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Form **990-PF**

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

OMB No 1545-0052

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning 12/1/2010 **, and ending** 11/30/2011

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 THE SYLVAN C COLEMAN FOUNDATION		A Employer identification number 13-6091160
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N A - P O Box 185	Room/suite	B Telephone number (see page 10 of the instructions) (212) 922-6636
City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 3,053,999	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(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))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc., received (attach schedule)	-			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	48,541	49,075		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	969,851			
	b Gross sales price for all assets on line 6a	2,256,438			
	7 Capital gain net income (from Part IV, line 2)		969,851		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0		0	
12 Total. Add lines 1 through 11	1,018,392	1,018,926		0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	23,467	18,774	0	4,693
	17 Interest				
	18 Taxes (attach schedule) (see page 4 of the instructions)	9,365	1,177	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	253	0	0	253
	24 Total operating and administrative expenses. Add lines 13 through 23	33,085	19,951	0	4,946
	25 Contributions, gifts, grants paid	142,000			142,000
26 Total expenses and disbursements. Add lines 24 and 25	175,085	19,951	0	146,946	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	843,307				
b Net investment income (if negative, enter -0-)		998,975			
c Adjusted net income (if negative, enter -0-)			0		



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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	0	0	
	2 Savings and temporary cash investments	23,977	686,350	686,350
	3 Accounts receivable	0		
	Less allowance for doubtful accounts	0	0	0
	4 Pledges receivable	0		
	Less allowance for doubtful accounts	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule)	0		
	Less allowance for doubtful accounts	0	0	0
	8 Inventories for sale or use	0	0	
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	2,108,116	2,295,594	2,367,649
	c Investments—corporate bonds (attach schedule)	0	0	0
	11 Investments—land, buildings and equipment basis	0		
Less accumulated depreciation (attach schedule)	0	0	0	
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	0	0	0	
14 Land, buildings, and equipment basis	0			
Less accumulated depreciation (attach schedule)	0	0	0	
15 Other assets (describe)	0	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,132,093	2,981,944	3,053,999	
Liabilities	17 Accounts payable and accrued expenses	0	0	
	18 Grants payable			
	19 Deferred revenue	0	0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,132,093	2,981,944	
	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)	2,132,093	2,981,944		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,132,093	2,981,944		

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	2,132,093
2	Enter amount from Part I, line 27a	2	843,307
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> YEAR END SALE - CUSIP 004764106 ACME PACKE1	3	6,544
4	Add lines 1, 2, and 3	4	2,981,944
5	Decreases not included in line 2 (itemize) <input type="checkbox"/>	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,981,944

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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	969,851	
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	0	

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	135,376	3,119,421	0.043398
2008	209,405	2,804,568	0.074666
2007			0.000000
2006			0.000000
2005			0.000000

2 Total of line 1, column (d)	2	0.118064
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	0.059032
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,269,023
5 Multiply line 4 by line 3	5	192,977
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,990
7 Add lines 5 and 6	7	202,967
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	146,946

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			19,980
3 Add lines 1 and 2			0
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			19,980
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			0
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	6,000	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	13,980	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d			19,980
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached			0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			0
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>			0

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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)? <i>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</i>		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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> NY AG REG # 00-05-42		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ BNY MELLON, N A Telephone no ▶ (212) 922-6636 Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			<input type="checkbox"/>
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶		Yes	No X

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

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

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

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 **N/A**

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

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

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
CLARENCE B COLEMAN 2401 MERCER STREET LEADRO CA 94577	TRUSTEE 1-10	NONE	NONE	NONE
JOAN F COLEMAN 5530 FERNHOFF ROAD OAKLAND CA 94619	TRUSTEE 1-10	NONE	NONE	NONE
.....	00	0	0
.....	00	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				
.....				
.....				
.....				
.....				
Total number of other employees paid over \$50,000				NONE

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		0
		0
		0
		0
		0
		0
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	0
Total. Add lines 1 through 3	
	▶ NONE

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	2,489,759
b	Average of monthly cash balances	1b	829,046
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	3,318,805
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	
3	Subtract line 2 from line 1d	3	3,318,805
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	49,782
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,269,023
6	Minimum investment return. Enter 5% of line 5	6	163,451

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	163,451
2a	Tax on investment income for 2010 from Part VI, line 5	2a	19,980
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	19,980
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	143,471
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	143,471
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	143,471

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	146,946
b	Program-related investments—total from Part IX-B	1b	NONE
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	146,946
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	146,946

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				143,471
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			136,373	
b	Total for prior years 20____, 20____, 20____		0		
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		0		
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <u>146,946</u>				
a	Applied to 2009, but not more than line 2a			136,373	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d	Applied to 2010 distributable amount				10,573
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2010 <i>(If an amount appears in column (d), the same amount must be shown in column (a))</i>	0			0
6	Enter the net total of each column as indicated below				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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				132,898
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)	0			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9				
a	Excess from 2006	0			
b	Excess from 2007	0			
c	Excess from 2008	0			
d	Excess from 2009	0			
e	Excess from 2010	0			

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

N/A

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

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

4942(j)(3) or 4942(j)(5)

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

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(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	0				0
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)(iii)					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))

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

CLARENCE C COLEMAN, 2401 MERCER STREET, SAN LEADRO, CA 94577

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

LETTER FORM

c Any submission deadlines

NONE

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

NONE

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	142,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	NONE

