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

**2010**

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

For calendar year **2010**, or tax year beginning **12/01, 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: **HANNA FOUNDATION** A Employer identification number: **23-6868675**

Number and street (or P O box number if mail is not delivered to street address): **ONE M & T PLAZA, 8TH FLOOR** Room/suite:  B Telephone number (see page 10 of the instructions): **(716) 842-5506**

City or town, state, and ZIP code: **BUFFALO, NY 14203**

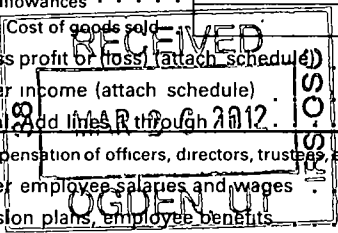
H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **422,109.** J Accounting method  Cash  Accrual  Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis.)

**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	9,882.	9,517.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	26,730.			
b Gross sales price for all assets on line 6a	269,125.			
7 Capital gain net income (from Part IV, line 2)		26,730.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total (Add lines 1 through 11)	36,612.	36,247.		
13 Compensation of officers, directors, trustees, etc.	4,096.	4,096.		
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	320.	133.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	4,416.	4,229.	NONE	
25 Contributions, gifts, grants paid	20,750.			20,750.
26 Total expenses and disbursements (Add lines 24 and 25)	25,166.	4,229.	NONE	20,750.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	11,446.			
b Net investment income (if negative, enter -0-)		32,018.		
c Adjusted net income (if negative, enter -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			
	2	Savings and temporary cash investments	9,839.	12,219.	12,219.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 3	176,043.	102,007.	103,856.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 6	214,278.	297,384.	306,034.	
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe )				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I)	400,160.	411,610.	422,109.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe )			
	23	<b>Total liabilities</b> (add lines 17 through 22)			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	400,160.	411,610.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	400,160.	411,610.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	400,160.	411,610.		

**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	400,160.
2	Enter amount from Part I, line 27a	2	11,446.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 8	3	4.
4	Add lines 1, 2, and 3	4	411,610.
5	Decreases not included in line 2 (itemize)	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	411,610.

**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.)
<b>1a SEE PART IV DETAIL</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2 Capital gain net income or (net capital loss)</b>		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	26,730.
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			{ 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. . . . . }	<b>3</b>

**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	21,500.	426,297.	0.05043432161
2008	20,809.	347,679.	0.05985118457
2007	23,229.	419,458.	0.05537860763
2006	20,704.	475,518.	0.04353988703
2005	23,413.	457,174.	0.05121244865
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.26041644949
<b>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</b>			<b>3</b> 0.05208328990
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>			<b>4</b> 449,589.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 23,416.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 320.
<b>7 Add lines 5 and 6</b>			<b>7</b> 23,736.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 20,750.

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.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 544.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and foundation status. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . . 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address N/A
14 The books are in care of M & T BANK Telephone no (716) 842-5506
Located at ONE M&T PLAZA 8TH FLR, BUFFALO, NY ZIP + 4 14203
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 Yes No X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . . Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . . 1b
Organizations relying on a current notice regarding disaster assistance check here . . . . .
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? . . . . . 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? . . . . . Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) . . . . . 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) . . . . . 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? . . . . . 4b X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)  Yes  No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

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

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

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		4,096.	-0-	-0-

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

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

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

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

<b>3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
<b>Total number of others receiving over \$50,000 for professional services . . . . .</b>		<b>NONE</b>

**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	
<b>Total. Add lines 1 through 3 . . . . .</b>	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	441,430.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	15,006.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	456,436.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	456,436.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	6,847.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	449,589.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	22,479.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	22,479.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	640.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	640.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	21,839.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	21,839.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	21,839.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	20,750.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	20,750.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	20,750.

