Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning DEC 1, 2010 **, and ending** NOV 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: WILLIAM A AND JOAN SCHREYER FOUNDATION

A Employer identification number: 22-2671777

Number and street (or P O box number if mail is not delivered to street address): C/O ML-FOS, 1300 MERRILL LYNCH DR.
Room/suite: 1ST FL

B Telephone number: (609) 274-2629

City or town, state, and ZIP code: PENNINGTON, NJ 08543

C If exemption application is pending, check here ▶☐
D 1. Foreign organizations, check here ▶☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 11,580,446.
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received	120,076.		N/A	
	2	Check ▶☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	827,341.	827,341.		STATEMENT 1
	4	Dividends and interest from securities	74,908.	74,908.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	191,148.			
	b	Gross sales price for all assets on line 6a 2,911,421.				
	7	Capital gain net income (from Part IV, line 2)		191,148.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	208,489.	-11,122.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	1,421,962.	1,082,275.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees				
	c	Other professional fees				
	17	Interest	2,826.	2,826.		0.
	18	Taxes STMT 4	21,475.	684.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	166,968.	166,957.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	191,269.	170,467.		0.
	25	Contributions, gifts, grants paid	763,664.			763,664.
	26	**Total expenses and disbursements.** Add lines 24 and 25	954,933.	170,467.		763,664.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	467,029.			
	b	**Net investment income** (if negative, enter -0-)		911,808.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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12-07-10 LHA **For Paperwork Reduction Act Notice, see the instructions.**

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	Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	5.	22,796.	22,796.
	2 Savings and temporary cash investments	321,107.	638,672.	638,672.
	3 Accounts receivable ▶			
	Less. allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less· allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations STMT 6	850,596.	922,843.	999,520.
	b Investments - corporate stock STMT 7	10,337,365.	10,729,033.	3,597,242.
	c Investments - corporate bonds STMT 8	2,460,941.	2,551,596.	1,923,925.
	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	4,482,899.	4,055,002.	4,398,291.
	14 Land, buildings, and equipment basis ▶			
	Less· accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	18,452,913.	18,919,942.	11,580,446.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	17,869,265.	17,869,265.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	583,648.	1,050,677.	
	30 **Total net assets or fund balances**	18,452,913.	18,919,942.	
	31 **Total liabilities and net assets/fund balances**	18,452,913.	18,919,942.	

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	18,452,913.
2 Enter amount from Part I, line 27a	2	467,029.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	18,919,942.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,919,942.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	2,911,421.		2,720,273.	191,148.

	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) 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				191,148.

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	191,148.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	509,500.	11,129,031.	.045781
2008	1,507,852.	9,521,016.	.158371
2007	3,798,286.	16,176,982.	.234796
2006	4,732,036.	21,860,556.	.216465
2005	1,127,684.	20,736,571.	.054381

2 Total of line 1, column (d)	2	.709794
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	.141959
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	12,470,545.
5 Multiply line 4 by line 3	5	1,770,306.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,118.
7 Add lines 5 and 6	7	1,779,424.
8 Enter qualifying distributions from Part XII, line 4	8	763,664.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ 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)			1	18,236.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	18,236.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	18,236.
6 Credits/Payments				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	16,500.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	8,500.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	25,000.
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	6,764.
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	6,764.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MERRILL LYNCH FAMILY OFFICE Telephone no ▶609-274-2629

Located at ▶1300 MERRILL LYNCH DRIVE, 1ST FL, PENNINGTON, NJ ZIP+4 ▶08534

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

			Yes	No
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		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

			Yes	No
	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 ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
	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 ☒ No			
	If "Yes," list the years ▶ _____, _____, _____, _____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ _____, _____, _____, _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

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

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

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

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

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

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOAN L. SCHREYER 117 MERCER STREET PRINCETON, NJ 08540	TRUSTEE 2.00	0.	0.	0.
DRUEANNE B. SCHREYER 108 SOUTH NIXON ROAD STATE COLLEGE, PA 16801	TRUSTEE 3.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,231,875.
b	Average of monthly cash balances	1b	422,734.
c	Fair market value of all other assets	1c	8,005,843.
d	**Total** (add lines 1a, b, and c)	1d	12,660,452.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,660,452.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	189,907.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,470,545.
6	**Minimum investment return.** Enter 5% of line 5	6	623,527.

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

1	Minimum investment return from Part X, line 6	1	623,527.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 18,236.		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	18,236.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	605,291.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	605,291.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	605,291.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	763,664.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	763,664.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	763,664.

