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Form 990-PF

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

OMB No. 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation

JOHN BOLTEN CHARITABLE FOUNDATION

A Employer identification number 04-2767454

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

SILVER BRIDGE 255 STATE ST, 6TH FL

(617) 502-9472

City or town, state, and ZIP code

BOSTON, MA 02109-2167

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

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) \$ 2,665,875.

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 instructions))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), with a final row (27) for Adjusted net income.

MAY 15 2012

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For Paperwork Reduction Act Notice, see instructions.

JSA

Form 990-PF (2011)

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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	151,487.	197,838.	197,838.
	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 instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	336,598.	361,151.	383,718.
	b	Investments - corporate stock (attach schedule)	1,490,529.	1,457,738.	1,521,812.
	c	Investments - corporate bonds (attach schedule)	754,928.	519,781.	533,301.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)		29,206.	29,206.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,733,542.	2,565,714.	2,665,875.	
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 ▶ <input type="checkbox"/>				
	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. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	2,733,542.	2,565,714.	
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 instructions)	2,733,542.	2,565,714.		
31	Total liabilities and net assets/fund balances (see instructions)	2,733,542.	2,565,714.		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 2,733,542.
2	Enter amount from Part I, line 27a	2 -168,569.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3 743.
4	Add lines 1, 2, and 3	4 2,565,716.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5 2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 2,565,714.

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 PUBLICLY TRADED SECURITIES				
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 633,054.		695,147.	-62,093.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			-62,093.	
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	-43,482.
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 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 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))
2010	146,418.	2,668,348.	0.054872
2009	146,482.	2,547,728.	0.057495
2008	147,070.	2,859,445.	0.051433
2007	158,486.	2,979,080.	0.053200
2006	176,570.	3,103,098.	0.056901
2 Total of line 1, column (d)			2 0.273901
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 0.054780
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 2,707,191.
5 Multiply line 4 by line 3			5 148,300.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 321.
7 Add lines 5 and 6			7 148,621.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 157,035.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	}	1	321.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3 Add lines 1 and 2	3		321.
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		321.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		620.
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		620.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		299.
11 Enter the amount of line 10 to be credited to 2012 estimated tax <input checked="" type="checkbox"/> 299. Refunded <input checked="" type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>MA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>N/A</u>				
14 The books are in care of ▶ <u>SILVER BRIDGE ADVISORS LLC</u> Telephone no ▶ <u>(617) 502-9472</u>				
Located at ▶ <u>255 STATE STREET 6TH FLOOR, BOSTON, MA</u> ZIP + 4 ▶ <u>02109-2167</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>				
16	At any time during calendar year 2011, 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 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>			
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶ _____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 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 2011)	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 2011?	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 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 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 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 12		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see 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 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 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 instructions. 3 NONE	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,607,461.
b	Average of monthly cash balances	1b	140,956.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,748,417.
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	2,748,417.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,226.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,707,191.
6	Minimum investment return. Enter 5% of line 5	6	135,360.

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

1	Minimum investment return from Part X, line 6	1	135,360.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	321.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	321.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	135,039.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	135,039.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	135,039.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	157,035.
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	157,035.
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 instructions)	5	321.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	156,714.

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 instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				135,039.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			NONE	
b Total for prior years 20 <u>09</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	25,391.			
b From 2007	18,726.			
c From 2008	5,608.			
d From 2009	20,272.			
e From 2010	14,235.			
f Total of lines 3a through e	84,232.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ <u>157,035.</u>				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				135,039.
e Remaining amount distributed out of corpus	21,996.			
5 Excess distributions carryover applied to 2011 (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	106,228.			
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 instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	25,391.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	80,837.			
10 Analysis of line 9:				
a Excess from 2007	18,726.			
b Excess from 2008	5,608.			
c Excess from 2009	20,272.			
d Excess from 2010	14,235.			
e Excess from 2011	21,996.			

