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SCANNED OCT 17 2012

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 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: STOCKMAN FAMILY FOUNDATION TRUST

A Employer identification number: 85-6104630

Number and street (or P O box number if mail is not delivered to street address): PO BOX 1297 CHURCH ST. STATION

Room/suite:

B Telephone number (see page 10 of the instructions): (212) 454-2141

City or town, state, and ZIP code: NEW YORK, NY 10008

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

H Check type of organization: [X] 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)* ▶ $ 16,932,504.

J Accounting method: [X] 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	509,231.	509,231.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	365,468.			
	b Gross sales price for all assets on line 6a 4,284,959.				
	7 Capital gain net income (from Part IV, line 2)		365,468.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total** Add lines 1 through 11	874,699.	874,699.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	85,345.	85,345.		NONE
	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) STMT 4	34,974.	NONE	NONE	34,974.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	2,607.	2,607.		
	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	122,926.	87,952.	NONE	34,974.
	25 Contributions, gifts, grants paid	844,579.			844,579.
	26 **Total expenses and disbursements** Add lines 24 and 25	967,505.	87,952.	NONE	879,553.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-92,806.			
	b **Net investment income** (if negative, enter -0-)		786,747.		
	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	204,282.	509,250.	509,250.
	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) STMT 6	1,121,461.	817,500.	826,056.
	b	Investments - corporate stock (attach schedule) STMT 7	10,060,481.	9,228,245.	10,417,287.
	c	Investments - corporate bonds (attach schedule) STMT 10	4,287,530.	3,880,584.	4,025,687.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 11		1,144,587.	1,154,224.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	15,673,754.	15,580,166.	16,932,504.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	15,673,754.	15,580,166.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	15,673,754.	15,580,166.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	15,673,754.	15,580,166.	

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	15,673,754.
2	Enter amount from Part I, line 27a	2	-92,806.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,580,948.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	782.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,580,166.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	365,468.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	861,075.	16,853,539.	0.05109164313
2008	640,349.	15,252,472.	0.04198329294
2007	1,015,665.	18,533,917.	0.05480034253
2006	937,496.	21,300,956.	0.04401192134
2005	910,127.	19,267,946.	0.04723528912

2 **Total** of line 1, column (d)	2	0.23912248906
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.04782449781
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	17,761,296.
5 Multiply line 4 by line 3	5	849,425.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,867.
7 Add lines 5 and 6	7	857,292.
8 Enter qualifying distributions from Part XII, line 4	8	879,553.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	7,867.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	7,867.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	7,867.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 17,175.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	17,175.
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	9,308.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 9,308. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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?	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 page 19 of the instructions) ▶ STMT 13			
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 on page 27)? *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

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 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 ▶ SEE STATEMENT 14 Telephone no ▶

Located at ▶ ZIP + 4 ▶

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

			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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	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 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 ☒ 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)?			5b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	X (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?			7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		85,345.	-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)*

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	17,715,332.
b	Average of monthly cash balances	1b	316,441.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	18,031,773.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	18,031,773.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	270,477.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,761,296.
6	**Minimum investment return.** Enter 5% of line 5	6	888,065.

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

1	Minimum investment return from Part X, line 6			1	888,065.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	7,867.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,867.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	880,198.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	880,198.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	880,198.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	879,553.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	879,553.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	7,867.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	871,686.

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				880,198.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			NONE	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 ...... NONE				
b From 2006 ...... NONE				
c From 2007 ...... NONE				
d From 2008 ...... NONE				
e From 2009 ...... 23,757.				
f Total of lines 3a through e	23,757.			
4 Qualifying distributions for 2010 from Part XII, line 4. ▶ $ 879,553.				
a Applied to 2009, but not more than line 2a			NONE	
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				879,553.
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).)	645.			645.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	23,112.			
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			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				
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	23,112.			
10 Analysis of line 9.				
a Excess from 2006 ... NONE				
b Excess from 2007 ... NONE				
c Excess from 2008 ... NONE				
d Excess from 2009 ... 23,112.				
e Excess from 2010 ...				

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			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
2a 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 page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 17

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient 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 STATEMENT 26				
Total . . . . . . ▶ 3a				844,579.
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

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 (See page 28 of the instructions)
	(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					
4 Dividends and interest from securities			14	509,231.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	365,468.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				874,699.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 874,699.