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

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Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					605,291.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				0.	
b Total for prior years ____ , ____ , ____			0.		
3 Excess distributions carryover, if any, to 2010					
a From 2005	116,775.				
b From 2006	3,734,126.				
c From 2007	3,017,769.				
d From 2008	1,033,965.				
e From 2009					
f Total of lines 3a through e		7,902,635.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $	763,664.				
a Applied to 2009, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2010 distributable amount					605,291.
e Remaining amount distributed out of corpus		158,373.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		8,061,008.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr				0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7		116,775.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a		7,944,233.			
10 Analysis of line 9:					
a Excess from 2006	3,734,126.				
b Excess from 2007	3,017,769.				
c Excess from 2008	1,033,965.				
d Excess from 2009					
e Excess from 2010	158,373.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines.

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

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 *Paid during the year*				
SEE ATTACHED STATEMENT	NONE	NON PROFIT ORGANIZATI	CHARITABLE	763,664.
Total			▶ 3a	763,664.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	827,341.	
4 Dividends and interest from securities			14	74,908.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			15	-11,122.	
8 Gain or (loss) from sales of assets other than inventory			18	191,148.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a NON-TAXABLE INCOME				306.	
b BOOK/TAX DIFFERENCE				219,305.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,301,886.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 1,301,886.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
	NOT APPLICABLE

023621
12-07-10

Form **990-PF** (2010)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule

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

Sign Here

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

X Joan L. Schreyer | 7/11/12 | PRESIDENT

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
B. ANTHONY OLMO		7/10/12		

Firm's name ▶ MERRILL LYNCH PIERCE FENNER & SMITH INC

Firm's EIN ▶

Firm's address ▶ 1300 MERRILL LYNCH DRIVE, 1ST FLOOR
PENNINGTON, NJ 08534

Phone no 212-852-3850

Form 990-PF (2010)

023622
04-26-11

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

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization

WILLIAM A AND JOAN SCHREYER FOUNDATION

Employer identification number

22-2671777

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. . . . . ▶ $ ____________

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

Name of organization	Employer identification number
WILLIAM A AND JOAN SCHREYER FOUNDATION	22-2671777

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CHARLES FRAZIER CLAT 117 MERCER STREET PRINCETON, NJ 08540	$ 60,036.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
2	CHARLES FRAZIER CLAT 117 MERCER STREET PRINCETON, NJ 08540	$ 2.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
3	KELLY A. FRAZIER CLAT 117 MERCER STREET PRINCETON, NJ 08540	$ 60,036.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
4	KELLY A. FRAZIER CLAT 117 MERCER STREET PRINCETON, NJ 08540	$ 2.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
WILLIAM A AND JOAN SCHREYER FOUNDATION	22-2671777

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	4,500 SHARES OF BANK OF AMERICA	$ 60,036.	01/10/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	4,500 SHARES OF BANK OF AMERICA	$ 60,036.	01/10/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

WILLIAM A AND JOAN SCHREYER FOUNDATION

Employer identification number

22-2671777

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

THE SCHREYER FOUNDAITON
GRANTS AND CONTRIBUTIONS PAID
FYE NOVEMBER 30, 2011

EIN: 22-2671777

Recipient Name	**Status of Recipient**	**Purpose of Grant**	**Amount**
American Red Cross	Non Profit Org.	Charitable	3,750
Archdiocese of Washington	Non Profit Org.	Charitable	50,000
Center for Performing Arts	Non Profit Org.	Charitable	1,500
Center for Strategic & Intl Studies	Non Profit Org	Charitable	100,000
Central PA Festival of Arts	Non Profit Org.	Charitable	5,000
Centre Community Hospital	Non Profit Org.	Charitable	750
Centre Volunteers in Medicine	Non Profit Org.	Charitable	2,500
Chaffee R-II School Library	Non Profit Org.	Charitable	5,000
Friends of Palmer Art Museum	Non Profit Org.	Charitable	1,000
Foundation for Mt. Nittany Med Ctr Hosp	Non Profit Org.	Charitable	50,000
Historical Society of Princeton	Non Profit Org.	Charitable	800
Mantoloking Fire Company 1	Non Profit Org.	Charitable	150
Order of Malta Amer Assn	Non Profit Org.	Charitable	1,500
Penn State University Libraries	Non Profit Org.	Charitable	1,000
Penn State University	Non Profit Org.	Charitable	50,000
Peter Westbrook Foundation	Non Profit Org	Charitable	150,000
Princeton Area Comm Fdn	Non Profit Org.	Charitable	25,000
Princeton PBA #130	Non Profit Org	Charitable	325
Project HOPE	Non Profit Org.	Charitable	10,000
Public Art Academy	Non Profit Org.	Charitable	123,350
SPCA Intl	Non Profit Org.	Charitable	38
Second Mile	Non Profit Org.	Charitable	2,500
St. Andrew's Episcopal Church	Non Profit Org.	Charitable	2,500
St. Francis University	Non Profit Org.	Charitable	500
Trinity Church	Non Profit Org.	Charitable	25,000
Trinity Counseling Service	Non Profit Org.	Charitable	500
United Way of the Desert	Non Profit Org.	Charitable	1,000
Williston Northampton School	Non Profit Org.	Charitable	50,000
Witherspoon Institute	Non Profit Org.	Charitable	100,000
Total			763,663