**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 . . . . .				21,839.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only . . . . .			17,024.	
b Total for prior years: 20 <u>08</u> , 20 <u>    </u> , 20 <u>    </u> . . . . .		NONE		
3 Excess distributions carryover, if any, to 2010.				
a From 2005 . . . . .	NONE			
b From 2006 . . . . .	NONE			
c From 2007 . . . . .	NONE			
d From 2008 . . . . .	NONE			
e From 2009 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ <u>20,750.</u>				
a Applied to 2009, but not more than line 2a . . . . .			17,024.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
d Applied to 2010 distributable amount . . . . .				3,726.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . .				18,113.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2006 . . . . .	NONE			
b Excess from 2007 . . . . .	NONE			
c Excess from 2008 . . . . .	NONE			
d Excess from 2009 . . . . .	NONE			
e Excess from 2010 . . . . .	NONE			

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

**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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 14				
<b>Total</b> . . . . .			▶ 3a	20,750.
b Approved for future payment				
<b>Total</b> . . . . .			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No. and 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.

NOT APPLICABLE



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code...
a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash
(2) Other assets
b Other transactions
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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

Paid Preparer Use Only MICHELE L DORE, THOMSON REUTERS (TAX & ACCOUNTING), 9711 FARRAR COURT, SUITE 110 RICHMOND, VA 23236. Date 01/04/2012, Firm's EIN 75-1297386, Phone no 804-727-3150

