NAVY YARD
CLUBHOUSE**
240 Narrows Street
Brooklyn, NY 11201
Tel: 718-625-4205
Fax: 718-255-4372

**THOMAS S. MURPHY
CLUBHOUSE**
32-5 Bedford Avenue
Brooklyn, NY 11225
Tel: 718-462-6100
Fax: 718-462-0660

SCHOOL SITES

**JACKIE ROBINSON SCHOOL
PS 375**
46 McKeever Place
Brooklyn, NY 11225
Tel: 718-693-6655
Fax: 718-224-0433

**CLINTON HILL SCHOOL
PS 20**
225 Adolph Street
Brooklyn, NY 11205
Tel: 718-834-6744
Fax: 718-243-0712

**THE WICKSVILLE SCHOOL
PS 243**
580 Dear Street
Brooklyn, NY 1213
Tel: 718-955-1658
Fax: 718-778-0492

CAMP MADISON
201 Powder Mill Bridge Rd
Kingston, NY 12401

**FOUNDING MEMBER OF
BOYS & GIRLS CLUB
OF AMERICA**

Dear Rob,

On behalf of the children and youth of Madison Square Boys & Girls Club, I send warm thanks for the Heisman Trophy Trust's generous grant of \$150,000 over three years. We are tremendously grateful for your support in the construction of a new turf playing field at the Thomas S. Murphy Clubhouse, which will enable Madison to foster a culture of healthy living and physical fitness in over a thousand at-risk youth. As I think you know, words cannot convey our enthusiasm for making this project a reality.

Upon completion of the project, we would be pleased to welcome you and the Heisman Trophy Trustees to a ceremony commemorating the opening of the field and the Trust's important role in bringing it to fruition. In the meantime, we look forward to keeping you apprised of the progress of the construction project.

On behalf of Madison's Board of Trustees, staff and over 1,000 young people who will benefit from the playing field, please accept our sincere thanks and gratitude for the Heisman Trophy Trust's generosity.

Respectfully,

Joseph Patuleta
Executive Director

Enclosure

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 20

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
HEISMAN TROPHY ANNUAL DINNER			07	436,321.	
LICENSING INCOME			07	131,620.	
SPONSOR INCOME			07	1,874,120.	
MEDIA RIGHTS INCOME			07	780,600.	
MISCELLANEOUS OTHER REVENUE			07	2,137.	

TOTALS

3,224,798.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2010

Name of estate or trust

HEISMAN TROPHY TRUST

Employer identification number

13-7052079

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-30,064.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-30,064.

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

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

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

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

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		-30,064.
14	Net long-term gain or (loss):			
a	Total for year	14a		
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		-30,064.

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Depreciation and Amortization
(Including Information on Listed Property)

2010

Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions.

▶ Attach to your tax return.

Attachment
Sequence No **67**

Name(s) shown on return

Identifying number

HEISMAN TROPHY TRUST

13-7052079

Business or activity to which this form relates

GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1
2	Total cost of section 179 property placed in service (see instructions)	2
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0- if married filing separately, see instructions	5
6	(a) Description of property	(b) Cost (business use only)
		(c) Elected cost
7	Listed property Enter the amount from line 29	7
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8
9	Tentative deduction Enter the smaller of line 5 or line 8	9
10	Carryover of disallowed deduction from line 13 of your 2009 Form 4562	10
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12
13	Carryover of disallowed deduction to 2011 Add lines 9 and 10, less line 12	13

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

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

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2010	17	2,870.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here	<input type="checkbox"/>	

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

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property	SEE					
b 5-year property	DETAIL	2,023.	5.000	HY	200DB	202.
c 7-year property		49,642.	7.000	HY	150DB	3,544.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

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

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

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	6,616.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed?		Yes	No	24b If "Yes," is the evidence written?		Yes	No	
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) 25								
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1								29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2010 tax year (see instructions)					
43 Amortization of costs that began before your 2010 tax year					43
44 Total. Add amounts in column (f) See the instructions for where to report					44

HEISMAN TROPHY TRUST

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	M/A CRS class	Current-year 179 expense	Current-year depreciation
COPIER USED	03/21/2008	3,739.	100.000			3,739.	1,870.	2,618.	SL	HY	5.000		5		748.
LAPTOP	10/07/2008	1,463.	100.000			1,463.	732.	1,025.	SL	HY	5.000		5		293.
NEW COMPUTER	11/12/2008	1,713.	100.000			1,713.	514.	857.	SL	HY	5.000		5		343.
NEW OFFICE PRINTER	05/12/2009	1,807.	100.000			1,807.	542.	903.	SL	HY	5.000		5		361.
6 CR CARD SWIPERS	09/09/2010	2,832.	100.000			2,832.	71.	637.	SL	MQ	5.000		5		566.
WEB SOFTWARE UFGRA	04/01/2010	1,524.	100.000			1,524.	191.	496.	SL	MQ	5.000		5		305.
DESKTOP COMPUTER	04/01/2010	1,272.	100.000			1,272.	159.	413.	SL	MQ	5.000		5		254.
NEW LAPTOP	07/26/2011	2,023.	100.000			2,023.		202.	SL	HY	5.000		5		202.
OFFICE FURNITURE	03/31/2011	49,642.	100.000			49,642.		3,544.	150DB	HY	10.500		7		3,544.
Less Retired Assets															
Subtotals		66,015.				66,015.	4,079.	10,695.							6,616.
Listed Property															
Less Retired Assets															
Subtotals															
TOTALS		66,015.				66,015.	4,079.	10,695.							6,616.