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses	Depreciation	Net Gain or Loss
									Gross Sales	Net Gain or Loss						
		Long Term CG Distributions	0								2,256,438	0	1,286,587		969,851	
		Short Term CG Distributions	0								0		0		0	
1	X	CONOCOPHILLIPS	20825C104			10/12/2006		1/5/2011			47,293	41,375			5,918	
2	X	AFLAC INC	001055102			3/26/2010		1/5/2011			19,139	18,203			936	
3	X	AFLAC INC	001055102			3/26/2010		2/11/2011			5,677	5,354			323	
4	X	AFLAC INC	001055102			3/26/2010		4/26/2011			14,004	13,920			84	
5	X	AT & T INC	02006R102			1/5/2011		1/11/2011			1,676	1,791			-115	
6	X	ACME PACKET INC	004764106			6/10/2011		9/27/2011			3,365	4,722			-1,357	
7	X	ACME PACKET INC	004764106			6/10/2011		11/30/2011			3,303	6,745			-3,442	
8	X	ACME PACKET INC	004764106			6/23/2011		11/30/2011			1,982	3,915			-1,933	
9	X	ACME PACKET INC	004764106			8/11/2011		11/30/2011			1,982	3,152			-1,170	
10	X	AGILENT TECHNOLOGIES INC	00846U101			1/5/2011		3/11/2011			4,406	4,130			276	
11	X	ALLERGAN INC	018490102			3/26/2010		1/5/2011			34,860	32,079			2,781	
12	X	ALLSTATE CORP	020002101			2/3/2011		8/12/2011			3,049	3,754			-705	
13	X	ALLSTATE CORP	020002101			1/11/2011		11/8/2011			11,632	13,750			-2,118	
14	X	ALLSTATE CORP	020002101			2/3/2011		11/8/2011			2,379	2,815			-436	
15	X	AMERICAN EXPRESS CO	025816109			9/27/2010		1/5/2011			440	437			3	
16	X	AMERICAN EXPRESS CO	025816109			9/27/2010		8/12/2011			17,653	17,043			610	
17	X	AMERICAN INTERNATIONAL C	026874784			10/10/2008		1/5/2011			2,812	2,020			792	
18	X	AMGEN INC	031162100			1/5/2011		3/11/2011			11,277	11,860			-583	
19	X	APPLE INC	037833100			11/22/2006		1/5/2011			78,098	21,286			56,812	
20	X	APPLE INC	037833100			11/22/2006		8/19/2011			3,641	898			2,743	
21	X	AVON PRODUCTS INC	054303102			3/26/2010		1/5/2011			14,876	16,654			-1,778	
22	X	AVON PRODUCTS INC	054303102			3/26/2010		1/11/2011			1,454	1,665			-211	
23	X	AVON PRODUCTS INC	054303102			3/26/2010		3/23/2011			5,351	6,662			-1,311	
24	X	AVON PRODUCTS INC	054303102			3/26/2010		8/9/2011			5,232	8,327			-3,095	
25	X	BAIDU INC	056752108			7/15/2011		10/27/2011			4,675	4,899			-224	
26	X	BAIDU INC	056752108			6/27/2011		10/27/2011			1,787	1,722			65	
27	X	BAXTER INTERNATIONAL INC	071813109			1/5/2011		10/28/2011			4,423	3,989			434	
28	X	CAMERON INTERNATIONAL C	13342B105			1/27/2011		9/28/2011			2,293	2,693			-400	
29	X	CAMERON INTERNATIONAL C	13342B105			1/28/2011		9/28/2011			764	890			-126	
30	X	CAMERON INTERNATIONAL C	13342B105			1/31/2011		9/28/2011			1,079	1,270			-191	
31	X	CAMERON INTERNATIONAL C	13342B105			2/1/2011		9/28/2011			1,619	1,949			-330	
32	X	CAMERON INTERNATIONAL C	13342B105			1/24/2011		9/28/2011			2,338	2,665			-327	
33	X	CARDINAL HEALTH INC	14149Y108			1/5/2011		10/20/2011			3,806	3,462			344	
34	X	CARDINAL HEALTH INC	14149Y108			1/5/2011		10/28/2011			13,620	11,540			2,080	
35	X	CATERPILLAR INC	149123101			3/26/2010		1/5/2011			23,283	15,622			7,661	
36	X	CATERPILLAR INC	149123101			3/26/2010		9/29/2011			3,002	2,500			502	
37	X	COCA - COLA CO	191216100			7/12/2002		1/5/2011			44,619	36,470			8,149	
38	X	COMCAST CORP CL A	20030N101			8/26/2005		1/5/2011			33,302	31,070			2,232	
39	X	WALT DISNEY CO/THE	254687106			7/30/2003		1/5/2011			34,916	19,296			15,620	
40	X	DREYFUS HIGH YIELD-I	261980759			12/21/2004		8/10/2011			11	13			-2	
41	X	DREYFUS HIGH YIELD-I	261980759			7/21/2005		8/10/2011			67	79			-12	
42	X	DREYFUS HIGH YIELD-I	261980759			5/1/2003		8/10/2011			198	233			-35	
43	X	DREYFUS HIGH YIELD-I	261980759			7/21/2005		8/10/2011			124	147			-23	
44	X	DREYFUS HIGH YIELD-I	261980759			12/21/2005		8/10/2011			0	0			0	
45	X	JUNIPER NETWORKS INC	48203R104			9/27/2010		6/10/2011			11,483	11,606			-123	
46	X	MASTERCARD INC-CLASS A	57636Q104			3/26/2010		1/5/2011			33,552	37,038			-3,486	
47	X	MERCK & CO INC	58933Y105			1/5/2011		2/15/2011			11,100	12,287			-1,187	
48	X	MICROSOFT CORPORATION	594918104			7/30/1997		1/5/2011			54,609	34,683			19,926	
49	X	MICROSOFT CORPORATION	594918104			7/30/1997		4/12/2011			11,186	7,786			3,400	
50	X	MORGAN STANLEY	617446448			7/30/2003		1/5/2011			2,268	3,198			-930	
51	X	MORGAN STANLEY	617446448			7/30/2003		6/20/2011			13,889	24,785			-10,896	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
									Gross Sales	Cost, Other Basis and Expenses						
		Long Term CG Distributions	Amount													
		Short Term CG Distributions	0													
			0													
52	X	OCCIDENTAL PETROLEUM CO	674599105			1/5/2011		3/24/2011		3,201	3,077				124	
53	X	JP MORGAN CHASE & CO	46625H100			2/11/2011		11/8/2011		6,500	8,876				-2,376	
54	X	JP MORGAN CHASE & CO	46625H100			11/6/2001		11/8/2011		2,395	2,609				-214	
55	X	JOHNSON & JOHNSON	478160104			1/18/1985		1/5/2011		126,962	4,703				122,259	
56	X	JOHNSON CTLS INC	478366107			9/27/2010		1/5/2011		3,567	1,479				851	
57	X	JUNIPER NETWORKS INC	48203R104			1/5/2011		2/7/2011		1,601	1,479				122	
58	X	JUNIPER NETWORKS INC	48203R104			9/27/2010		2/7/2011		5,204	4,078				1,126	
59	X	QUESTAR CORP	748356102			1/5/2011		1/26/2011		875	870				5	
60	X	OCCIDENTAL PETROLEUM CO	674599105			1/5/2011		6/21/2011		11,110	10,385				725	
61	X	PEPSICO INC	713448108			1/5/2011		3/1/2011		5,083	5,258				-175	
62	X	PFIZER INC	717081103			8/22/1995		1/5/2011		65,162	19,518				45,644	
63	X	PHILIP MORRIS INTERNAT-W	718172109			1/5/2011		5/13/2011		10,332	8,817				1,515	
64	X	PLAINS EXPLORATION & PR	726505100			1/5/2011		2/11/2011		3,351	2,890				461	
65	X	PROCTER & GAMBLE CO	742718109			3/31/1986		1/5/2011		68,649	4,910				63,739	
66	X	PROCTER & GAMBLE CO	742718109			1/18/1985		1/5/2011		112,346	6,035				106,311	