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					3,199.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,112.	
2,051.00		26. AIR PRODUCTS & CHEMICALS INC PROPERTY TYPE: SECURITIES 1,982.00					09/23/2011 69.00	10/06/2011
4,211.00		75. AMGEN INC COMMON PROPERTY TYPE: SECURITIES 4,406.00					04/23/2004 -195.00	09/19/2011
1,583.00		4. APPLE COMPUTER INC COMMON PROPERTY TYPE: SECURITIES 1,613.00					09/23/2011 -30.00	11/09/2011
257.00		27.233 ARTIO GLOBAL HIGH INC FD - I PROPERTY TYPE: SECURITIES 277.00					12/29/2010 -20.00	09/23/2011
5,446.00		577.49 ARTIO GLOBAL HIGH INC FD - I PROPERTY TYPE: SECURITIES 5,792.00					07/09/2010 -346.00	09/23/2011
6,064.00		100. CELGENE CORPORATION PROPERTY TYPE: SECURITIES 5,037.00					10/29/2009 1,027.00	09/19/2011
10,004.00		150. CERNER CORP PROPERTY TYPE: SECURITIES 2,917.00					07/21/2006 7,087.00	09/19/2011
1,803.00		117. CISCO SYS INC COMMON PROPERTY TYPE: SECURITIES 2,684.00					10/29/2009 -881.00	09/23/2011
5,606.00		75. CLIFFS NATURAL RESOURCES INC PROPERTY TYPE: SECURITIES 4,204.00					05/06/2010 1,402.00	09/19/2011
6,542.00		100. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 6,995.00					09/29/2005 -453.00	09/19/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,840.00		150. DISNEY WALT CO COMMON ~ PROPERTY TYPE: SECURITIES 4,734.00					02/19/2010	09/19/2011
							106.00	
6,118.00		297. EMC CORPORATION COMMON PROPERTY TYPE: SECURITIES 3,882.00					04/27/2005	09/23/2011
							2,236.00	
2,477.00		103. EMC CORPORATION COMMON PROPERTY TYPE: SECURITIES 1,346.00					04/27/2005	10/19/2011
							1,131.00	
6,526.00		150. EXPEDITORS INTL WASH INC PROPERTY TYPE: SECURITIES 4,950.00					10/29/2009	09/19/2011
							1,576.00	
3,502.00		51. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 2,110.00					01/29/2004	09/23/2011
							1,392.00	
3,966.00		100. FREEPORT MCMORAN COPPER/GOLD PROPERTY TYPE: SECURITIES 3,474.00					05/06/2010	09/19/2011
							492.00	
569.00		38. GENERAL ELECTRIC CO COMMON ~ PROPERTY TYPE: SECURITIES 1,287.00					01/29/2004	09/23/2011
							-718.00	
2,278.00		60. GILEAD SCIENCES INCORPORATED PROPERTY TYPE: SECURITIES 2,564.00					10/29/2009	09/23/2011
							-286.00	
1,552.00		40. GILEAD SCIENCES INCORPORATED PROPERTY TYPE: SECURITIES 1,709.00					10/29/2009	10/06/2011
							-157.00	
570.00		6. GOLDMAN SACHS GROUP INCORPORATED PROPERTY TYPE: SECURITIES 1,045.00					10/29/2009	09/23/2011
							-475.00	
49.00		2.332 GOLDMAN SACHS GRWTH OPP FD#1132 PROPERTY TYPE: SECURITIES 56.00					12/08/2010	09/22/2011
							-7.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,358.00		257.334 GOLDMAN SACHS GRWTH OPP FD#1132 PROPERTY TYPE: SECURITIES 5,000.00					02/05/2010	09/22/2011
							358.00	
5,367.00		10. GOOGLE INC CL A PROPERTY TYPE: SECURITIES 4,986.00					01/24/2007	09/19/2011
							381.00	
339.00		12.517 GUINNESS ATKINSON - CHINA & HK FD PROPERTY TYPE: SECURITIES 484.00					12/30/2010	09/23/2011
							-145.00	
5,390.00		198.882 GUINNESS ATKINSON - CHINA & HK F PROPERTY TYPE: SECURITIES 5,949.00					12/30/2009	09/23/2011
							-559.00	
9,748.00		197.657 HARBOR INTERNATIONAL FUND #11 PROPERTY TYPE: SECURITIES 13,830.00					05/22/2008	09/23/2011
							-4,082.00	
3,502.00		150. HEWLETT PACKARD CO COMMON ~ PROPERTY TYPE: SECURITIES 6,438.00					08/09/2010	08/19/2011
							-2,936.00	
5,113.00		150. HOME DEPOT INC COMMON PROPERTY TYPE: SECURITIES 5,634.00					09/29/2005	09/19/2011
							-521.00	
6,130.00		283. INTEL CORP COMMON~ PROPERTY TYPE: SECURITIES 1,843.00					01/13/2004	09/23/2011
							4,287.00	
622.00		26. INTEL CORP COMMON~ PROPERTY TYPE: SECURITIES 169.00					01/13/2004	11/02/2011
							453.00	
616.00		21. JP MORGAN CHASE & COMPANY PROPERTY TYPE: SECURITIES 908.00					05/22/2008	09/23/2011
							-292.00	
4,150.00		68. JOHNSON & JOHNSON COMMON ~ PROPERTY TYPE: SECURITIES 3,096.00					01/24/2001	09/23/2011
							1,054.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,832.00		100. JOY GLOBAL INCORPORATED PROPERTY TYPE: SECURITIES 4,076.00				08/11/2009	09/19/2011	
						3,756.00		
935.00		54.716 LAZARD EMERGING MARKETS PORTFOLIO PROPERTY TYPE: SECURITIES 1,196.00				02/11/2008	09/23/2011	
						-261.00		
273.00		25.122 MTB INTERMED TERM BD-INST I-FD #2 PROPERTY TYPE: SECURITIES 267.00				12/02/2010	09/23/2011	
						6.00		
334.00		30.689 MTB INTERMED TERM BD-INST I-FD #2 PROPERTY TYPE: SECURITIES 314.00				01/29/2004	09/23/2011	
						20.00		
3,430.00		100. MEDTRONIC INC COMMON ~ PROPERTY TYPE: SECURITIES 5,025.00				04/23/2004	09/19/2011	
						-1,595.00		
2,213.00		72. MERCK & CO INC PROPERTY TYPE: SECURITIES 2,550.00				08/09/2010	09/23/2011	
						-337.00		
6,185.00		250. MICROSOFT CORP COMMON PROPERTY TYPE: SECURITIES 1,587.00				01/13/2004	09/23/2011	
						4,598.00		
3,686.00		70. NATIONAL OILWELL INC COMMON PROPERTY TYPE: SECURITIES 2,556.00				08/11/2009	09/23/2011	
						1,130.00		
4,459.00		50. NIKE INC CLASS B ~ PROPERTY TYPE: SECURITIES 1,984.00				07/21/2006	09/19/2011	
						2,475.00		
4,250.00		391.326 PIMCO TOTAL RETURN FD-I #35 PROPERTY TYPE: SECURITIES 4,226.00				12/08/2010	09/23/2011	
						24.00		
65,343.00		6016.809 PIMCO TOTAL RETURN FD-I #35 PROPERTY TYPE: SECURITIES 64,605.00				12/09/2009	09/23/2011	
						738.00		