Part XIV Private Operating Foundations (see 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 2011, 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) 2011	(b) 2010	(c) 2009	(d) 2008	
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 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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a Paid during the year</p> <p>SEE STATEMENT 16</p>				
Total				▶ 3a 145,000.
<p>b Approved for future payment</p>				
Total				▶ 3b

Silver Bridge

Investment Detail

23105002389 | BOLTEN, JOHN CHARITABLE FDN

03-Jan-2012 9 37 AM ET

Asset Types: Cash, Cash Equivalents, Domestic Equity, Fixed Income, International Equity, International Fixed Income, Other
 Data Current as of: 31-Dec-2011

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash	8.769%	\$169,387.57	\$169,387.57	\$0.00
Domestic Equity	13.331%	\$257,514.05	\$260,588.14	(\$3,074.09)
Fixed Income	52.515%	\$1,014,454.23	\$984,338.78	\$30,115.45
International Equity	22.693%	\$438,379.45	\$479,929.24	(\$41,549.79)
International Fixed Income	2.693%	\$52,013.25	\$51,713.00	\$300.25
Totals		\$1,931,748.55	\$1,945,956.73	(\$14,208.18)

DETAIL

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Prced	Market Value	Total Cost	Unrealized Gain/Loss
Cash: 8.769%								
CASH - INCOME	-	1.952%	37,710.3800	1.0000		\$37,710.38	\$37,710.38	\$0.00
CASH - INVESTED INCOME	-	(1.935)%	(37,377.7500)	1.0000		(\$37,377.75)	(\$37,377.75)	\$0.00
DREYFUS INS CASH ADVANTAGE I	26200V104 DADXX	6.816%	131,677.1900	100.0000%	04-Nov-2009	\$131,677.19	\$131,677.19	\$0.00
Ticker DADXX Asset ID 26200V104								
DREYFUS INS CASH ADVANTAGE I	26200V104 DADXX	1.935%	37,377.7500	100.0000%	04-Nov-2009	\$37,377.75	\$37,377.75	\$0.00
Ticker DADXX Asset ID 26200V104								
Subtotal		8.769%				\$169,387.57	\$169,387.57	\$0.00
Domestic Equity: 13.331%								
ASTON TAMRO SMALL CAP FUND I	00078H141 ATSIX	9.433%	9,786.8480	18.6200	30-Dec-2011	\$182,231.11	\$180,603.64	\$1,627.47
Ticker ATSIX Asset ID 00078H141								
ISHARES MSCI EAFE SMALL CAP	464288273 SCZ	1.332%	740.0000	34.7600	30-Dec-2011	\$25,722.40	\$29,984.50	(\$4,262.10)
Ticker SCZ Asset ID 464288273								
THIRD AVENUE REAL ESTATE VAL	884116401 TAREX	2.566%	2,441.4060	20.3000	30-Dec-2011	\$49,560.54	\$50,000.00	(\$439.46)
Ticker TAREX Asset ID 884116401								
Subtotal		13.331%				\$257,514.05	\$260,588.14	(\$3,074.09)
Fixed Income: 52.515%								

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
BANK OF AMERICA 5 125% 11/15/14 Asset ID 060505AU8	060505AU8	2 577%	50,000 0000	99 5550%	30-Dec-2011	\$49,777 50	\$50,650 00	(\$872 50)
BLACKROCK STRATEGIC INCOME OPP FD-IN Ticker BSIX Asset ID 09256H286	09256H286 BSIX	3 452%	7,012 0680	9 5100	30-Dec-2011	\$66,684 77	\$70,119 59	(\$3,434 82)
CATERPILLAR INC 5 700% 8/15/16 Asset ID 149123BM2	149123BM2	3 037%	50,000 0000	117 3460%	30-Dec-2011	\$58,673 00	\$52,720 00	\$5,953 00
CITIGROUP INC 1 875% 5/07/12 Asset ID 17290CAB2	17290CAB2	5 207%	100,000 0000	100 5830%	30-Dec-2011	\$100,583 00	\$101,448 00	(\$865 00)
CNH EQUIPMENT ABS 5 170% 10/15/14 Asset ID 12620TAD3	12620TAD3	1 460%	27,585 6700	102 2620%	30-Dec-2011	\$28,209 66	\$29,447 71	(\$1,238 05)
COMCAST CORP 5 875% 2/15/18 Asset ID 20030NAR2	20030NAR2	1 496%	25,000 0000	115 6270%	30-Dec-2011	\$28,906 75	\$26,935 00	\$1,971 75
DELAWARE HIGH YIELD OPPORT I Ticker DHOIX Asset ID 245908843	245908843 DHOIX	4 284%	21,221 4600	3 9000	30-Dec-2011	\$82,763 69	\$85,000 00	(\$2,236 31)
FFCB 5 050% 6/22/18 Asset ID 31331SSN4	31331SSN4	3 126%	50,000 0000	120 7740%	30-Dec-2011	\$60,387 00	\$54,062 50	\$6,324 50
FHLB 4 750% 12/12/14 Asset ID 3133XN5L9	3133XN5L9	4 337%	75,000 0000	111 7020%	30-Dec-2011	\$83,776 50	\$79,681 50	\$4,095 00
FHLMC 4 500% 1/15/13 Asset ID 3134A4SA3	3134A4SA3	2 702%	50,000 0000	104 3910%	30-Dec-2011	\$52,195 50	\$52,557 50	(\$362 00)
GEN ELEC CAP CRP 4 250% 6/15/12 Asset ID 36962GR30	36962GR30	1 310%	25,000 0000	101 2120%	30-Dec-2011	\$25,303 00	\$26,219 00	(\$916 00)
ILLINOIS ST 2 766% 1/01/12 Asset ID 4521518S5	4521518S5	1 294%	25,000 0000	100 0060%	30-Dec-2011	\$25,001 50	\$25,337 00	(\$335 50)
NORTH CAROLINA TPK 5 125% 1/01/20 Asset ID 65830TAD7	65830TAD7	2 703%	45,000 0000	116 0220%	30-Dec-2011	\$52,209 90	\$49,216 05	\$2,993 85
ORACLE CORP 5 250% 1/15/16 Asset ID 68402LAC8	68402LAC8	2 092%	35,000 0000	115 4700%	30-Dec-2011	\$40,414 50	\$35,662 55	\$4,751 95
PG&E ENERGY ABS 4 470% 12/25/14 Asset ID 693401AE1	693401AE1	2 230%	42,000 0000	102 5880%	30-Dec-2011	\$43,086 96	\$41,527 50	\$1,559 46
SHERWIN-WILLIAMS CO 3 125% 12/15/14	824348AN6	1 364%	25,000 0000	105 3730%	30-Dec-2011	\$26,343 25	\$25,325 75	\$1,017 50