(See worksheet in line 13 instructions on page 29 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). (See page 29 of the instructions)
	NOT APPLICABLE

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Alan Gabel 10/15/2012 Director

Signature of officer or trustee ALAN GABEL Date Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LOUIS J. DEROSE		10/15/2012		P00000482
Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING)			Firm's EIN ▶ 75-1297386	
Firm's address ▶ 343 THORNALL STREET, SUITE 710 EDISON, NJ 08837			Phone no 732-767-9100	

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 COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					6,496.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					9,053.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					61,846.	
		500. APACHE CORP COM PROPERTY TYPE: SECURITIES					12/30/2003	12/20/2010
58,137.00		20,713.00					37,424.00	
		1500. CELANESE CORP DE SER A COM PROPERTY TYPE: SECURITIES					09/30/2008	12/20/2010
60,714.00		41,798.00					18,916.00	
		1500. COMCAST CORP NEW CL A SPL PROPERTY TYPE: SECURITIES					05/17/1999	12/20/2010
30,415.00		38,625.00					-8,210.00	
		1000. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					09/12/2003	12/20/2010
70,290.00		50,108.00					20,182.00	
		5000. INTEL CORP COM PROPERTY TYPE: SECURITIES					07/07/1981	12/20/2010
106,203.00		2,005.00					104,198.00	
		1000. PRAXAIR INC COM PROPERTY TYPE: SECURITIES					09/16/2003	12/20/2010
93,935.00		31,914.00					62,021.00	
		3000. SYSCO CORP COM PROPERTY TYPE: SECURITIES					12/30/2003	12/20/2010
87,772.00		101,030.00					-13,258.00	
		500. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					10/29/2008	12/20/2010
17,355.00		14,593.00					2,762.00	

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)	
		1000. ZIMMER HLDGS INC COM PROPERTY TYPE: SECURITIES					12/31/2003	12/20/2010
54,145.00		69.00					54,076.00	
		500. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					05/28/2009	12/22/2010
18,167.00		21,034.00					-2,867.00	
		500. QUALCOMM INC COM PROPERTY TYPE: SECURITIES					05/27/2008	12/22/2010
24,910.00		24,420.00					490.00	
		500. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					03/17/2006	12/22/2010
39,589.00		29,420.00					10,169.00	
		1000. ZIMMER HLDGS INC COM PROPERTY TYPE: SECURITIES					12/31/2003	12/22/2010
54,347.00		69.00					54,278.00	
		323.632 DBTC US LARGE CAPITALIZATION VAL PROPERTY TYPE: SECURITIES					01/08/1993	12/31/2010
201,762.00		230,008.00					-28,246.00	
		800. V F CORP COM PROPERTY TYPE: SECURITIES					12/20/2010	02/15/2011
68,904.00		71,068.00					-2,164.00	
		300000. CISCO SYS INC DTD 2/22/2006 5.25 PROPERTY TYPE: SECURITIES					03/08/2006	02/22/2011
300,000.00		300,000.00						
		49928.673 ROWE T PRICE JAPAN FD INTL PROPERTY TYPE: SECURITIES					07/31/2009	03/16/2011
368,474.00		350,000.00					18,474.00	
		1500. THORATEC CORP COM NEW PROPERTY TYPE: SECURITIES					11/02/2010	03/30/2011
38,297.00		50,228.00					-11,931.00	
		450000. US T BILLS DTD 1/20/2011 7/21/20 PROPERTY TYPE: SECURITIES					04/21/2011	04/27/2011
449,940.00		449,940.00						

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)	
		100000. US TREAS NTS 5.000% 8/1 PROPERTY TYPE: SECURITIES					06/20/2006	05/02/2011
101,418.00		99,973.00					1,445.00	
		500. APACHE CORP COM PROPERTY TYPE: SECURITIES					12/30/2003	05/18/2011
61,526.00		20,713.00					40,813.00	
		100. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES					01/18/2008	05/18/2011
34,037.00		16,123.00					17,914.00	
		500. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					09/26/2006	05/18/2011
51,342.00		31,484.00					19,858.00	
		400. CONOCOPHILLIPS COM PROPERTY TYPE: SECURITIES					03/05/2007	05/18/2011
29,089.00		26,152.00					2,937.00	
		100000. FHLB DTD 5/20/2002 5.75% 5/15/20 PROPERTY TYPE: SECURITIES					06/20/2006	05/18/2011
105,404.00		101,525.00					3,879.00	
		100000. FEDERAL HOME LN BKS CONS BD DTD PROPERTY TYPE: SECURITIES					08/21/2008	05/18/2011
106,049.00		102,850.00					3,199.00	
		1200. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					03/05/2010	05/18/2011
43,520.00		62,327.00					-18,807.00	
		500. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					03/17/2006	05/18/2011
43,630.00		29,420.00					14,210.00	
		1000. AMETEK INC NEW COM PROPERTY TYPE: SECURITIES					05/27/2008	07/11/2011
44,541.00		32,913.00					11,628.00	
		1000. AVERY DENNISON CORP COM PROPERTY TYPE: SECURITIES					09/12/2003	07/11/2011
38,618.00		53,030.00					-14,412.00	