CONTINUATION FOR 990-PF, PART IV

WILLIAM A AND JOAN SCHREYER FOUNDATION 22-2671777 PAGE 1 OF 1

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	ML ACCTS S-T CAPITAL LOSS - SEE ATTACHED	P	VARIOUS	VARIOUS
b	ML ACCTS L-T CAPITAL GAIN - SEE ATTACHED	P	VARIOUS	VARIOUS
c	SHORT TERM CAPITAL GAINS FROM PARTNERSHIPS	P	VARIOUS	VARIOUS
d	LONG TERM CAPITAL GAINS FROM PARTNERSHIPS	P	VARIOUS	VARIOUS
e	SECTION 1256 GAIN - FROM PARTNERSHIPS	P	VARIOUS	VARIOUS
f	CASH IN LIEU	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,135,611.		1,208,186.	-72,575.
b	1,697,107.		1,512,087.	185,020.
c	9,618.			9,618.
d	14,786.			14,786.
e	54,293.			54,293.
f	6.			6.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				-72,575.
b				185,020.
c				9,618.
d				14,786.
e				54,293.
f				6.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	191,148.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

THE SCHREYER FOUNDATION
CAPITAL GAIN ATTACHMENT - ML ACCOUNTS
F.Y.E. NOVEMBER 30, 2011

EIN: 22-2671777

	Quantity	Date Acquired	Sale Date	Sales Price	Cost Basis	Gain/Loss
SHORT TERM CAPITAL GAINS/LOSSES						
COVERED						
ACCOUNT - 032						
ALCATEL LUCENT SPD ADR	6085	3/25/2011	9/14/2011	19,004	32,524	(13,519)
ALLERGAN INC	120	4/6/2011	10/28/2011	10,130	8,953	1,177
APPLE INC	38	9/28/2011	10/6/2011	14,306	15,293	(988)
CATERPILLAR INC DEL	280	7/20/2011	8/17/2011	24,498	30,886	(6,388)
COGNIZANT TECH SOLUTNS A	180	2/8/2011	3/30/2011	14,695	13,518	1,177
COVANCE INC	130	2/16/2011	9/14/2011	6,473	7,525	(1,053)
COVANCE INC	150	3/14/2011	9/23/2011	6,724	8,427	(1,703)
COVANCE INC	185	1/19/2011	9/23/2011	8,293	10,058	(1,765)
DELTA AIR LINES INC	325	1/5/2011	5/26/2011	3,310	4,238	(928)
DENDREON CORP	520	4/6/2011	8/4/2011	6,593	20,327	(13,734)
EXPRESS SCRIPTS INC COM	140	3/25/2011	7/6/2011	7,584	7,708	(123)
FLUOR CORP NEW DEL COM	355	2/10/2011	5/20/2011	24,017	25,333	(1,316)