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,540.00		75. PEPSICO INC COMMON ~ PROPERTY TYPE: SECURITIES 3,512.00				01/29/2004	09/19/2011	
						1,028.00		
6,783.00		100. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES 4,765.00				08/11/2009	09/19/2011	
						2,018.00		
2,444.00		52. T. ROWE PRICE GROUP INCORPORATED PROPERTY TYPE: SECURITIES 2,432.00				08/11/2009	09/23/2011	
						12.00		
3,031.00		50. PROCTER & GAMBLE CO COMMON ~ PROPERTY TYPE: SECURITIES 2,801.00				09/09/2004	09/23/2011	
						230.00		
4,952.00		99. QUALCOMM INCORPORATED PROPERTY TYPE: SECURITIES 3,512.00				04/27/2005	09/23/2011	
						1,440.00		
4,645.00		250. QUANTA SERVICES INCORPORATED PROPERTY TYPE: SECURITIES 5,390.00				02/11/2008	09/19/2011	
						-745.00		
1,813.00		75. RESEARCH IN MOTION LIMITED PROPERTY TYPE: SECURITIES 4,580.00				10/29/2009	09/19/2011	
						-2,767.00		
3,786.00		62. SCHLUMBERGER LTD COMMON ~ PROPERTY TYPE: SECURITIES 3,966.00				01/24/2007	09/23/2011	
						-180.00		
3,434.00		75. UNITED STATES STEEL CORPORATION PROPERTY TYPE: SECURITIES 3,903.00				05/06/2010	07/07/2011	
						-469.00		
3,475.00		69. WAL MART STORES INC COMMON ~ PROPERTY TYPE: SECURITIES 3,303.00				01/13/2004	09/23/2011	
						172.00		
3,622.00		150. WELLS FARGO & COMPANY NEW PROPERTY TYPE: SECURITIES 4,444.00				02/11/2008	09/19/2011	
						-822.00		

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS) .....							----- 26,730. =====	

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	9,882.	9,517.
TOTAL	9,882.	9,517.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAXES PRIOR YEAR BALAN	91.	
FEDERAL ESTIMATED TAX DEPOSITS	96.	
FOREIGN TAXES ON QUALIFIED FOR	125.	125.
FOREIGN TAXES ON NONQUALIFIED	8.	8.
TOTALS	320.	133.
	=====	=====

HANNA FOUNDATION

23-6868675

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
BOEING CO	1,994.	2,335.
GENERAL ELECTRIC CO	5,489.	2,577.
PEPSICO INC		
PROCTER & GAMBLE CO	1,401.	1,614.
WALMART STORES INC	1,484.	1,826.
EXXON MOBIL CORP	2,028.	3,942.
PHILIP MORRIS INTL		
AMGEN INC		
JOHNSON & JOHNSON	1,457.	2,071.
MEDTRONIC INC		
MERCK & CO	2,763.	2,789.
CLIFFS NATURAL RES		
INTEL CORP	593.	2,267.
MICROSOFT CORP	2,419.	2,251.
HOME DEPOT		
NATIONAL-OILWELL VARCO	2,008.	3,944.
CONOCOPHILLIPS		
BANK OF AMER	7,105.	1,012.
EXPEDITORS INTL WASH INC		
EMC CORP		
QUALCOMM	1,631.	2,192.
FREEMPORT MCMORAN COPPER	2,492.	2,693.
NIKE INC		
RESEARCH IN MOTION LTD		
JOY GLOBAL		
CERNER CORP		
SCHLUMBERGER LTD		
GOOGLE		
QUANTA SERVICES	2,431.	2,863.