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)	
		500. MARRIOTT INTL INC NEW CL A PROPERTY TYPE: SECURITIES					09/30/2010	07/11/2011
18,182.00		18,089.00					93.00	
		2000. AKAMI TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES					03/04/2011	07/14/2011
59,768.00		75,943.00					-16,175.00	
		100000. US T BILLS DTD 8/26/2010 8/25/20 PROPERTY TYPE: SECURITIES					07/28/2011	08/01/2011
99,988.00		99,994.00					-6.00	
		100000. US T BILLS DTD 8/26/2010 8/25/20 PROPERTY TYPE: SECURITIES					07/28/2011	08/25/2011
99,994.00		99,994.00						
		1500. HUNTSMAN CORP COM PROPERTY TYPE: SECURITIES					05/18/2011	08/31/2011
19,596.00		27,978.00					-8,382.00	
		3000. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES					09/30/2010	08/31/2011
37,063.00		42,777.00					-5,714.00	
		500. VERIFONE SYSTEMS INC COM PROPERTY TYPE: SECURITIES					05/18/2011	08/31/2011
17,388.00		22,799.00					-5,411.00	
		400000. CHEVRON CORP DTD 3/3/2009 3.45% PROPERTY TYPE: SECURITIES					03/02/2009	09/06/2011
406,228.00		406,428.00					-200.00	
		1000. AUTOLIV INC COM PROPERTY TYPE: SECURITIES					12/20/2010	09/08/2011
52,290.00		80,667.00					-28,377.00	
		200. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					09/30/2010	09/08/2011
21,007.00		29,179.00					-8,172.00	
		400. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					08/04/2010	09/08/2011
42,014.00		60,625.00					-18,611.00	