FORD MOTOR CO	596	4/27/2011	6/16/2011	7,614	9,252	(1,638)
FORD MOTOR CO	1604	4/27/2011	7/13/2011	21,454	24,899	(3,445)
FREEPRT-MCMRAN CPR & GLD	455	7/6/2011	9/28/2011	14,957	24,364	(9,407)
FREEPRT-MCMRAN CPR & GLD	235	4/13/2011	9/28/2011	7,725	12,445	(4,720)
GENL DYNAMICS CORP COM	126	3/14/2011	8/17/2011	7,788	9,502	(1,714)
GENL DYNAMICS CORP COM	24	3/14/2011	9/23/2011	1,338	1,810	(472)
GENL DYNAMICS CORP COM	120	5/4/2011	9/23/2011	6,691	8,933	(2,242)
GENL DYNAMICS CORP COM	165	1/13/2011	9/23/2011	9,200	11,880	(2,681)
GENERAL MOTORS CO	500	1/13/2011	4/27/2011	15,790	19,217	(3,427)
GOOGLE INC CL A	10	3/14/2011	4/20/2011	5,248	5,712	(463)
GOOGLE INC CL A	36	7/20/2011	10/12/2011	19,839	21,484	(1,645)
HALLIBURTON COMPANY	40	2/8/2011	4/13/2011	1,824	1,779	45
HOME DEPOT INC	104	3/30/2011	10/6/2011	3,444	3,905	(461)
JUNIPER NETWORKS INC	670	5/11/2011	7/29/2011	15,868	25,697	(9,829)
MONSANTO CO NEW DEL COM	90	2/8/2011	4/13/2011	6,117	6,706	(588)
NETAPP INC	255	5/26/2011	9/28/2011	8,966	14,235	(5,268)
ORACLE CORP $0.01 DEL	740	2/10/2011	7/20/2011	23,793	24,453	(660)
RED HAT INC	310	2/10/2011	7/27/2011	13,186	13,893	(707)
ST JUDE MEDICAL INC	495	3/25/2011	7/6/2011	23,619	25,380	(1,761)
SCHLUMBERGER LTD	159	7/27/2011	9/23/2011	9,590	14,645	(5,055)
VERTEX PHARMCTLS INC	315	9/14/2011	11/30/2011	9,088	15,777	(6,689)
VERTEX PHARMCTLS INC	475	4/27/2011	11/30/2011	13,704	26,117	(12,413)
VIACOM INC NEW CL B	995	7/6/2011	11/11/2011	44,690	51,868	(7,178)
VMWARE, INC.	22	4/13/2011	7/27/2011	2,227	1,921	307
NON-COVERED						
ACCOUNT - W24						
Lord Abb Int Core Eq A	0.016	12/17/10	1/21/11	0	0	0
ACCOUNT - 032						
F5 NETWORKS INC COM	52	4/30/2010	12/8/2010	7,114	3,669	3,445
HALLIBURTON COMPANY	191	11/11/2010	12/8/2010	7,687	6,836	851
ALLERGAN INC	65	12/8/2010	10/28/2011	5,487	4,455	1,032
ANADARKO PETE CORP	30	7/14/2010	2/8/2011	2,382	1,423	959