67	X	QUESTAR CORP	748356102			1/5/2011		1/24/2011		4,454	4,352				102	
68	X	QUESTAR CORP	748356102			1/5/2011		1/25/2011		5,084	5,048				36	
69	X	HOSPIRA INC	441060100			2/15/2011		10/20/2011		7,411	14,280				-6,869	
70	X	HOSPIRA INC	441060100			5/20/2011		10/20/2011		1,995	3,863				-1,868	
71	X	INTEL CORP	458140100			10/29/1992		1/5/2011		65,389	6,421				58,968	
72	X	INTEL CORP	458140100			10/29/1992		2/7/2011		3,478	332				3,146	
73	X	INTEL CORP	458140100			8/11/2011		11/4/2011		3,317	2,908				409	
74	X	INTEL CORP	458140100			10/29/1992		11/4/2011		9,002	790				8,212	
75	X	INTEL CORP	458140100			10/29/1992		11/22/2011		8,599	769				7,830	
76	X	INTERNATIONAL BUSINESS M	459200101			1/26/1987		1/5/2011		87,042	18,786				68,256	
77	X	INTERNATIONAL BUSINESS M	459200101			1/26/1987		1/5/2011		4,252	795				3,457	
78	X	INTERNATIONAL GAME TECH	459902102			1/5/2011		7/5/2011		6,541	6,615				-74	
79	X	INTERNATIONAL GAME TECH	459902102			1/5/2011		7/6/2011		6,385	6,436				-51	
80	X	JPMORGAN CHASE & CO	46625H100			11/6/2001		1/5/2011		39,143	33,170				5,973	
81	X	EMERSON ELECTRIC CO	291011104			1/5/2011		7/27/2011		17,624	19,687				-2,063	
82	X	EXXON MOBIL CORP	30231G102			1/5/2011		5/9/2011		8,310	7,473				837	
83	X	EXXON MOBIL CORP	30231G102			1/5/2011		10/26/2011		10,400	9,715				685	
84	X	F5 NETWORKS INC	315616102			9/27/2010		1/5/2011		26,356	20,788				5,568	
85	X	FREEMONT MCMORAN COPPI	35671D857			3/26/2009		1/5/2011		101,777	37,323				64,454	
86	X	GENERAL ELECTRIC COMPAN	369604103			6/27/1985		1/5/2011		111,935	15,698				96,237	
87	X	GENERAL ELECTRIC COMPAN	369604103			6/27/1985		9/29/2011		2,998	493				2,505	
88	X	GOOGLE INC - CL A	38259P508			4/13/2007		1/5/2011		30,602	23,819				6,783	
89	X	GOOGLE INC - CL A	38259P508			4/13/2007		3/24/2011		3,507	2,802				705	
90	X	GOOGLE INC - CL A	38259P508			4/13/2007		5/2/2011		5,397	4,670				727	
91	X	GOOGLE INC - CL A	38259P508			4/13/2007		6/23/2011		3,824	3,736				88	
92	X	GOOGLE INC - CL A	38259P508			4/13/2007		6/27/2011		11,988	11,676				312	
93	X	HALLIBURTON CO	406216101			1/5/2011		2/3/2011		3,224	2,753				471	
94	X	HEWLETT PACKARD CO	428236103			10/22/1987		1/5/2011		113,051	11,610				101,441	
95	X	HEWLETT PACKARD CO	428236103			10/22/1987		4/7/2011		5,353	580				4,773	
96	X	HEWLETT PACKARD CO	428236103			10/22/1987		4/19/2011		10,710	1,206				9,504	
97	X	HOME DEPOT INC	437076102			1/5/2011		7/5/2011		2,927	2,769				158	
98	X	HONEYWELL INTL INC	438516106			11/6/2008		1/5/2011		9,032	4,856				4,176	
99	X	QUESTAR CORP	748356102			1/5/2011		1/27/2011		873	870				3	
100	X	QUESTAR CORP	748356102			1/5/2011		1/28/2011		455	453				2	
101	X	QUESTAR CORP	748356102			1/5/2011		1/31/2011		3,032	3,029				3	
102	X	RIVERBED TECHNOLOGY INC	768573107			2/7/2011		8/11/2011		9,026	14,226				-5,200	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Expense of Sale and Cost of Improvements	Valuation Method	Cost or Other Basis	Gross Sales	Gross Sales Price	Net Gain or Loss
									Gross Sales	Cost, Other Basis and Expenses						
		Long Term CG Distributions	0											2,256,438	1,286,587	969,851
		Short Term CG Distributions	0											0	0	0
103	X	SCHLUMBERGER LTD	806857108			3/21/2007		1/5/2011					54,585	64,681		10,096
104	X	SCHLUMBERGER LTD	806857108			3/21/2007		2/3/2011					2,729	3,542		813
105	X	SOUTHWESTERN ENERGY C	845467109			3/26/2009		1/5/2011					19,085	21,285		2,200
106	X	SOUTHWESTERN ENERGY C	845467109			3/26/2009		7/20/2011					4,687	6,655		1,968
107	X	SOUTHWESTERN ENERGY C	845467109			3/26/2009		9/28/2011					9,710	10,233		523
108	X	TAIWAN SEMICONDUCTOR M	874039100			1/5/2011		5/5/2011					4,350	4,350		335
109	X	TAIWAN SEMICONDUCTOR M	874039100			1/5/2011		7/15/2011					5,019	4,852		-167
110	X	TAIWAN SEMICONDUCTOR M	874039100			1/5/2011		7/19/2011					7,027	6,818		-209
111	X	TARGET CORP	87612E106			1/5/2011		6/1/2011					17,260	14,182		-3,078
112	X	TARGET CORP	87612E106			2/25/2011		6/1/2011					3,150	2,934		-216
113	X	TERADATA CORPORATION	88076W103			9/27/2010		1/5/2011					3,036	3,392		356
114	X	TERADATA CORPORATION	88076W103			4/19/2011		5/2/2011					5,088	5,554		466
115	X	TEVA PHARMACEUTICAL IND	881624209			3/26/2010		1/5/2011					31,900	26,166		-5,734
116	X	THERMO FISHER SCIENTIFIC	883556102			3/26/2010		1/5/2011					25,034	28,151		3,117
117	X	UNION PAC CORP	907818108			3/26/2009		1/5/2011					35,071	74,016		38,945
118	X	UNION PAC CORP	907818108			3/26/2009		9/28/2011					2,630	5,054		2,424
119	X	UNITED TECHNOLOGIES COR	913017109			4/29/2004		1/5/2011					50,485	89,639		39,154
120	X	WAL MART STORES INC	93142103			1/5/2011		1/11/2011					10,396	10,278		-118
121	X	WALGREEN CO	931422109			1/11/2011		10/28/2011					13,269	10,812		-2,457
122	X	WALGREEN CO	931422109			3/23/2011		10/28/2011					5,120	4,392		-728
123	X	WATSON PHARMACEUTICALS	942683103			1/5/2011		5/20/2011					3,569	4,354		785
124	X	WATSON PHARMACEUTICALS	942683103			1/5/2011		9/30/2011					2,040	2,804		764
125	X	WILLIAMS COS INC	969457100			8/26/2005		1/5/2011					21,120	24,382		3,262
126	X	YUM! BRANDS INC	988498101			9/27/2010		1/5/2011					3,367	3,367		102
127	X	YUM! BRANDS INC	988498101			9/27/2010		2/25/2011					3,265	3,489		224
128	X	ZIMMER HOLDINGS INC	98956P102			9/27/2010		9/30/2011					12,585	13,565		980
129	X	ZIMMER HOLDINGS INC	98956P102			1/5/2011		9/30/2011					2,158	2,170		12
130	X	ACCENTURE PLC-CL A	G1151C101			1/5/2011		2/7/2011					3,369	3,686		317
131	X	ACCENTURE PLC-CL A	G1151C101			1/5/2011		6/28/2011					3,369	4,193		824
132	X	COVIDIEN PLC	G2554F105			1/5/2011		2/15/2011					2,815	3,028		213
133	X	ACE LTD	H0023R105			1/5/2011		1/11/2011					14,269	13,989		-280