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)	
		1500. HUNTSMAN CORP COM PROPERTY TYPE: SECURITIES					03/04/2011	09/21/2011
17,274.00		26,530.00					-9,256.00	
		500. NATIONAL-OILWELL VARCO INC COM PROPERTY TYPE: SECURITIES					09/30/2008	09/21/2011
30,125.00		24,939.00					5,186.00	
		200000. US T BILLS DTD 6/23/2011 12/22/2 PROPERTY TYPE: SECURITIES					09/21/2011	10/14/2011
199,984.00		199,997.00					-13.00	
		13623.978 PIMCO DEVELOPING LOCAL MARKETS PROPERTY TYPE: SECURITIES					05/18/2011	11/01/2011
139,237.00		150,000.00					-10,763.00	
		14177.694 PIMCO DEVELOPING LOCAL MARKETS PROPERTY TYPE: SECURITIES					09/30/2010	11/01/2011
144,896.00		150,000.00					-5,104.00	
TOTAL GAIN(LOSS)							365,468.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AMERICAN ELEC PWR CO INC COM	2,484.	2,484.
AMERICAN EXPRESS CO INC COM	1,440.	1,440.
AMEX DTD 8/28/2007 6.15% 8/28/2017	30,750.	30,750.
AMETEK INC NEW COM	1,380.	1,380.
AMGEN INC COM	280.	280.
ANADARKO PETE CORP COM	540.	540.
APACHE CORP COM	750.	750.
ARTIO GLOBAL HIGH INCOME FUND	28,455.	28,455.
AUTOLIV INC COM	1,280.	1,280.
AVERY DENNISON CORP COM	700.	700.
BANK NEW YORK MELLON CORP COM	1,056.	1,056.
BANK ONE CORP DTD 10/24/2002 5.25% 1/30/	26,250.	26,250.
CHEVRON CORP DTD 3/3/2009 3.45% 3/3/2012	13,800.	13,800.
CHEVRON CORP COM	5,610.	5,610.
CISCO SYS INC COM	1,440.	1,440.
CISCO SYS INC DTD 2/22/2006 5.25% 2/22/2	7,875.	7,875.
CONOCOPHILLIPS COM	4,532.	4,532.
DWS HIGH INCOME FUND-INS	44,563.	44,563.
EOG RES INC COM	480.	480.
EATON VANCE STRUCTURED EMERGING MKTS	17,760.	17,760.
ENTERGY CORP NEW COM	830.	830.
EXXON MOBIL CORP COM	7,280.	7,280.
FHLB DTD 5/20/2002 5.75% 5/15/2012	25,939.	25,939.
FEDERAL HOME LN BKS CONS BD DTD 11/22/02	20,300.	20,300.
FORTUNE BRANDS INC COM	1,520.	1,520.
FREEPORT MCMORAN COPPER & GOLD INC CL B	6,000.	6,000.
GENERAL ELEC CO COM	6,960.	6,960.
GLAXOSMITHKLINE CAP DTD 5/13/2008 4.85%	24,250.	24,250.
GOLDMAN SACHS GROUP INC COM	1,540.	1,540.
HEWLETT PACKARD CO COM	192.	192.
HUNTSMAN CORP COM	1,850.	1,850.
INTEL CORP COM	10,749.	10,749.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTERNATIONAL BUSINESS MACHINES CORP COM	5,040.	5,040.
IBM CORP DTD 10/15/2008 6.50% 10/15/2013	32,500.	32,500.
J P MORGAN CHASE & CO COM	6,400.	6,400.
JOHNSON & JOHNSON COM	4,440.	4,440.
KELLOGG CO COM	1,974.	1,974.
MARRIOTT INTL INC NEW CL A	513.	513.
MCDONALDS CORP COM	4,880.	4,880.
MCKESSON HBOC INC COM	928.	928.
MICROSOFT CORP COM	4,480.	4,480.
MORGAN STANLEY DTD 8/9/2006 5.625% 1/9/2	22,500.	22,500.
MOSAIC CO COM	75.	75.
MOSAIC CO/THE WI COM	75.	75.
NATIONAL-OILWELL VARCO INC COM	660.	660.
NIKE INC CL B	1,395.	1,395.
NORFOLK SOUTHERN CORP COM	1,845.	1,845.
OCCIDENTAL PETE CORP COM	1,760.	1,760.
ORACLE CORP COM	690.	690.
PNC FINL SVCS GROUP INC COM	1,725.	1,725.
PACCAR INC COM	1,680.	1,680.
PEPSICO INC COM	3,980.	3,980.
PIMCO DEVELOPING LOCAL MARKETS FUND	3,763.	3,763.
PRAXAIR INC COM	2,400.	2,400.
PRICE T ROWE GROUP INC COM	620.	620.
PROCTER & GAMBLE CO COM	6,170.	6,170.
QUALCOMM INC COM	2,930.	2,930.
ROWE T PRICE JAPAN FD INTL	2,455.	2,455.
SBC COMMUNICATIONS INC DTD 8/19/2002 5.8	23,500.	23,500.
SCHWAB CHARLES CORP NEW COM	540.	540.
US BANCORP DEL COM NEW	2,125.	2,125.
US T BILLS DTD 8/26/2010 8/25/2011	6.	6.
US T BILLS DTD 1/20/2011 7/21/2011	16.	16.
US TREAS NTS 5.000% 8/15/11	3,564.	3,564.
UNITED TECHNOLOGIES CORP COM	8,118.	8,118.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VERIZON COMMUNICATIONS COM	2,355.	2,355.
WAL MART STORES INC COM	2,795.	2,795.
DBTC INTERNATIONAL FUND	51,198.	51,198.
DBTC US LARGE CAPITALIZATION VALUE FUND	201.	201.
MONEY MARKET DEPOSIT ACCOUNT	100.	100.
TOTAL	509,231.	509,231.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP - CONSULTING - ETC	34,974.			34,974.
TOTALS	34,974.	NONE	NONE	34,974.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	2,155.	2,155.
FOREIGN TAXES ON NONQUALIFIED	452.	452.
TOTALS	2,607.	2,607.

STOCKMAN FAMILY FOUNDATION TRUST 85-6104630

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FHLB 5.75% 5/15/2012	406,100.	410,216.
FHLB 4.5% 11/15/2012	411,400.	415,840.
UST NOTE 5% 8/15/2011		
TOTALS	817,500.	826,056.