THE SCHREYER FOUNDATION
CAPITAL GAIN ATTACHMENT - ML ACCOUNTS
F.Y.E. NOVEMBER 30, 2011

EIN: 22-2671777

	Quantity	Date Acquired	Sale Date	Sales Price	Cost Basis	Gain/Loss
BOEING COMPANY	30	10/13/2010	2/8/2011	2,171	2,152	19
COGNIZANT TECH SOLUTNS A	165	9/2/2010	3/30/2011	13,470	10,028	3,442
COGNIZANT TECH SOLUTNS A	310	9/2/2010	8/24/2011	18,528	18,841	(313)
CREE INC	30	10/13/2010	2/8/2011	1,562	1,640	(78)
CREE INC	205	11/17/2010	3/14/2011	9,850	11,562	(1,711)
CREE INC	400	10/13/2010	3/14/2011	19,220	21,868	(2,648)
CTRIP.COM INTL LTD ADR	60	6/9/2010	4/28/2011	2,900	2,201	699
CTRIP.COM INTL LTD ADR	520	6/9/2010	5/26/2011	22,329	19,071	3,258
DENDREON CORP	540	9/16/2010	8/4/2011	6,847	22,922	(16,076)
DENDREON CORP	255	12/22/2010	8/4/2011	3,233	9,651	(6,418)
DISNEY (WALT) CO COM STK	930	11/11/2010	7/6/2011	36,609	34,490	2,119
DISNEY (WALT) CO COM STK	265	12/15/2010	7/6/2011	10,432	9,861	571
F5 NETWORKS INC COM	169	4/30/2010	1/19/2011	23,217	11,924	11,293
F5 NETWORKS INC COM	129	4/30/2010	2/8/2011	15,921	9,102	6,820
FORD MOTOR CO NEW	150	7/14/2010	2/8/2011	2,419	1,763	656
FORD MOTOR CO	1710	7/14/2010	7/13/2011	22,872	20,099	2,773
FREEPRT-MCMRAN CPR & GLD	140	10/20/2010	9/28/2011	4,602	6,700	(2,097)
GENL DYNAMICS CORP COM	360	11/24/2010	9/23/2011	20,072	24,415	(4,343)
GENERAL MOTORS CO	715	12/8/2010	4/27/2011	22,580	24,629	(2,050)
GOOGLE INC CL A	39	9/30/2010	4/20/2011	20,468	20,677	(209)
HALLIBURTON COMPANY	303	11/11/2010	4/13/2011	13,817	10,844	2,973
HALLIBURTON COMPANY	158	11/11/2010	5/11/2011	7,290	5,655	1,636
ILLUMINA INC COM	30	6/16/2010	2/8/2011	2,149	1,352	797
ILLUMINA INC COM	460	6/16/2010	3/25/2011	30,315	20,731	9,585
JEFFERIES GROUP INC NEW	120	8/11/2010	2/8/2011	3,087	2,845	242
LINCARE HLDGS INC	130	8/18/2010	2/8/2011	3,705	3,136	569
LINCARE HLDGS INC	478	8/19/2010	8/4/2011	11,406	11,387	19
LINCARE HLDGS INC	492	8/18/2010	8/4/2011	11,740	11,870	(129)
LINCARE HLDGS INC	210	9/30/2010	8/4/2011	5,011	5,404	(393)
MANPOWER INC	20	11/3/2010	2/8/2011	1,339	1,122	217
MASSEY ENERGY CO COM	80	5/19/2010	2/8/2011	5,077	2,513	2,564
MICRON TECHNOLOGY INC	1475	9/30/2010	8/31/2011	8,644	10,998	(2,354)
MONSANTO CO NEW DEL COM	390	11/11/2010	4/13/2011	26,509	24,580	1,928
MOODY'S CORP	60	3/29/2010	2/8/2011	1,799	1,844	(45)
NII HLDGS INC CL B	290	12/15/2010	4/13/2011	11,266	13,354	(2,088)
NII HLDGS INC CL B	442	6/2/2010	4/13/2011	17,171	16,700	471
NETFLIX COM INC	10	6/2/2010	2/8/2011	2,172	1,105	1,067
NETFLIX COM INC	62	6/2/2010	2/16/2011	14,770	6,849	7,921
NETFLIX COM INC	123	6/2/2010	4/27/2011	28,997	13,588	15,409
ORACLE CORP $0.01 DEL	220	4/21/2010	2/8/2011	7,258	5,767	1,492
RED HAT INC	80	8/25/2010	2/8/2011	3,564	2,640	924
SCHLUMBERGER LTD	40	4/30/2010	2/8/2011	3,532	2,864	668
STARWOOD HOTELS AND	50	7/8/2010	2/8/2011	3,130	2,176	954
TARGET CORP COM	120	8/25/2010	2/8/2011	6,625	6,162	462
TARGET CORP COM	467	8/25/2010	3/25/2011	23,415	23,982	(567)
TARGET CORP COM	403	8/25/2010	3/30/2011	20,202	20,696	(493)
UNITED CONTL HLDGS INC	80	9/22/2010	2/8/2011	2,125	1,831	294
UNITED CONTL HLDGS INC	930	9/22/2010	7/27/2011	16,776	21,288	(4,513)
U.S. TREASURY NOTE	2000	2/8/2011	8/15/2011	2,000	2,000	-