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Pnced	Market Value	Total Cost	Unrealized Gain/Loss
Asset ID 824348AN6								
SIMON PROP GP 6 125% 5/30/18	828807BZ9	1 486%	25,000 0000	114 8010%	30-Dec-2011	\$28,700 25	\$26,164 25	\$2,536 00
Asset ID 828807BZ9								
U S TREASURY BONDS 3 000% 8/31/16	912828LL2	5 702%	100,000 0000	110 1480%	30-Dec-2011	\$110,148 00	\$100,296 88	\$9,851 12
Asset ID 912828LL2								
WELL FARGO FINL 5 500% 8/01/12	94975CAL1	2 655%	50,000 0000	102 5790%	30-Dec-2011	\$51,289 50	\$51,968 00	(\$678 50)
Asset ID 94975CAL1								
Subtotal		52.515%				\$1,014,454.23	\$984,338.78	\$30,115.45
International Equity: 22.693%								
AQR RISK PARITY FUND-I	00203H826 AQRIX	1 314%	2,395 2770	10 6000	30-Dec-2011	\$25,389 94	\$25,006 69	\$383 25
Ticker AQRIX Asset ID 00203H826								
ARTISAN INTL VALUE FUND-INV	04314H881 ARTKX	12 706%	9,782 9980	25 0900	30-Dec-2011	\$245,455 42	\$263,103 22	(\$17,647 80)
Ticker ARTKX Asset ID 04314H881								
FORWARD INTL SMALL COMPANY-IN	349913822 PTSCX	1 064%	1,775 7770	11 5700	30-Dec-2011	\$20,545 74	\$34,308 97	(\$13,763 23)
Ticker PTSCX Asset ID 349913822								
HARBOR INTERNATIONAL GRO-INS	411511801 HAIGX	4 873%	8,973 0810	10 4900	30-Dec-2011	\$94,127 62	\$90,000 00	\$4,127 62
Ticker HAIGX Asset ID 411511801								
HARDING LOEVNER EMERGING MARKETS	412295305 HLEMX	2 736%	1,247 5980	42 3700	30-Dec-2011	\$52,860 73	\$67,510 36	(\$14,649 63)
Ticker HLEMX Asset ID 412295305								
Subtotal		22.693%				\$438,379.45	\$479,929.24	(\$41,549.79)
International Fixed Income: 2.693%								
AEGON NV 4 625% 12/01/15	007924AH6	1 342%	25,000 0000	103 6700%	30-Dec-2011	\$25,917 50	\$25,236 00	\$681 50
Asset ID 007924AH6								
PHILIPS ELECTRONICS 4 625% 3/11/13	500472AA3	1 351%	25,000 0000	104 3830%	30-Dec-2011	\$26,095 75	\$26,477 00	(\$381 25)
Asset ID 500472AA3								
Subtotal		2.693%				\$52,013.25	\$51,713.00	\$300.25