STOCKMAN FAMILY FOUNDATION TRUST 85-6104630

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AMERICAN EXPRESS	79,583.	96,080.
AMERICAN TOWER	80,669.	118,000.
AMETEK INC NEW	146,644.	214,200.
AMGEN	54,800.	57,910.
ANADARKO PETE CORP	94,358.	121,905.
APACHE CORP	41,425.	99,440.
APPLE INC	159,431.	420,420.
AVERY DENNISON CORP		
BANK NEW YORK MELLON	96,932.	42,812.
BORG WARNER	81,599.	92,288.
CELANESE CORP		
CELGENE CORP COM	232,938.	252,320.
CHEVRON CORP	94,451.	154,230.
CISCO SYSTEMS INC	187,152.	149,120.
COMCAST		
CONCUR TECHNOLOGIES	63,733.	70,845.
CONOCOPHILLIPS	60,275.	114,112.
DB CAPITAL VALUE FUND		
DB INTERNATIONAL FUND	1,686,573.	1,369,199.
DIVIDEND INCOME RECEIVABLE		
EATON VANCE STRU EMER	1,175,000.	1,224,724.
EMC CORP MASS COM	94,220.	161,070.
ENTERGY CORP NEW		
EXPRESS SCRIPTS	130,780.	125,538.
EXXON MOBIL CORP	182,315.	321,760.
FORTUNE BRANDS INC	25,074.	33,360.
FREEPORT MCMORAN COPPER	119,511.	118,800.
GENERAL ELECTRIC	387,439.	190,920.
GILEAD SCIENCES INC	42,069.	39,850.

STOCKMAN FAMILY FOUNDATION TRUST 85-6104630

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GOLDMAN SACHS GROUP	86,194.	57,516.
HEWLETT PACKARD		
IBM CORP COM	157,848.	338,400.
INTEL CORP COM	4,251.	323,830.
INTL INV FUNDS		
IPATH DOW JONES UBS COM		
J P MORGAN	292,663.	247,760.
JOHNSON & JOHNSON	122,425.	129,440.
KELLOGG CO	59,772.	58,992.
MARRIOTT INTL INC	34,119.	30,620.
MCDONALDS CORP	115,140.	191,040.
MICROSOFT CORP COM	193,290.	179,060.
MOSAIC CO COMM	46,334.	39,570.
NATIONAL OIL WELL	49,877.	71,700.
NIKE INC	127,726.	144,270.
OCCIDENTAL PETE CORP COM	45,397.	98,900.
ORACLE CORP COM	62,490.	94,050.
PACCAR INC	50,684.	81,140.
PEPSICO INC	142,737.	128,000.
PNC FINL SVCS	90,735.	81,315.
PRAXAIR INC	31,914.	102,000.
PROCTOR & GAMBLE	151,695.	193,710.
QUALCOMM INC	148,788.	191,800.
SCHRODER US SMALL AND MID FUND	505,827.	517,740.
SCHWAB CHARLES		
SYSCO CORP		
T ROWE PRICE JAPAN FD INTL		
THORATEC CORP		
UNITED TECHNOLOGIES	157,370.	306,400.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US BANCORP DEL	144,249.	129,600.
VERIZON COMM	35,023.	45,276.
WALMART STORES	111,291.	117,800.
MARRIOT VACATIONS WORLD COM	2,058.	1,598.
BEAM INC COM	85,046.	105,040.
EOG RES INC COM	111,146.	103,740.
PRICE T ROWE GROUP INC	63,273.	56,760.
MCKESSON HBOC INC COM	110,619.	130,096.
NORFOLK SOUTHERN CORP COM	93,792.	113,310.
VERIFONE SYSTEMS INC COM	68,396.	65,775.
HUNTSMAN CORP COM	64,517.	43,720.
OWENS ILLINOIS INC COM NEW	30,021.	19,530.
AMERICAN ELEC PWR INC COM	64,567.	71,424.
HARBOR FUND INTL FD INSTL	250,000.	217,462.
TOTALS	9,228,245.	10,417,287.

STOCKMAN FAMILY FOUNDATION TRUST 85-6104630

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CISCO SYHS CORP BONDS		
MORGAN STANLEY SR GLOBAL MTN	403,000.	400,572.
BANK ONE CORP SUB NT	492,675.	517,575.
SBC COMMUN GLOBAL	409,400.	414,052.
GLAXOSMITHKLINE CAP INC	505,640.	529,885.
INTERNATIONAL BUSINESS MACHINE	508,755.	553,680.
AMERICAN EXPRESS NT	476,050.	563,970.
CHEVRON CORP		
ARTIO GLOBAL HIGH INC FUND	307,991.	277,198.
DWS HIGH INC FUND	487,073.	482,942.
PIMCO EMERGING LOCAL BOND FUND	290,000.	285,813.
TOTALS	3,880,584.	4,025,687.

STOCKMAN FAMILY FOUNDATION TRUST 85-6104630

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
IPATH DJ UBS COMM IDX	C	644,587.	679,675.
LIGHTHOUSE GLB LT ST LTD	C	250,000.	240,497.
PRISMA SPECTRUM FD LTD	C	250,000.	234,052.
TOTALS		1,144,587.	1,154,224.