Line 16c (990-PF) - Other Fees

		23,467	18,774	0	4,693
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BNY MELLON, N A	35,055	18,774		4,693
2	BNY MELLON, N A - FEE REIMBURSEN	-11,588			
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		9,365	1,177	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,177	1,177		
2	2009 FEDERAL EXCISE TAX DUE	2,188			
3	2010 FEDERAL EXCISE ESTIMATES	6,000			
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		253	0	0	253
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	NY STATE AG FILING FEE	250			250
3	MISCELLANEOUS FEE - CORPORATE ACTION	3			3
4					
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		2,108,116	2,295,594	3,147,145	2,367,649
		Book Value	Book Value	FMV	FMV
		Beg. of Year	End of Year	Beg. of Year	End of Year
1	SEE ATTACHED	2,108,116	2,295,594	3,147,145	2,367,649
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions					0								969,851
	Short Term CG Distributions					0								0
1	CONOCOPHILLIPS	20825C104		10/12/2006	1/5/2011	47,293	0	41,375	5,918	0	0	0	0	5,918
2	AFLAC INC	001055102		3/26/2010	1/5/2011	19,139	0	18,203	936	0	0	0	0	936
3	AFLAC INC	001055102		3/26/2010	2/11/2011	5,677	0	5,354	323	0	0	0	0	323
4	AFLAC INC	001055102		3/26/2010	4/26/2011	14,004	0	13,920	84	0	0	0	0	84
5	AT & T INC	00206R102		1/5/2011	1/11/2011	1,676	0	1,791	-115	0	0	0	0	-115
6	ACME PACKET INC	004764106		6/10/2011	9/27/2011	3,365	0	4,722	-1,357	0	0	0	0	-1,357
7	ACME PACKET INC	004764106		6/10/2011	11/30/2011	3,303	0	6,745	-3,442	0	0	0	0	-3,442
8	ACME PACKET INC	004764106		6/23/2011	11/30/2011	1,982	0	3,915	-1,933	0	0	0	0	-1,933
9	ACME PACKET INC	004764106		8/11/2011	11/30/2011	1,982	0	3,152	-1,170	0	0	0	0	-1,170
10	AGILENT TECHNOLOGIES INC	00846U101		1/5/2011	3/11/2011	4,406	0	4,130	276	0	0	0	0	276
11	ALLERGAN INC	018490102		3/26/2010	1/5/2011	34,860	0	32,079	2,781	0	0	0	0	2,781
12	ALLSTATE CORP	020002101		2/3/2011	8/12/2011	3,049	0	3,754	-705	0	0	0	0	-705
13	ALLSTATE CORP	020002101		1/11/2011	1/8/2011	11,632	0	13,750	-2,118	0	0	0	0	-2,118
14	ALLSTATE CORP	020002101		2/3/2011	1/8/2011	2,379	0	2,815	-436	0	0	0	0	-436
15	AMERICAN EXPRESS CO	025816109		9/27/2010	1/5/2011	440	0	437	3	0	0	0	0	3
16	AMERICAN EXPRESS CO	025816109		9/27/2010	8/12/2011	17,653	0	17,043	610	0	0	0	0	610
17	AMERICAN INTERNATIONAL GROUP	026874784		10/10/2008	1/5/2011	2,812	0	2,020	792	0	0	0	0	792
18	AMGEN INC	031162100		1/5/2011	3/11/2011	11,277	0	11,860	-583	0	0	0	0	-583
19	APPLE INC	037833100		11/22/2006	1/5/2011	78,098	0	21,286	56,812	0	0	0	0	56,812
20	APPLE INC	037833100		11/22/2006	8/19/2011	3,641	0	898	2,743	0	0	0	0	2,743
21	AVON PRODUCTS INC	054303102		3/26/2010	1/5/2011	14,876	0	16,654	-1,778	0	0	0	0	-1,778
22	AVON PRODUCTS INC	054303102		3/26/2010	1/11/2011	1,454	0	1,665	-211	0	0	0	0	-211
23	AVON PRODUCTS INC	054303102		3/26/2010	3/23/2011	5,351	0	6,662	-1,311	0	0	0	0	-1,311
24	AVON PRODUCTS INC	054303102		3/26/2010	8/9/2011	5,232	0	8,327	-3,095	0	0	0	0	-3,095
25	BAIDU, INC	056752108		7/15/2011	10/27/2011	4,675	0	4,899	-224	0	0	0	0	-224
26	BAIDU, INC	056752108		6/27/2011	10/27/2011	1,787	0	1,722	65	0	0	0	0	65
27	BAXTER INTERNATIONAL INC	071813109		1/5/2011	10/28/2011	4,423	0	3,989	434	0	0	0	0	434
28	CAMERON INTERNATIONAL CORP	13342B105		1/27/2011	9/28/2011	2,293	0	2,593	-400	0	0	0	0	-400
29	CAMERON INTERNATIONAL CORP	13342B105		1/28/2011	9/28/2011	764	0	890	-126	0	0	0	0	-126
30	CAMERON INTERNATIONAL CORP	13342B105		1/31/2011	9/28/2011	1,079	0	1,270	-191	0	0	0	0	-191
31	CAMERON INTERNATIONAL CORP	13342B105		2/1/2011	9/28/2011	1,619	0	1,949	-330	0	0	0	0	-330
32	CAMERON INTERNATIONAL CORP	13342B105		1/24/2011	9/28/2011	2,338	0	2,665	-327	0	0	0	0	-327
33	CARDINAL HEALTH INC	14149Y108		1/5/2011	10/20/2011	3,806	0	3,462	344	0	0	0	0	344
34	CARDINAL HEALTH INC	14149Y108		1/5/2011	10/28/2011	13,620	0	11,540	2,080	0	0	0	0	2,080
35	CATERPILLAR INC	149123101		3/26/2010	1/5/2011	23,283	0	15,622	7,661	0	0	0	0	7,661
36	CATERPILLAR INC	149123101		3/26/2010	9/29/2011	3,002	0	2,500	502	0	0	0	0	502
37	COCA - COLA CO	191216100		7/12/2002	1/5/2011	44,619	0	36,470	8,149	0	0	0	0	8,149
38	COMCAST CORP CL A	20030N101		8/26/2005	1/5/2011	33,302	0	31,070	2,232	0	0	0	0	2,232
39	WALT DISNEY CO/THE	254687106		7/30/2003	1/5/2011	34,976	0	19,296	15,620	0	0	0	0	15,620
40	DREYFUS HIGH YIELD-I	261980759		12/21/2004	8/10/2011	11	0	13	-2	0	0	0	0	-2
41	DREYFUS HIGH YIELD-I	261980759		7/21/2005	8/10/2011	67	0	79	-12	0	0	0	0	-12
42	DREYFUS HIGH YIELD-I	261980759		5/1/2003	8/10/2011	198	0	233	-35	0	0	0	0	-35
43	DREYFUS HIGH YIELD-I	261980759		7/21/2005	8/10/2011	124	0	147	-23	0	0	0	0	-23
44	DREYFUS HIGH YIELD-I	261980759		12/21/2005	8/10/2011	0	0	0	0	0	0	0	0	0
45	JUNIPER NETWORKS INC	48203R104		3/26/2010	6/10/2011	11,483	0	11,606	-123	0	0	0	0	-123
46	MASTERCARD INC-CLASS A	57636Q104		9/26/2010	1/5/2011	33,552	0	37,038	-3,486	0	0	0	0	-3,486
47	MERCK & CO INC	58933Y105		1/5/2011	2/15/2011	11,100	0	12,287	-1,187	0	0	0	0	-1,187
48	MICROSOFT CORPORATION	594918104		7/30/1997	1/5/2011	54,609	0	34,683	19,926	0	0	0	0	19,926
49	MICROSOFT CORPORATION	594918104		7/30/1997	4/1/2011	11,186	0	7,786	3,400	0	0	0	0	3,400
50	MORGAN STANLEY	617446448		7/30/2003	1/5/2011	2,268	0	3,198	-930	0	0	0	0	-930
51	MORGAN STANLEY	617446448		7/30/2003	6/20/2011	13,889	0	24,785	-10,896	0	0	0	0	-10,896
52	MORGAN STANLEY	617446448		1/5/2011	3/24/2011	3,201	0	3,077	124	0	0	0	0	124
53	OCCIDENTAL PETROLEUM CORP	46625H100		2/11/2011	1/8/2011	6,500	0	8,876	-2,376	0	0	0	0	-2,376
54	JP MORGAN CHASE & CO	46625H100		1/16/2001	1/8/2011	2,395	0	2,609	-214	0	0	0	0	-214
55	JOHNSON & JOHNSON	478160104		1/18/1985	1/5/2011	126,962	0	4,703	122,259	0	0	0	0	122,259
56	JOHNSON & JOHNSON	478160104		9/27/2010	1/5/2011	3,567	0	2,716	851	0	0	0	0	851
57	JUNIPER NETWORKS INC	48203R104		1/5/2011	2/7/2011	1,601	0	1,479	122	0	0	0	0	122
58	JUNIPER NETWORKS INC	48203R104		9/27/2010	2/7/2011	5,204	0	4,078	1,126	0	0	0	0	1,126