HANNA FOUNDATION

23-6868675

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
JPMORGAN CHASE & CO	3,417.	2,447.
WELLS FARGO		
GOLDMAN SACH GROUP INC	3,309.	1,821.
T ROWE PRICE GROUP INC	2,245.	2,724.
CELGENE CORP		
GILEAD SCIENCES INC		
CISCO SYSTEMS INC		
UNITED STS STL	3,733.	3,448.
WALT DISNEY		
HEWLETT PACKARD		
DUPONT E I DE NEMOURS & CO		
CATERPILLAR INC	2,296.	2,672.
CUMMINS INC	2,989.	3,915.
UNITED PARCEL SERVICE CL B	2,595.	2,890.
VERIZON COMMUNICATIONS	2,356.	2,727.
AMAZON.COM INC	3,835.	4,075.
CBS CORP CL B	2,652.	2,307.
COMCAST CORP CL A	2,077.	2,552.
D R HORTON INC	1,440.	1,542.
FORD MOTOR CO	1,397.	1,810.
LIMITED BRANDS, INC	2,209.	2,417.
ALTRIA GROUP INC	2,224.	2,370.
COCA COLA CO	2,634.	2,926.
APACHE CORP	3,768.	3,765.
TRANSOCEAN LIMITED	1,482.	1,790.
ACE LIMITED	1,535.	1,286.
METLIFE INC	1,565.	1,808.
EXPRESS SCRIPTS INC	2,325.	2,707.
LILLY ELI & CO	1,399.	1,643.
	1,588.	1,665.

HANNA FOUNDATION

23-6868675

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
UNITEDHEALTH GROUP INC	2,061.	2,146.
APPLE INC	4,033.	3,822.
INTERNATIONAL BUSINESS MACH	3,334.	3,760.
ORACLE CORP	2,214.	2,445.
TOTALS	102,007.	103,856.

HANNA FOUNDATION

23-6868675

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV	C OR F	ENDING	
			BOOK VALUE	FMV
MTB INTERMEDIATE BD FD #220	C		26,054.	27,454.
PIMCO TOTAL RETURN FD	C		18,519.	19,628.
GOLDMAN SACHS GRWTH	C			
HARBOR INT'L FD #11	C		34,618.	31,180.
GUINNESS ATKINSON C&HK FD	C		4,451.	4,345.
LAZARD EMERGING MARKETS	C		14,740.	12,971.
ARTIO GLOBAL HIGH INC FD	C		4,208.	3,939.
RIDGEWORTH SEIX	C		11,948.	12,053.
MTB SMALL CAP #555	C		10,117.	12,426.
RS GLOBAL NATURAL RESOURCES	C		11,428.	13,807.
DREYFUS INTL BD FD	C		11,919.	11,553.
MFS EMERG MKTS DEBT FD	C		7,946.	8,109.
DWS FLOATING RT PLUS	C		3,973.	4,022.
FEDERATED ULTRA SHORT BD	C		7,946.	7,928.
MTB SHORT TERM CORP BD FD #518	C		23,837.	23,744.
VANGUARD INTERM-TERM FD #71	C		15,891.	15,656.
GUINNESS ATKINSON GLOBAL ENER	C		3,973.	4,668.
LSV VALUE EQUITY FD	C		3,973.	4,487.
MORGAN STANLEY FOCUS GRWTH	C		3,973.	3,983.
MTB MID CAP GROWTH #401	C		14,739.	16,447.
T ROWE PRICE INSTL LARGE-CAP	C		3,973.	4,267.
VANGUARD VALUE INDEX FD #1346	C		3,973.	4,401.
ALPINE GLOBAL PREM PROP FD	C		5,959.	5,810.
CBRE CLARION GLOBAL RE INC FD	C		1,996.	1,957.
LITMAN GREGORY MASTERS INTL	C		19,864.	21,391.
MAINSTAY EPOCH GLOBAL EQUITY	C		15,891.	17,145.
SELECT SECTOR SPDR UTILITIES	C		3,534.	3,732.
SPDR S&P DIVIDEND ETF	C		7,941.	8,931.