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

DESCRIPTION	AMOUNT
ADJ FOR CTF 12/6/11 CASH DIST	675.
ADJ FOR CTF 12/6/11 GAIN LOSS SPLASH DIST	107.
TOTAL	782.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

FL

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: PAUL BISSET
DEUTSCHE BANK TRUST
ADDRESS: 345 PARK AVENUE
NEW YORK, NY 10154

TELEPHONE NUMBER: (212)454-2141

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

OFFICER NAME:
DEUTSCHE BANK TRUST COMPANY
ADDRESS:
345 PARK AVENUE
NEW YORK, NY 10154
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10
COMPENSATION .... 85,345.

OFFICER NAME:
KARL W GUSTAFSON
ADDRESS:
7020 PROSPECT PF NE
ALBUQUERQUE, NM 87110
TITLE:
TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
ALLISON A STOCKMAN
ADDRESS:
1517 S STREET NW APT B
WASHINGTON, DC 20009
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

OFFICER NAME:
PAMELA PROCTOR
ADDRESS:
10 CREST RD
ROWAYTON, CT 06853
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

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

OFFICER NAME:
HERVEY S STOCKMAN JR
ADDRESS:
4475 N OCEAN BLVD 5-B
DELRAY BEACH, FL 33483
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
CHARLES C STOCKMAN
ADDRESS:
800 NW 56TH STREET
SEATTLE, WA 98107
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

OFFICER NAME:
ROBERT P STOCKMAN
ADDRESS:
1517 S STREET NW APT B
WASHINGTON, DC 20009
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

TOTAL COMPENSATION: 85,345.

RECIPIENT NAME:
HERVEY S STOCKMAN JR
ADDRESS:
4475 N OCEAN BLVD 5-B
DELRAY BEACH, FL 33483
RECIPIENT'S PHONE NUMBER: 561-265-0244
FORM, INFORMATION AND MATERIALS:
THE APPLICATION SHOULD BE TYPED AND CONTAIN INFORMATION NECESSARY TO DETERMINE IF APPLICANT QUALIFIES AS A CHARITY UNDER IRC SEC 501(C)(3)
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
GRANTS ARE MADE TO ORGANIZATIONS TO ADVANCE THE KNOWLEDGE AND PRACTICE OF CONSERVATION OF HISTORIC AND ARTISTIC PROPERTY IN THE MUSEUM AND

RECIPIENT NAME:
NEW MEXICO STATE
UNIVERSITY
ADDRESS:
P O BOX 3590
LAS CRUCES, NM 88003
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
UNIVERSITY OF NEBRASKA
FOUNDATION
ADDRESS:
1010 LINCOLN MALL - STE 300
LINCOLN, NE 68508
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 76,000.

RECIPIENT NAME:
ST JOSEPHS APPACHE
MISSION
ADDRESS:
626 MISSION TRAIL
MESCALERO, NM 88340
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
NEW YORK UNIVERSITY
ADDRESS:
726 BROADWAY - NINTH FL
NEW YORK, NY 10003
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 48,500.

RECIPIENT NAME:
SCHOOL FOR ADVANCED RESEARCH
ON THE HUMAN EXPERIENCE
ADDRESS:
P O BOX 2188
SANTE FE, NM 87504
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 41,450.

RECIPIENT NAME:
EL RANCHO DE LAS
GOLONDRINAS
ADDRESS:
334 LOS PINOS RD
SANTE FE, NM 87505
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 7,585.

RECIPIENT NAME:
UNIVERSITY OF DELAWARE
ADDRESS:
220 HULLIHEN HALL
NEWARK, DE 19716
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
NATIONAL NEW DEAL
PRESERVATION ASSC
ADDRESS:
P O BOX 602
SANTE FE, NM 87504
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 26,500.

RECIPIENT NAME:
BIGGS MUSEUM OF
AMERICAN ART
ADDRESS:
406 FEDERAL ST
DOVER, DE 19901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 28,619.

RECIPIENT NAME:
JOHNS HOPKINS UNIVERSITY
ADDRESS:
1101 EAST 33RD ST
BALTIMORE, MD 21218
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 4,259.