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	Amount		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions												
59	QUESTAR CORP	0	0	748356102		1/5/2011	1/26/2011	875	0	870	5	0	0	0	969,851
60	OCCIDENTAL PETROLEUM CORP			674599105		1/5/2011	6/21/2011	11,110	0	10,385	725	0	0	0	725
61	PEPSICO INC			713448108		1/5/2011	3/1/2011	5,083	0	5,258	-175	0	0	0	-175
62	PFIZER INC			717081103		8/22/1995	1/5/2011	65,162	0	19,518	45,644	0	0	0	45,644
63	PHILIP MORRIS INTERNAT-WI			718172109		1/5/2011	5/13/2011	10,332	0	8,817	1,515	0	0	0	1,515
64	PLAINS EXPLORATION & PR-WI			726505100		1/5/2011	2/11/2011	3,351	0	2,890	461	0	0	0	461
65	PROCTER & GAMBLE CO			742718109		3/31/1986	1/5/2011	68,649	0	4,910	63,739	0	0	0	63,739
66	PROCTER & GAMBLE CO			742718109		1/18/1985	1/5/2011	112,346	0	6,035	106,311	0	0	0	106,311
67	QUESTAR CORP			748356102		1/5/2011	1/24/2011	4,454	0	4,352	102	0	0	0	102
68	HOSPIRA INC			441060100		1/5/2011	10/20/2011	7,411	0	14,280	-6,869	0	0	0	-6,869
69	HOSPIRA INC			441060100		2/15/2011	10/20/2011	1,995	0	3,863	-1,868	0	0	0	-1,868
70	HOSPIRA INC			441060100		5/20/2011	10/20/2011	65,389	0	6,421	58,968	0	0	0	58,968
71	INTEL CORP			458140100		10/29/1992	1/5/2011	3,478	0	332	3,146	0	0	0	3,146
72	INTEL CORP			458140100		8/11/2011	1/4/2011	3,317	0	2,908	409	0	0	0	409
73	INTEL CORP			458140100		10/29/1992	1/4/2011	9,002	0	790	8,212	0	0	0	8,212
74	INTEL CORP			458140100		10/29/1992	1/4/2011	8,599	0	769	7,830	0	0	0	7,830
75	INTERNATIONAL BUSINESS MACHINES			459200101		1/26/1987	1/5/2011	87,042	0	18,786	68,256	0	0	0	68,256
76	INTERNATIONAL BUSINESS MACHINES			459200101		1/26/1987	1/5/2011	4,252	0	795	3,457	0	0	0	3,457
77	INTERNATIONAL BUSINESS MACHINES			459902102		1/5/2011	7/5/2011	6,541	0	6,615	-74	0	0	0	-74
78	INTERNATIONAL GAME TECHNOLOGY			459902102		1/5/2011	7/5/2011	6,385	0	6,436	-51	0	0	0	-51
79	INTERNATIONAL GAME TECHNOLOGY			46625H100		11/6/2001	1/5/2011	39,143	0	33,170	5,973	0	0	0	5,973
80	JPMORGAN CHASE & CO			291011104		1/5/2011	7/27/2011	17,624	0	19,687	-2,063	0	0	0	-2,063
81	EMERSON ELECTRIC CO			30231G102		1/5/2011	5/9/2011	8,310	0	7,473	837	0	0	0	837
82	EMERSON ELECTRIC CO			30231G102		1/5/2011	10/26/2011	10,400	0	9,715	685	0	0	0	685
83	EMERSON ELECTRIC CO			315616102		9/27/2010	1/5/2011	26,356	0	20,788	5,568	0	0	0	5,568
84	F5 NETWORKS INC			35671D857		3/26/2009	1/5/2011	10,777	0	37,323	64,454	0	0	0	64,454
85	GENERAL ELECTRIC COMPANY			369604103		6/27/1985	1/5/2011	11,935	0	15,698	96,237	0	0	0	96,237
86	GENERAL ELECTRIC COMPANY			369604103		6/27/1985	9/29/2011	2,998	0	493	2,505	0	0	0	2,505
87	GENERAL ELECTRIC COMPANY			38259P508		4/13/2007	1/5/2011	30,602	0	23,819	6,783	0	0	0	6,783
88	GOOGLE INC - CL A			38259P508		4/13/2007	3/24/2011	3,507	0	2,802	705	0	0	0	705
89	GOOGLE INC - CL A			38259P508		4/13/2007	5/2/2011	5,397	0	4,670	727	0	0	0	727
90	GOOGLE INC - CL A			38259P508		4/13/2007	6/23/2011	3,824	0	3,736	88	0	0	0	88
91	GOOGLE INC - CL A			38259P508		4/13/2007	6/27/2011	11,988	0	11,676	312	0	0	0	312
92	GOOGLE INC - CL A			38259P508		1/5/2011	2/3/2011	3,224	0	2,753	471	0	0	0	471
93	HALLIBURTON CO			406216101		10/22/1987	1/5/2011	113,051	0	11,610	101,441	0	0	0	101,441
94	HEWLETT PACKARD CO			428236103		10/22/1987	4/7/2011	5,353	0	580	4,773	0	0	0	4,773
95	HEWLETT PACKARD CO			428236103		10/22/1987	4/19/2011	10,710	0	1,206	9,504	0	0	0	9,504
96	HEWLETT PACKARD CO			437076102		1/5/2011	7/5/2011	2,927	0	2,769	158	0	0	0	158
97	HOME DEPOT INC			438516106		11/6/2008	1/5/2011	9,032	0	4,856	4,176	0	0	0	4,176
98	HONEYWELL INTL INC			748356102		1/5/2011	1/27/2011	873	0	870	3	0	0	0	3
99	QUESTAR CORP			748356102		1/5/2011	1/28/2011	455	0	453	2	0	0	0	2
100	QUESTAR CORP			748356102		1/5/2011	3/02/2011	3,032	0	3,029	3	0	0	0	3
101	QUESTAR CORP			748356102		2/7/2011	8/11/2011	9,026	0	14,226	-5,200	0	0	0	-5,200
102	RIVERBED TECHNOLOGY INC			768573107		3/21/2007	1/5/2011	64,681	0	54,585	10,096	0	0	0	10,096
103	SCHLUMBERGER LTD			806857108		3/21/2007	2/3/2011	3,542	0	2,729	813	0	0	0	813
104	SCHLUMBERGER LTD			806857108		3/26/2009	1/5/2011	21,285	0	19,085	2,200	0	0	0	2,200
105	SOUTHWESTERN ENERGY CO			845467109		3/26/2009	7/20/2011	6,655	0	4,687	1,968	0	0	0	1,968
106	SOUTHWESTERN ENERGY CO			845467109		3/26/2009	9/28/2011	10,233	0	9,710	523	0	0	0	523
107	SOUTHWESTERN ENERGY CO			845467109		1/5/2011	5/5/2011	4,359	0	4,015	335	0	0	0	335
108	TAIWAN SEMICONDUCTOR MFG CO AD			874039100		1/5/2011	7/15/2011	4,852	0	5,019	-167	0	0	0	-167
109	TAIWAN SEMICONDUCTOR MFG CO AD			874039100		1/5/2011	7/19/2011	6,818	0	7,027	-209	0	0	0	-209
110	TAIWAN SEMICONDUCTOR MFG CO AD			874039100		1/5/2011	6/1/2011	14,182	0	17,260	-3,078	0	0	0	-3,078
111	TARGET CORP			87612E106		2/25/2011	6/1/2011	3,934	0	3,150	-784	0	0	0	-784
112	TARGET CORP			88076W103		9/27/2010	1/5/2011	3,392	0	3,036	356	0	0	0	356
113	TERADATA CORPORATION			88076W103		4/19/2011	5/2/2011	5,594	0	5,088	466	0	0	0	466
114	TERADATA CORPORATION			881624209		3/26/2010	1/5/2011	26,166	0	31,900	-5,734	0	0	0	-5,734
115	TEVA PHARMACEUTICAL INDS ADR			883556102		3/26/2010	1/5/2011	28,151	0	25,034	3,117	0	0	0	3,117
116	THERMO FISHER SCIENTIFIC INC			883556102		3/26/2010	1/5/2011	28,151	0	25,034	3,117	0	0	0	3,117