HANNA FOUNDATION

23-6868675

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
TOTALS		297,384.	306,034.

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

DESCRIPTION

AMOUNT

ADJUSTMENT DUE TO ROUNDING

4.

TOTAL

4.

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

PA

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

=====

OFFICER NAME:

MANUFACTURERS & TRADERS TRUST CO

ADDRESS:

ONE M&T PLAZA 8TH FLR  
BUFFALO, NY 14203

TITLE:

AGENT FOR TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION ..... 4,096.

OFFICER NAME:

LEE E HANNA

ADDRESS:

13570 MANDARIN ROAD  
JACKSONVILLE, FL 32223

TITLE:

CEO & PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

MELINDA M HANNA

ADDRESS:

13570 MANDARIN ROAD  
JACKSONVILLE, FL 32223

TITLE:

SECRETARY TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 4,096.  
=====

RECIPIENT NAME:  
GRANDFATHER HOME FOR CHILDREN  
ADDRESS:  
P O BOX 98  
BANNER ELK, NC 28604  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
CHARITABLE  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
LIFELINK FOUNDATION  
ADDRESS:  
409 BAYSHORE BLVD  
TAMPA, FL 33606  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
CHARITABLE  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC

RECIPIENT NAME:  
MANDARIN PRESBYTERIAN CH  
ADDRESS:  
11844 MANDARIN RD  
JACKSONVILLE, FL 32223  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
CHARITABLE  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC  
AMOUNT OF GRANT PAID ..... 10,500.

=====

RECIPIENT NAME:

NORTH FLORIDA LAND TRUST

ADDRESS:

P.O. BOX 51181  
JACKSONVILLE BEACH, FL 32240

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 250.

RECIPIENT NAME:

ST PETERSBURG COLLEGE FDN

ADDRESS:

P.O. BOX 13489  
ST PETERSBURG, FL 33733

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

RECIPIENT NAME:

ST. JOHN'S RIVER KEEPER  
NELMS SCIENCE BLDG; 2ND FLOOR

ADDRESS:

2800 UNIVERSITY BLVD  
JACKSONVILLE, FL 32211

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 2,500.

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RECIPIENT NAME:

WEE KIRK PRESBYTERIAN CH

ADDRESS:

P O BOX 702  
LINVILLE, NC 28646

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:

UNIVERSITY OF N. FLORIDA FOUNDATION

ADDRESS:

1 UNF DRIVE  
JACKSONVILLE, FL 32224

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

VAN DYKE UNITED METHODIST CHUR

ADDRESS:

17030 LAKESHORE RD  
LUTZ, FL 33558

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

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RECIPIENT NAME:

AVERY COUNTY HUMANE SOCIETY

ADDRESS:

1824 STAMEY BRANCH RD

NEWLAND, NC 28657

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 1,000.

TOTAL GRANTS PAID:

20,750.

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**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

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

OMB No 1545-0092

**2010**

Name of estate or trust

Employer identification number

HANNA FOUNDATION

23-6868675

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b> SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			3,199.
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					<b>1b</b> -103.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					<b>2</b>
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					<b>3</b>
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet					<b>4</b> ( )
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back					<b>5</b> 3,096.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			2,112.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					<b>6b</b> 21,522.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					<b>7</b>
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					<b>8</b>
9 Capital gain distributions					<b>9</b>
10 Gain from Form 4797, Part I					<b>10</b>
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet					<b>11</b> ( )
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back					<b>12</b> 23,634.

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

Schedule D (Form 1041) 2010

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr )	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	Net short-term gain or (loss) . . . . .	<b>13</b>		3,096.
<b>14</b>	Net long-term gain or (loss):			
a	Total for year . . . . .	<b>14a</b>		23,634.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	Total net gain or (loss). Combine lines 13 and 14a . . . . . ▶	<b>15</b>		26,730.