THE SCHREYER FOUNDATION
CAPITAL GAIN ATTACHMENT - ML ACCOUNTS
F.Y.E. NOVEMBER 30, 2011

EIN: 22-2671777

	Quantity	**Date Acquired**	**Sale Date**	**Sales Price**	**Cost Basis**	**Gain/Loss**
U.S. TREASURY NOTE	7000	2/8/2011	11/18/2011	7,084	7,044	40
U.S. TREASURY NOTE	11000	10/28/2010	9/28/2011	11,666	10,944	723
U.S. TREASURY NOTE	7000	10/28/2010	9/28/2011	7,145	7,004	141
URBAN OUTFITTERS INC	50	11/17/2010	2/8/2011	1,830	1,864	(34)
URBAN OUTFITTERS INC	590	11/17/2010	3/14/2011	18,763	22,000	(3,237)
VMWARE, INC.	20	11/11/2010	2/8/2011	1,753	1,647	106
VMWARE, INC.	168 W	11/11/2010	4/6/2011	13,139	13,139	0
VMWARE, INC.	69	11/11/2010	7/27/2011	6,986	5,682	1,303
VMWARE, INC.	76	11/11/2010	8/24/2011	6,188	6,259	(70)
WHOLE FOODS MKT INC COM	40	6/2/2010	2/8/2011	2,119	1,615	504
WHOLE FOODS MKT INC COM	115	6/2/2010	3/30/2011	7,535	4,644	2,891
WHOLE FOODS MKT INC COM	258	6/2/2010	5/4/2011	15,146	10,419	4,727
TOTAL SHORT TERM CAPITAL GAINS/LOSSES				**1,135,611**	**1,208,186**	**(72,575)**
LONG TERM CAPITAL GAINS						
NON-COVERED						
ACCOUNT - W24						
BAC Steps FCX - Freeport	20,000	3/16/10	4/1/11	205,420	200,000	5,420
BAC Steps FCX - Ford Motor Co	35,000	2/23/10	3/7/11	354,200	350,000	4,200
Lord Abb Int Core Eq A	4,049	11/5/04	1/21/11	50,000	43,567	6,432
ACCOUNT - 032						
NETAPP INC.	214	12/2/09	12/15/10	11,506	6,765	4,740
ABBOTT LABS	877	9/3/09	12/8/10	40,814	42,779	(1,965)
AMGEN INC COM PV $0.0001	399	9/30/09	12/15/10	22,333	23,924	(1,591)
KOHLS CORP WISC PV 1CT	278	9/30/09	12/15/10	14,901	15,695	(794)
SEAGATE TECH PLC SHS	1380	9/30/2009	1/6/2011	19,824	21,238	(1,414)
CHECK POINT SOFTWRE TECH	100	9/30/2009	2/8/2011	4,716	2,805	1,912
AT&T INC	9000	10/2/2009	9/28/2011	10,341	9,397	944
ALPHA NATURAL RESOURCES	0	5/19/2010	6/13/2011	6	4	2
AMAZON COM INC COM	50	9/30/2009	2/8/2011	8,932	4,632	4,300
AMAZON COM INC COM	50	8/18/2010	10/6/2011	10,976	6,491	4,485
AMAZON COM INC COM	20	3/29/2010	10/6/2011	4,390	2,705	1,685
APPLE INC	40	9/30/2009	2/8/2011	14,181	7,388	6,793
BAIDU INC SPON ADR	256	11/5/2009	5/26/2011	33,268	10,111	23,157
BROADCOM CORP CALIF CL A	30	9/30/2009	2/8/2011	1,353	917	437
CERNER CORP COM	173	10/8/2009	4/6/2011	19,496	13,919	5,577
CISCO SYSTEMS INC	9000	11/17/2009	9/28/2011	9,878	9,068	811
COCA COLA COM	90	9/30/2009	2/8/2011	5,654	4,806	848
COVANCE INC	267	2/24/2010	9/14/2011	13,294	15,196	(1,902)
COVANCE INC	153	2/24/2010	9/23/2011	6,859	8,708	(1,849)
DANAHER CORP DEL COM	210	9/30/2009	2/8/2011	10,499	7,031	3,468
DELTA AIR LINES INC	120	9/30/2009	2/8/2011	1,423	1,073	350
DELTA AIR LINES INC	93	9/30/2009	5/26/2011	947	831	116
DELTA AIR LINES INC	1178	9/30/2009	6/29/2011	10,822	10,531	291
DELTA AIR LINES INC	2329	9/30/2009	7/6/2011	21,239	20,820	418
EXPRESS SCRIPTS INC COM	110	11/23/2009	2/8/2011	6,291	4,811	1,480
EXPRESS SCRIPTS INC COM	147	11/23/2009	7/6/2011	7,964	6,429	1,534
EXPRESS SCRIPTS INC COM	763	11/23/2009	8/31/2011	35,878	33,372	2,506