RECIPIENT NAME:
PRATT INSTITUTE
ADDRESS:
200 WILLOUGHBY AVE
BROOKLYN, NY 11205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
AMERICAN MUSEUM OF
NATURAL HISTORY
ADDRESS:
79TH ST & CENTRAL PARK WEST
NEW YORK, NY 10024
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
WALTERS ART MUSEUM
ADDRESS:
600 NORTH CHARLES ST
BALTIMORE, MD 21201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
ENOCH PRATT FREE
LIBRARY
ADDRESS:
400 CATHEDRAL ST
BALTIMORE, MD 21201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
AMERICAN FRIENDS OF
THE LOURVE
ADDRESS:
60 FIFTH AVENUE
NEW YORK, NY 10011
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 30,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
LOS ANGELES COUNTY
MUSEUM OF ART
ADDRESS:
5905 WILSHIRE BLVD
LOS ANGELES, CA 90036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
NELSON-ATKINS MUSEUM
OF ART
ADDRESS:
4525 OAK ST
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CHINATI FOUNDATION
ADDRESS:
P O BOX 1135
MARFA, TX 79843
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
LA SALLE UNIVERSITY
ADDRESS:
1900 W OLNEY AVE
PHILADELPHIA, PA 19141
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 16,500.

RECIPIENT NAME:
AMERICAN TEXTILE HISTORY
MUSEUM
ADDRESS:
491 DUTTON ST
LOWELL, MA 01854
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 14,280.

RECIPIENT NAME:
GREATER BALTIMORE
MEDICAL CTR FDTN
ADDRESS:
6701 NORTH CHARLES ST
BALTIMORE, MD 21204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
SOLOMON R GUGGENHEIM
MUSEUM
ADDRESS:
1071 5TH AVENUE
NEW YORK, NY 10128
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 69,586.

RECIPIENT NAME:
WASHINGTON NATIONAL
CATHEDRAL
ADDRESS:
3101 WISCONSIN AVENUE NW
WASHINGTON, DC 20016
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
AMERICAN ALUMNI OF
GLASGOW UNIVERSITY
ADDRESS:
1725 I STREET NW - STE 300
WASHINGTON, DC 20006
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 16,300.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SMITHSONIAN FREER
GALLERY OF ART
ADDRESS:
P O BOX 37012 - MRC 707
WASHINGTON, DC 20013
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 65,000.

RECIPIENT NAME:
BALTIMORE COMMUNITY
FOUNDATION
ADDRESS:
2 EAST READ ST - 9TH FL
BALTIMORE, MD 21202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ORGANIZATIONS GENERAL EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

TOTAL GRANTS PAID: 844,579.

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
STOCKMAN FAMILY FOUNDATION TRUST	85-6104630

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-106,271.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	6,496.
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-99,775.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			9,053.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	394,344.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	61,846.
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	465,243.

Part III Summary of Parts I and II
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-99,775.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			465,243.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			365,468.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.
Caution: *Skip this part and complete the worksheet on page 8 of the instructions if.*

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

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

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: STOCKMAN FAMILY FOUNDATION TRUST

Employer identification number: 85-6104630

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

(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)
1a 800. V F CORP COM	12/20/2010	02/15/2011	68,904.00	71,068.00	-2,164.00
1500. THORATEC CORP COM NEW	11/02/2010	03/30/2011	38,297.00	50,228.00	-11,931.00
450000. US T BILLS DTD 1/20/2011 7/21/2011	04/21/2011	04/27/2011	449,940.00	449,940.00	
500. MARRIOTT INTL INC NEW CL A	09/30/2010	07/11/2011	18,182.00	18,089.00	93.00
2000. AKAMI TECHNOLOGIES INC COM	03/04/2011	07/14/2011	59,768.00	75,943.00	-16,175.00
100000. US T BILLS DTD 8/26/2010 8/25/2011	07/28/2011	08/01/2011	99,988.00	99,994.00	-6.00
100000. US T BILLS DTD 8/26/2010 8/25/2011	07/28/2011	08/25/2011	99,994.00	99,994.00	
1500. HUNTSMAN CORP COM	05/18/2011	08/31/2011	19,596.00	27,978.00	-8,382.00
3000. SCHWAB CHARLES CORP NEW COM	09/30/2010	08/31/2011	37,063.00	42,777.00	-5,714.00
500. VERIFONE SYSTEMS INC COM	05/18/2011	08/31/2011	17,388.00	22,799.00	-5,411.00
1000. AUTOLIV INC COM	12/20/2010	09/08/2011	52,290.00	80,667.00	-28,377.00
200. GOLDMAN SACHS GROUP INC COM	09/30/2010	09/08/2011	21,007.00	29,179.00	-8,172.00
1500. HUNTSMAN CORP COM	03/04/2011	09/21/2011	17,274.00	26,530.00	-9,256.00
200000. US T BILLS DTD 6/23/2011 12/22/2011	09/21/2011	10/14/2011	199,984.00	199,997.00	-13.00
13623.978 PIMCO DEVELOPING LOCAL MARKETS FUND	05/18/2011	11/01/2011	139,237.00	150,000.00	-10,763.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -106,271.00