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions													
	Short Term CG Distributions													
117	UNION PAC CORP	907818108		3/26/2009	1/5/2011		74,016	0	35,071	38,945			0	38,945
118	UNION PAC CORP	907818108		3/26/2009	9/28/2011		5,054	0	2,630	2,424			0	2,424
119	UNITED TECHNOLOGIES CORP	913017109		4/29/2004	1/5/2011		89,639	0	50,485	39,154			0	39,154
120	WAL MART STORES INC	931142103		1/5/2011	1/11/2011		10,278	0	10,396	-118			0	-118
121	WALGREEN CO	931422109		1/11/2011	10/28/2011		10,812	0	13,269	-2,457			0	-2,457
122	WALGREEN CO	931422109		3/23/2011	10/28/2011		4,392	0	5,120	-728			0	-728
123	WATSON PHARMACEUTICALS INC	942683103		1/5/2011	5/20/2011		4,354	0	3,569	785			0	785
124	WATSON PHARMACEUTICALS INC	942683103		1/5/2011	9/30/2011		2,804	0	2,040	764			0	764
125	WILLIAMS COS INC	969457100		8/26/2005	1/5/2011		24,382	0	21,120	3,262			0	3,262
126	YUM! BRANDS INC	988498101		9/27/2010	1/5/2011		3,367	0	3,265	102			0	102
127	YUM! BRANDS INC	988498101		9/27/2010	2/25/2011		3,489	0	3,265	224			0	224
128	ZIMMER HOLDINGS INC	98956P102		9/27/2010	9/30/2011		13,565	0	12,585	980			0	980
129	ZIMMER HOLDINGS INC	98956P102		1/5/2011	9/30/2011		2,170	0	2,158	12			0	12
130	ACCENTURE PLC-CL A	G1151C101		1/5/2011	2/7/2011		3,686	0	3,369	317			0	317
131	ACCENTURE PLC-CL A	G1151C101		1/5/2011	6/28/2011		4,193	0	3,369	824			0	824
132	COVIDIEN PLC	G2554F105		1/5/2011	2/15/2011		3,028	0	2,815	213			0	213
133	ACE LTD	H0023R105		1/5/2011	1/11/2011		13,989	0	14,269	-280			0	-280