THE SCHREYER FOUNDATION **EIN: 22-2671777**

CAPITAL GAIN ATTACHMENT - ML ACCOUNTS

F.Y.E. NOVEMBER 30, 2011

	Quantity	Date Acquired	Sale Date	Sales Price	Cost Basis	Gain/Loss
FEDERAL NATL MTG ASSOC	11000	10/2/2009	9/28/2011	13,290	12,175	1,115
FREEPRT-MCMRAN CPR & GLD	92	9/30/2009	1/5/2011	10,880	6,362	4,518
FREEPRT-MCMRAN CPR & GLD	140	9/30/2009	1/19/2011	16,148	9,681	6,467
FREEPRT-MCMRAN CPR & GLD	180	9/30/2009	2/8/2011	9,953	6,223	3,729
FREEPRT-MCMRAN CPR & GLD	336	9/30/2009	9/28/2011	11,046	11,617	(572)
GENERAL ELECTRIC COMPANY	25000	10/2/2009	9/15/2011	26,252	25,654	598
GOLDMAN SACHS GROUP INC	7000	10/2/2009	9/28/2011	7,266	7,198	68
GOOGLE INC CL A	10	9/30/2009	2/8/2011	6,180	4,954	1,226
GOOGLE INC CL A	29	9/30/2009	4/6/2011	16,605	14,367	2,238
JOY GLOBAL INC DEL COM	349	3/15/2010	3/25/2011	33,760	19,702	14,058
KOHLS CORP WISC PV 1CT	427	9/30/2009	1/13/2011	21,940	24,108	(2,168)
KOHLS CORP WISC PV 1CT	345	9/30/2009	2/10/2011	18,214	19,478	(1,264)
LAS VEGAS SANDS CORP	60	1/27/2010	2/8/2011	2,802	949	1,853
MASSEY ENERGY CO COM	805	5/19/2010	6/2/2011	8,050	-	8,050
MICROSOFT CORP	70	9/30/2009	2/8/2011	1,973	1,798	175
MICROSOFT CORP	1675	9/30/2009	2/10/2011	45,897	43,030	2,867
MICRON TECHNOLOGY INC	855	3/15/2010	8/31/2011	5,010	8,298	(3,287)
MOODY'S CORP	585	5/10/2010	10/28/2011	21,019	12,585	8,434
MOODY'S CORP	685	3/29/2010	10/28/2011	24,612	21,052	3,560
NETAPP INC	30	12/2/2009	2/8/2011	1,777	948	829
NETAPP INC	58	3/15/2010	9/28/2011	2,039	1,904	135
NETAPP INC	239	3/15/2010	10/31/2011	9,877	7,845	2,032
NETAPP INC	446	12/2/2009	10/31/2011	18,431	14,099	4,332
ORACLE CORP $0.01 DEL	202	4/21/2010	7/20/2011	6,495	5,295	1,200
PACCAR INC	167	10/21/2009	1/13/2011	9,422	6,660	2,762
PACCAR INC	896	10/21/2009	2/10/2011	46,065	35,731	10,334
PEPSICO INC	3000	10/2/2009	9/28/2011	3,465	3,187	278
PROCTER & GAMBLE CO	50	9/30/2009	2/8/2011	3,235	2,876	358
PROCTER & GAMBLE CO	280	4/7/2010	10/12/2011	18,182	17,533	649
PROCTER & GAMBLE CO	12	9/30/2009	10/12/2011	779	690	89
SALESFORCE COM INC	20	9/30/2009	2/8/2011	2,702	1,135	1,566
SALESFORCE COM INC	61	9/30/2009	8/24/2011	7,014	3,463	3,551
STARBUCKS CORP	120	11/23/2009	2/8/2011	3,940	2,646	1,294
STARBUCKS CORP	122	11/23/2009	9/28/2011	4,876	2,690	2,186
UNITED PARCEL SVC CL B	80	9/30/2009	2/8/2011	5,936	4,518	1,418
UNITED PARCEL SVC CL B	220	9/30/2009	3/14/2011	16,005	12,425	3,579
UNITED PARCEL SVC CL B	180	6/2/2010	7/20/2011	13,217	11,207	2,010
UNITED PARCEL SVC CL B	20	6/2/2010	9/23/2011	1,232	1,245	(13)
UNITED PARCEL SVC CL B	210	7/28/2010	9/23/2011	12,939	13,659	(721)
UNITED PARCEL SVC CL B	260	9/30/2009	9/23/2011	16,019	14,685	1,335
U.S. TREASURY BOND	17000	10/2/2009	9/28/2011	22,712	19,746	2,966
U.S. TRSY INFLATION NOTE	19000	10/2/2009	9/28/2011	25,842	21,763	4,079
U.S. TRSY INFLATION NOTE	19000	10/2/2009	11/21/2011	26,432	21,841	4,591
U.S. TREASURY BOND	11000	10/2/2009	9/28/2011	14,284	12,362	1,922
U.S. TREASURY BOND	26000	10/2/2009	9/28/2011	31,521	27,198	4,323
U.S. TREASURY NOTE	7000	2/19/2010	8/15/2011	7,000	7,000	-
U.S. TREASURY NOTE	24000	10/2/2009	8/15/2011	24,000	24,000	-
U.S. TREASURY NOTE	7000	10/2/2009	9/28/2011	8,220	7,475	745
U.S. TREASURY NOTE	5000	10/2/2009	9/28/2011	5,185	5,114	71