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

Employer identification number
85-6104630

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 500. APACHE CORP COM	12/30/2003	12/20/2010	58,137.00	20,713.00	37,424.00
1500. CELANESE CORP DE SER A COM	09/30/2008	12/20/2010	60,714.00	41,798.00	18,916.00
1500. COMCAST CORP NEW CL A SPL	05/17/1999	12/20/2010	30,415.00	38,625.00	-8,210.00
1000. ENTERGY CORP NEW COM	09/12/2003	12/20/2010	70,290.00	50,108.00	20,182.00
5000. INTEL CORP COM	07/07/1981	12/20/2010	106,203.00	2,005.00	104,198.00
1000. PRAXAIR INC COM	09/16/2003	12/20/2010	93,935.00	31,914.00	62,021.00
3000. SYSCO CORP COM	12/30/2003	12/20/2010	87,772.00	101,030.00	-13,258.00
500. VERIZON COMMUNICATIONS COM	10/29/2008	12/20/2010	17,355.00	14,593.00	2,762.00
1000. ZIMMER HLDGS INC COM	12/31/2003	12/20/2010	54,145.00	69.00	54,076.00
500. GILEAD SCIENCES INC COM	05/28/2009	12/22/2010	18,167.00	21,034.00	-2,867.00
500. QUALCOMM INC COM	05/27/2008	12/22/2010	24,910.00	24,420.00	490.00
500. UNITED TECHNOLOGIES CORP COM	03/17/2006	12/22/2010	39,589.00	29,420.00	10,169.00
1000. ZIMMER HLDGS INC COM	12/31/2003	12/22/2010	54,347.00	69.00	54,278.00
323.632 DBTC US LARGE CAPITALIZATION VALUE FUND	01/08/1993	12/31/2010	201,762.00	230,008.00	-28,246.00
300000. CISCO SYS INC DTD 2/22/2006 5.25% 2/22/2011	03/08/2006	02/22/2011	300,000.00	300,000.00	
49928.673 ROWE T PRICE JAPAN FD INTL	07/31/2009	03/16/2011	368,474.00	350,000.00	18,474.00
100000. US TREAS NTS 5.000% 8/15/11	06/20/2006	05/02/2011	101,418.00	99,973.00	1,445.00
500. APACHE CORP COM	12/30/2003	05/18/2011	61,526.00	20,713.00	40,813.00
100. APPLE COMPUTER INC COM	01/18/2008	05/18/2011	34,037.00	16,123.00	17,914.00
500. CHEVRON CORP COM	09/26/2006	05/18/2011	51,342.00	31,484.00	19,858.00
400. CONOCOPHILLIPS COM	03/05/2007	05/18/2011	29,089.00	26,152.00	2,937.00
100000. FHLB DTD 5/20/2002 5.75% 5/15/2012	06/20/2006	05/18/2011	105,404.00	101,525.00	3,879.00
100000. FEDERAL HOME LN BKS CONS BD DTD 11/22/02DTD	08/21/2008	05/18/2011	106,049.00	102,850.00	3,199.00
1200. HEWLETT PACKARD CO COM	03/05/2010	05/18/2011	43,520.00	62,327.00	-18,807.00
500. UNITED TECHNOLOGIES CORP COM	03/17/2006	05/18/2011	43,630.00	29,420.00	14,210.00

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

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
STOCKMAN FAMILY FOUNDATION TRUST	85-6104630

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 1000. AMETEK INC NEW COM	05/27/2008	07/11/2011	44,541.00	32,913.00	11,628.00
1000. AVERY DENNISON CORP COM	09/12/2003	07/11/2011	38,618.00	53,030.00	-14,412.00
400000. CHEVRON CORP DTD 3/3/2009 3.45% 3/3/2012	03/02/2009	09/06/2011	406,228.00	406,428.00	-200.00
400. GOLDMAN SACHS GROUP INC COM	08/04/2010	09/08/2011	42,014.00	60,625.00	-18,611.00
500. NATIONAL-OILWELL VARCO INC COM	09/30/2008	09/21/2011	30,125.00	24,939.00	5,186.00
14177.694 PIMCO DEVELOPING LOCAL MARKETS FUND	09/30/2010	11/01/2011	144,896.00	150,000.00	-5,104.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 394,344.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
ARTIO GLOBAL HIGH INCOME FUND	3,225.00	
SCHRODER US SMALL AND MID CAP OPP FUND	5,827.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		9,053.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		9,053.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	6,496.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		6,496.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	61,846.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		61,846.00