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	<u>Date</u>	<u>1</u>	<u>Amount</u>
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	4/11/2011	2	1,500
3 Second quarter estimated tax payment	5/10/2011	3	1,500
4 Third quarter estimated tax payment	8/9/2011	4	1,500
5 Fourth quarter estimated tax payment	11/9/2011	5	1,500
6 Other payments		6	
7 Total		7	6,000

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	136,373
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	136,373

THE SYLVAN C COLEMAN FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ACCESS/ WOMEN'S HEALTH RIGHTS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 5,000
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Name

ACLU

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 2,500
--	-----------------

Name

ALAMEDA COUNTY FOOD BANK

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 6,000
--	-----------------

Name

ALAMEDA COUNTRY MEALS ON WHEELS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 1,000
--	-----------------

Name

ALAMEDA POINT COLLABORATIVE

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 6,000
--	-----------------

Name

ALAN GUTTMACHER INSTITUTE

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 2,000
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THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 2 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ALIVE

Street

City	State	Zip Code	Foreign Country
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Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

5,000

Name

AMERICAN JEWISH COMMITTEE

Street

City	State	Zip Code	Foreign Country
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Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

2,000

Name

AMERICAN JEWISH WORLD SERVICE

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

3,000

Name

ANN MARTIN CHILDREN'S CENTER

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

10,000

Name

ARMY OF WOMEN

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

1,000

Name

BREAST CANCER ACTION

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

6,000

THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 3 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BREM FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 2,000

Name

CENTER FOR REPRODUCTIVE RIGHTS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

CT CHILDREN'S MEDICAL CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 2,000

Name

DANCE PLACE- WASHINGTON DC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 6,000

Name

DOCTORS WITHOUT BORDERS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 3,000

Name

FINCA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 500

THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 4 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year
Recipient(s) paid during the year

Name

GIRLS INC ENDOWMENT

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 2,000
--	-----------------

Name

GLOBAL FUND FOR WOMEN

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 1,000
--	-----------------

Name

GREATER BATON ROUGE FOOD BANK

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 2,000
--	-----------------

Name

HOUSE OF RUTH

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 5,000
--	-----------------

Name

JEWISH COMMUNITY FEDERATION OF THE GREATER EAST BAY

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 5,000
--	-----------------

Name

JEWISH FAMILY & CHILDREN'S SERVICES

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PUBLIC
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Purpose of grant/contribution OPERATIONAL	Amount 7,000
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THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 5 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MAR MONTE PLANNED PARENTHOOD

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

NARAL - PRO CHOICE AMERICA FDN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

NATIONAL JEWISH MEDICAL & RESEARCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 1,000

Name

NATIONAL REGISTRY OF DANCE EDUCATORS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 3,000

Name

NATIONAL WOMEN'S HEALTH NETWORK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 7,000

Name

PROJECT HOPE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 6 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

STANFORD CANCER CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 8,000

Name

TRI-CITY VOLUNTEERS INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 2,000

Name

WOMEN'S CANCER RESOURCE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

BUILDING FUTURES WITH WOMEN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 6,000

Name

PLANNED PARENTHOOD MAR MONTE, INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution OPERATIONAL			Amount 5,000

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

TAX MARKET VALUE DETAIL REPORT FOR PFSO TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
10584091350	THE SYLVAN C CO	G1151C101	ACCENTURE PLC-CLA		320	18,537 60
10584091350	THE SYLVAN C CO	G2554F113	COVIDIEN PLC		320	14,576 00
10584091350	THE SYLVAN C CO	G491BT108	INVECO LTD		810	16,402 50
10584091350	THE SYLVAN C CO	N6596X109	NXP SEMICONDUCTORS N V		770	13,013 00
10584091350	THE SYLVAN C CO	00206R102	AT&T INC		530	15,359 40
10584091350	THE SYLVAN C CO	4764106	ACME PACKET INC		220	7,354 60
10584091350	THE SYLVAN C CO	00846U101	AGILENT TECHNOLOGIES INC		310	11,625 00
10584091350	THE SYLVAN C CO	9158106	AIR PRODS & CHEMS INC		210	17,587 50
10584091350	THE SYLVAN C CO	23135106	AMAZON COM INC		88	16,921 52
10584091350	THE SYLVAN C CO	37389103	A O N CORP		310	14,250 70
10584091350	THE SYLVAN C CO	37833100	APPLE INC		153	58,476 60
10584091350	THE SYLVAN C CO	54937107	B B & T CORPORATION		920	21,316 40
10584091350	THE SYLVAN C CO	05569M301	BNY MELLON INCOME STOCK-M		10,907 53	70,026 37
10584091350	THE SYLVAN C CO	05569M509	BNY MELLON MID CAP STOCK-M		18,814 31	215,235 72
10584091350	THE SYLVAN C CO	05569M566	BNY MELLON INTERNAT APPREC-M		7,787 27	83,713 16
10584091350	THE SYLVAN C CO	05569M806	BNY MELLON SMALL CAP STK-M		5,910 67	63,539 73
10584091350	THE SYLVAN C CO	05569M814	BNY MELLON INTERMEDIATE BD-M		20,032 05	260,016 03
10584091350	THE SYLVAN C CO	05569M855	BNY MELLON EMERGING MKTS-M		21,312 87	206,095 48
10584091350	THE SYLVAN C CO	56752108	BAIDU, INC		78	10,217 22
10584091350	THE SYLVAN C CO	71813109	BAXTER INTERNATIONAL INC		260	13,431 60
10584091350	THE SYLVAN C CO	13342B105	CARNERON INTERNATIONAL CORP		250	13,497 58
10584091350	THE SYLVAN C CO	143658300	CARNIVAL CORP		460	15,272 00
10584091350	THE SYLVAN C CO	149123101	CATERPILLAR INC		210	20,554 80
10584091350	THE SYLVAN C CO	150870103	CELANESE CORP -SER A		360	16,736 40
10584091350	THE SYLVAN C CO	15189T107	CENTERPOINT ENERGY INC		630	12,537 00
10584091350	THE SYLVAN C CO	166764100	CHEVRON CORPORATION		190	19,535 80
10584091350	THE SYLVAN C CO	172967424	CITIGROUP INC		704	19,345 92
10584091350	THE SYLVAN C CO	191216100	COCA - COLA CO		370	24,875 10
10584091350	THE SYLVAN C CO	22160K105	COSTCO WHSL CORP NEW		190	16,207 00
10584091350	THE SYLVAN C CO	244199105	DEERE & CO		200	15,850 00
10584091350	THE SYLVAN C CO	254687106	WALT DISNEY CO/THE		610	21,868 50
10584091350	THE SYLVAN C CO	260003108	DOVER CORP		290	15,941 30
10584091350	THE SYLVAN C CO	261980494	DREYFUS EMG MKT DEBT LOC C-I		2,153 23	29,607 00
10584091350	THE SYLVAN C CO	261980759	DREYFUS HIGH YIELD-I		10,141 26	61,861 73
10584091350	THE SYLVAN C CO	261986582	DREYFUS GLOBAL REAL ES SEC-I		4,160 88	28,710 13
10584091350	THE SYLVAN C CO	26441C105	DUKE ENERGY CORP		590	12,301 50
10584091350	THE SYLVAN C CO	268648102	E M C CORP MASS		950	21,859 50
10584091350	THE SYLVAN C CO	278058102	EATON CORP		316	14,191 56
10584091350	THE SYLVAN C CO	302182100	EXPRESS SCRIPTS INC		360	16,434 00
10584091350	THE SYLVAN C CO	30231G102	EXXON MOBIL CORP		440	35,393 60