THE SCHREYER FOUNDATION EIN: 22-2671777

CAPITAL GAIN ATTACHMENT - ML ACCOUNTS

F.Y.E. NOVEMBER 30, 2011

	Quantity	Date Acquired	Sale Date	Sales Price	Cost Basis	Gain/Loss
U.S. TREASURY NOTE	44000	11/17/2009	11/18/2011	44,529	44,042	487
U.S. TREASURY NOTE	6000	3/16/2010	9/28/2011	6,865	5,974	891
U.S. TREASURY NOTE	10000	6/24/2010	9/28/2011	11,346	10,306	1,039
VERIZON COMMUNICATIONS	6000	10/2/2009	9/28/2011	7,225	6,579	647
TOTAL LONG TERM CAPITAL GAINS/LOSSES				1,697,107	1,512,087	185,020

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

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

- 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 File by the due date for filing your return See instructions	Name of exempt organization WILLIAM A AND JOAN SCHREYER FOUNDATION	**Employer identification number** 22-2671777
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O ML-FOS, 1300 MERRILL LYNCH DR., NO. 1ST FL	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PENNINGTON, NJ 08543	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . 0 4

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	01	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 ▶ MERRILL LYNCH FAMILY OFFICE 1300 MERRILL LYNCH DRIVE, 1ST FL - PENNINGTON, NJ 08534
  Telephone No. ▶ 609-274-2629 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 JULY 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 DEC 1, 2010, and ending NOV 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	$ 8,500.
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	$ 0.
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	$ 8,500.

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.

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2011)

023841
01-16-12

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
ACCRUED INTEREST PAID	-2,905.
ACCRUED INTEREST RECEIVED	658.
FOREIGN INTEREST	179,345.
INTEREST INCOME - 032	40,048.
INTEREST INCOME - PARTNERSHIPS	15,858.
INTEREST INCOME - W24	501,703.
IRS	3.
OID INTEREST	2,943.
STEP INTEREST	66,925.
US TREASURY INTEREST - 032	22,763.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	827,341.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS - 032	22,746.	0.	22,746.
DIVIDENDS - PARTNERSHIPS	42,838.	0.	42,838.
DIVIDENDS - W24	9,324.	0.	9,324.
TOTAL TO FM 990-PF, PART I, LN 4	74,908.	0.	74,908.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME PARTNERSHIPS	-15,466.	-15,466.	
OTHER INCOME	4,986.	4,986.	
REAL ESTATE INCOME	-1.	-1.	
SECTION 988 INCOME (LOSS) FROM PARTNERSHIPS	-655.	-655.	
ROYALTIES	14.	14.	
NON-TAXABLE INCOME	306.	0.	
BOOK/TAX DIFFERENCE	219,305.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	208,489.	-11,122.	

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	684.	684.		0.
FEDERAL EXCISE TAX	20,791.	0.		0.
TO FORM 990-PF, PG 1, LN 18	21,475.	684.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOND AMORTIZATION	13,514.	13,514.		0.
NON-DEDUCTIBLE EXPENSES	11.	0.		0.
DEDUCTIONS - 2%	80,485.	80,485.		0.
INVESTMENT MANAGEMENT FEES	35,453.	35,453.		0.
AEA ADVISORS MGMT FEE	37,505.	37,505.		0.
TO FORM 990-PF, PG 1, LN 23	166,968.	166,957.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		922,843.	999,520.
TOTAL U.S. GOVERNMENT OBLIGATIONS			922,843.	999,520.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			922,843.	999,520.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES-EQUITIES	2,834,262.	2,985,648.
SECURITIES-BANK OF AMERICA	7,894,771.	611,594.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,729,033.	3,597,242.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES-CORPORATE BONDS	2,551,596.	1,923,925.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,551,596.	1,923,925.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ML DIVERSIFIED	COST	54,607.	88,110.
ML PRIVATE EQUITY	COST	298,134.	126,380.
SECURITIES-MUTUAL FUNDS	COST	301,703.	315,644.
ML ACCESS FUNDS	COST	387,767.	398,397.
ML WP TRUST IV	COST	518,381.	937,000.
CLOUGH OFFSHORE FUND LTD	COST	250,000.	403,067.
ML SILVER LAKE III TRUST	COST	159,415.	243,545.
YOUNG SECURITIES LLC	COST	666,046.	530,618.
AEA INVESTORS 2006 QP FUND LP	COST	1,052,863.	989,444.
DHP STRATEGIES	COST	366,086.	366,086.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,055,002.	4,398,291.