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

**Part IV Capital Loss Limitation**

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

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

**Part V Tax Computation Using Maximum Capital Gains Rates**

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

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

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

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

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



Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

HANNA FOUNDATION

23-6868675

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 75. AMGEN INC COMMON	04/23/2004	09/19/2011	4,211.00	4,406.00	-195.00
577.49 ARTIO GLOBAL HIGH INC FD - I	07/09/2010	09/23/2011	5,446.00	5,792.00	-346.00
100. CELGENE CORPORATION	10/29/2009	09/19/2011	6,064.00	5,037.00	1,027.00
150. CERNER CORP	07/21/2006	09/19/2011	10,004.00	2,917.00	7,087.00
117. CISCO SYS INC COMMON	10/29/2009	09/23/2011	1,803.00	2,684.00	-881.00
75. CLIFFS NATURAL RESOURCES INC	05/06/2010	09/19/2011	5,606.00	4,204.00	1,402.00
100. CONOCOPHILLIPS	09/29/2005	09/19/2011	6,542.00	6,995.00	-453.00
150. DISNEY WALT CO COMMON ~	02/19/2010	09/19/2011	4,840.00	4,734.00	106.00
297. EMC CORPORATION COMMON	04/27/2005	09/23/2011	6,118.00	3,882.00	2,236.00
103. EMC CORPORATION COMMON	04/27/2005	10/19/2011	2,477.00	1,346.00	1,131.00
150. EXPEDITORS INTL WASH INC	10/29/2009	09/19/2011	6,526.00	4,950.00	1,576.00
51. EXXON MOBIL CORPORATION	01/29/2004	09/23/2011	3,502.00	2,110.00	1,392.00
100. FREEPORT MCMORAN COPPER/GOLD	05/06/2010	09/19/2011	3,966.00	3,474.00	492.00
38. GENERAL ELECTRIC CO COMMON ~	01/29/2004	09/23/2011	569.00	1,287.00	-718.00
60. GILEAD SCIENCES INCORPORATED	10/29/2009	09/23/2011	2,278.00	2,564.00	-286.00
40. GILEAD SCIENCES INCORPORATED	10/29/2009	10/06/2011	1,552.00	1,709.00	-157.00
6. GOLDMAN SACHS GROUP INCORPORATED	10/29/2009	09/23/2011	570.00	1,045.00	-475.00
257.334 GOLDMAN SACHS GRWTH OPP FD#1132	02/05/2010	09/22/2011	5,358.00	5,000.00	358.00
10. GOOGLE INC CL A	01/24/2007	09/19/2011	5,367.00	4,986.00	381.00
198.882 GUINNESS ATKINSON - CHINA & HK FD	12/30/2009	09/23/2011	5,390.00	5,949.00	-559.00
197.657 HARBOR INTERNATIONAL FUND #11	05/22/2008	09/23/2011	9,748.00	13,830.00	-4,082.00
150. HEWLETT PACKARD CO COMMON ~	08/09/2010	08/19/2011	3,502.00	6,438.00	-2,936.00
150. HOME DEPOT INC COMMON	09/29/2005	09/19/2011	5,113.00	5,634.00	-521.00
283. INTEL CORP COMMON~	01/13/2004	09/23/2011	6,130.00	1,843.00	4,287.00
26. INTEL CORP COMMON~	01/13/2004	11/02/2011	622.00	169.00	453.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .



## FEDERAL CAPITAL GAIN DIVIDENDS

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## SHORT-TERM CAPITAL GAIN DIVIDENDS

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ARTIO GLOBAL HIGH INC FD - I	1.00
ARTIO GLOBAL HIGH INC FD - I	165.00
MTB INTERMED TERM BD-INST I-FD #220	133.00
PIMCO TOTAL RETURN FD-I #35	2,900.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS

3,199.00

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## LONG-TERM CAPITAL GAIN DIVIDENDS

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## 15% RATE CAPITAL GAIN DIVIDENDS

ARTIO GLOBAL HIGH INC FD - I	112.00
GOLDMAN SACHS GRWTH OPP FD#1132	56.00
GUINNESS ATKINSON - CHINA & HK FD	484.00
MTB INTERMED TERM BD-INST I-FD #220	134.00
PIMCO TOTAL RETURN FD-I #35	1,326.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

2,112.00

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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

2,112.00

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