10584091350	THE SYLVAN C CO	35671D857	FREEPORT MCMORAN COPPER & GO	266	10,533 60	5,725 47
10584091350	THE SYLVAN C CO	369604103	GENERAL ELECTRIC COMPANY	760	12,091 60	1,972 04
10584091350	THE SYLVAN C CO	375558103	GILEAD SCIENCES INC	330	13,150 50	13,430 64
10584091350	THE SYLVAN C CO	406216101	HALLIBURTON CO	450	16,560 00	17,135 29
10584091350	THE SYLVAN C CO	437076102	HOME DEPOT INC	440	17,256 80	15,231 92
10584091350	THE SYLVAN C CO	438516106	HONEYWELL INTL INC	330	17,869 50	9,426 86
10584091350	THE SYLVAN C CO	459200101	INTERNATIONAL BUSINESS MACHI	200	37,600 00	8,506 99
10584091350	THE SYLVAN C CO	46428R107	ISHARES S&P GSCI COMMODITY-I	1,000 00	33,790 00	30,666 20
10584091350	THE SYLVAN C CO	46625H100	JP MORGAN CHASE & CO	540	16,723 80	16,640 80
10584091350	THE SYLVAN C CO	478160104	JOHNSON & JOHNSON	290	18,768 80	18,548 26
10584091350	THE SYLVAN C CO	478366107	JOHNSON CONTROLS INC	610	19,202 80	18,409 13
10584091350	THE SYLVAN C CO	48121A670	HIGHBRIDGE DYNAMIC COMM STRA	1,599 28	29,618 81	36,000 00
10584091350	THE SYLVAN C CO	50075N104	KRAFT FOODS INC CL A	630	22,774 50	19,868 94
10584091350	THE SYLVAN C CO	517834107	LAS VEGAS SANDS CORP	360	16,815 60	15,866 17
10584091350	THE SYLVAN C CO	582839106	MEAD JOHNSON NUTRITION	180	13,564 80	12,770 16
10584091350	THE SYLVAN C CO	59156R108	METLIFE INC	430	13,536 40	14,578 94
10584091350	THE SYLVAN C CO	651290108	NEWFIELD EXPL CO	260	11,908 00	17,614 92
10584091350	THE SYLVAN C CO	693475105	PNC FINANCIAL SERVICES GROUP	410	22,226 10	23,813 75
10584091350	THE SYLVAN C CO	713448108	PEPSICO INC	220	14,080 00	14,460 16
10584091350	THE SYLVAN C CO	717081103	PFIZER INC	1,360 00	27,295 20	7,292 49
10584091350	THE SYLVAN C CO	718172109	PHILIP MORRIS INTERNAT-W/I	220	16,772 80	13,612 26
10584091350	THE SYLVAN C CO	726505100	PLAINS EXPLORATION & PR-W/I	340	12,097 20	10,916 72
10584091350	THE SYLVAN C CO	742718109	PROCTER & GAMBLE CO	440	28,410 80	16,473 25
10584091350	THE SYLVAN C CO	74733V100	QEP RESOURCES INC	350	11,427 50	12,721 80
10584091350	THE SYLVAN C CO	747525103	QUALCOMM INC	160	8,768 00	8,757 92
10584091350	THE SYLVAN C CO	779376102	ROVI CORP	340	9,435 00	21,303 02
10584091350	THE SYLVAN C CO	78356A160	RYDEX MANAGED FUTURES STRATE	2,468 03	59,331 59	63,700 00
10584091350	THE SYLVAN C CO	79466L302	SALESFORCE COM INC	152	17,999 84	20,759 85
10584091350	THE SYLVAN C CO	806857108	SCHLUMBERGER LTD	240	18,079 20	16,360 79
10584091350	THE SYLVAN C CO	816851109	SEMPRA ENERGY	300	15,957 00	15,605 40
10584091350	THE SYLVAN C CO	82481R106	SHIRE PLC	170	17,224 40	14,748 32
10584091350	THE SYLVAN C CO	857477103	STATE STREET CORP	490	19,428 50	20,954 97
10584091350	THE SYLVAN C CO	88076W103	TERADATA CORPORATION	440	23,861 20	17,137 87
10584091350	THE SYLVAN C CO	882508104	TEXAS INSTRUMENTS INC	400	12,040 00	12,763 20
10584091350	THE SYLVAN C CO	902973304	US BANCORP	610	15,811 20	16,200 38
10584091350	THE SYLVAN C CO	907818108	UNION PAC CORP	140	14,477 40	6,137 50
10584091350	THE SYLVAN C CO	913017109	UNITED TECHNOLOGIES CORP	260	19,916 00	11,514 10
10584091350	THE SYLVAN C CO	91913Y100	VALERO ENERGY CORP NEW	780	17,370 60	18,032 04
10584091350	THE SYLVAN C CO	92343V104	VERIZON COMMUNICATIONS INC	340	12,828 20	12,633 13
10584091350	THE SYLVAN C CO	942683103	WATSON PHARMACEUTICALS INC	210	13,570 20	10,707 48
10584091350	THE SYLVAN C CO	949746101	WELLS FARGO & COMPANY	680	17,584 80	21,411 84
10584091350	THE SYLVAN C CO	988498101	YUM! BRANDS INC	350	19,614 00	16,990 38
10584091350	THE SYLVAN C CO	991061052	CRA (BNY MELLON, N A, MEMBE	671,514 76	671,514 76	671,514 76
10584091350	THE SYLVAN C CO	991061052	CRA (BNY MELLON, N A, MEMBE	14,835 18	14,835 18	14,835 18

TOTAL FOR ACCT#10584091350

3,053,998 65

2,981,943 74

Form **8868**
 (Rev. January 2011)
 Department of the Treasury
 Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization THE SYLVAN C COLEMAN FOUNDATION	Employer identification number 13-6091160
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions BNY Mellon, N A - P O Box 185	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Pittsburgh PA 15230-0185	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ **BNY MELLON, N A**
- Telephone No ▶ **412-234-8833** FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 7/15/2012 to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ▶ calendar year or
 ▶ tax year beginning 12/1/2010 and ending 11/30/2011

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	19,980
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	6,000
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	13,980

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Paperwork Reduction Act Notice, see Instructions.
 (HTA)