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired USA 0X9024 1 000

Heisman Trophy Trust
Grants Paid
11/1/2010 to 10/31/2011

Date	Recipient	Amount
12/06/2010	Broadway Cares	5,000 00
12/07/2010	Solo Foundation	700 00
12/17/2010	The Warnck Dunn Family Foundation	50,000 00
12/25/2010	Cookies For Kids Cancers	1,953 18
02/15/2011	The V Foundation for Cancer Research	5,000 00
02/16/2011	COSIDA	5,000 00
02/16/2011	Disable Sports USA	25,000 00
02/16/2011	New York City Mission Society	32,600 00
03/01/2011	Madison Square Boys and Girls Club	50,000 00
04/04/2011	DonorsChoose.org	39,100 00
04/12/2011	St Laurence Church	1,000 00
04/28/2011	Disable Sports USA	25,000 00
04/28/2011	Street Squash	25,000.00
04/28/2011	Row New York	35,000 00
04/28/2011	St. Joseph High School	10,000 00
04/28/2011	Guiding Eyes for the Blind	5,000 00
04/28/2011	Achilles International	25,000 00
04/28/2011	Manchester Public School, Nathan Hale School	35,000 00
05/10/2011	DonorsChoose org	16,673 00
05/18/2011	Desire St. Ministries	15,000 00
05/18/2011	The Peter Westbrook Foundation	10,000 00
06/07/2011	New York City Mission Society	32,600 00
06/16/2011	United Cerebral Palsy of Greater Hartford	20,000 00
07/14/2011	Dave Thomas Foundation for Adoption	85,000 00
07/21/2011	Brooklyn Boatworks	25,000 00
07/21/2011	Big Brothers Big Sisters of Central Minn	10,000 00
07/21/2011	DOMUS	21,860 00
07/21/2011	Hudson River Community Sailing, Inc	15,000 00
07/21/2011	Figure Skating in Harlem	25,000 00
07/21/2011	Boys and Girls Clubs Of Northern Westchester	15,000 00
07/21/2011	Child Abuse Prevention Program	25,000 00
09/21/2011	Summer on the Hill Program	25,000 00
09/21/2011	Desire Street Ministries	25,000 00
09/21/2011	Youth Sailing Foundation of Indian River County	7,500 00
10/17/2011	FCS Urban Ministries	20,000 00
11/22/2010	Leake & Watts Services, Inc	5,000 00
01/29/2011	IGHL	5,000 00
01/29/2011	Maine Handicapped Skiing	5,000 00
03/24/2011	Manne Corps Scholarship Foundation	3,000 00
06/02/2011	Point Lookout Little League	10,000 00
06/16/2011	Stonehill College	5,000 00
07/21/2011	Shepherds, Inc	15,000 00
07/21/2011	The First Tee	7,000 00
07/21/2011	Weill Cornell Medical College	10,000 00
09/21/2011	Island Harvest	2,500 00

09/21/2011	Mount Sinai School of Medicine	10,000 00
09/21/2011	Packer Collegiate Institute	15,000 00
09/21/2011	United Cerebral Palsy of New York City	15,000 00
09/21/2011	Marquis Studio	5,000 00
10/17/2011	Tuesday's Children	10,000 00
10/17/2011	Cardinal Shehan Center	5,000 00
10/17/2011	Rusty Staub Foundation	20,000 00
10/17/2011	JDRF International	1,000 00
03/24/2011	The Torretta Foundaton	1,500 00
03/24/2011	VFW Post 4321	2,000 00
03/24/2011	American Legion Post #138	1,000 00
03/24/2011	52nd Street Project	3,000 00
03/24/2011	Future Foundations Family Center	3,000 00
03/24/2011	Archie & Bonita Gnffin Foundation	3,000 00
03/24/2011	Sister Visitor Program	1,500 00
03/24/2011	Misencordia Home	1,500 00
03/24/2011	Johnny Rodgers Youth Foundation	3,000 00
03/24/2011	Boys & Girls Club of Brazos Valley	3,000 00
03/24/2011	Desire St Ministries	3,000 00
03/24/2011	Westbury Christian School	3,000 00
03/24/2011	Travis Manion Foundation	3,000 00
03/24/2011	UAB Comprehensive Cancer Center	3,000 00
03/24/2011	Special Olympics South Carolina	1,500 00
03/24/2011	The Torretta Foundation	3,000 00
03/24/2011	George Rogers Foundation of the Carolinas, Inc	3,000 00
03/28/2011	Standing Tall Charitable Foundation	1,500 00
04/12/2011	Give Me A Chance Foundation	3,000 00
04/12/2011	St Jude's Children Research Hospital	3,000 00
04/12/2011	Vista Center	3,000 00
04/20/2011	Sacred Heart Parsh	3,000 00
04/28/2011	The Doug Flute Jr Foundation of Autism	3,000 00
04/28/2011	Athletes & Entertainers for Kids	4,500 00
04/28/2011	United Way of Miami-Dade Inc	3,000 00
05/18/2011	March of Dimes, Oklahoma Chapter	1,500 00
		<u>984,986.18</u>