Silver Bridge

Investment Detail

23105002389E | BOLTEN, JOHN CHARITABLE FDN-LCE

03-Jan-2012 9 37 AM ET

Asset Types: Cash, Cash Equivalents, Domestic Equity, Fixed Income, International Equity,
International Fixed Income, Other

Data Current as of: 31-Dec-2011

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash	3.875%	\$28,450.07	\$28,450.07	\$0.00
Domestic Equity	89.421%	\$656,460.40	\$560,982.54	\$95,477.86
International Equity	6.704%	\$49,216.30	\$44,753.00	\$4,463.30
Totals		\$734,126.77	\$634,185.61	\$99,941.16

DETAIL

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Cash: 3.875%								
CASH - INCOME	-	0.249%	1,826.5700	1.0000		\$1,826.57	\$1,826.57	\$0.00
CASH - INVESTED INCOME	-	(0.249)%	(1,826.5700)	1.0000		(\$1,826.57)	(\$1,826.57)	\$0.00
DREYFUS INS CASH ADVANTAGE	26200V104 DADXX	3.627%	26,623.5000	100.0000%	04-Nov-2009	\$26,623.50	\$26,623.50	\$0.00
Ticker DADXX Asset ID 26200V104								
DREYFUS INS CASH ADVANTAGE	26200V104 DADXX	0.249%	1,826.5700	100.0000%	04-Nov-2009	\$1,826.57	\$1,826.57	\$0.00
Ticker DADXX Asset ID 26200V104								
Subtotal		3.875%				\$28,450.07	\$28,450.07	\$0.00
Domestic Equity: 89.421%								
ABBOTT LABS Ticker ABT Asset ID 002824100	002824100 ABT	2.374%	310.0000	56.2300	30-Dec-2011	\$17,431.30	\$14,706.99	\$2,724.31
AFLAC INC Ticker AFL Asset ID 001055102	001055102 AFL	2.151%	365.0000	43.2600	30-Dec-2011	\$15,789.90	\$9,997.20	\$5,792.70
AMAZON COM INC Ticker AMZN Asset ID 023135106	023135106 AMZN	2.122%	90.0000	173.1000	30-Dec-2011	\$15,579.00	\$14,597.72	\$981.28
AMERIPRISE FINANCIAL INC Ticker AMP Asset ID 03076C106	03076C106 AMP	1.758%	260.0000	49.6400	30-Dec-2011	\$12,906.40	\$16,296.33	(\$3,389.93)
AMGEN INC Ticker AMGN Asset ID 031162100	031162100 AMGN	1.706%	195.0000	64.2100	30-Dec-2011	\$12,520.95	\$9,922.97	\$2,597.98
APPLE INC Ticker AAPL Asset ID 037833100	037833100 AAPL	4.413%	80.0000	405.0000	30-Dec-2011	\$32,400.00	\$7,652.93	\$24,747.07
BAXTER INTL INC Ticker BAX Asset ID 071813109	071813109 BAX	0.876%	130.0000	49.4800	30-Dec-2011	\$6,432.40	\$6,632.35	(\$199.95)
CELGENE CORP Ticker CELG Asset ID 151020104	151020104 CELG	2.578%	280.0000	67.6000	30-Dec-2011	\$18,928.00	\$14,028.88	\$4,899.12

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
CHESAPEAKE ENERGY CORP Ticker CHK Asset ID 165167107	165167107 CHK	2.505%	825 0000	22.2900	30-Dec-2011	\$18,389.25	\$18,307.82	\$81.43
CHEVRON CORPORATION Ticker CVX Asset ID 166764100	166764100 CVX	2.029%	140 0000	106.4000	30-Dec-2011	\$14,896.00	\$8,063.27	\$6,832.73
CISCO SYSTEMS INC Ticker CSCO Asset ID 17275R102	17275R102 CSCO	1.773%	720 0000	18.0800	30-Dec-2011	\$13,017.60	\$14,021.85	(\$1,004.25)
COLGATE PALMOLIVE CO Ticker CL Asset ID 194162103	194162103 CL	2.077%	165 0000	92.3900	30-Dec-2011	\$15,244.35	\$13,681.81	\$1,562.54
COMCAST CORP- CL A Ticker CMCSA Asset ID 20030N101	20030N101 CMCSA	2.261%	700 0000	23.7100	30-Dec-2011	\$16,597.00	\$10,725.43	\$5,871.57
CONCHO RESOURCES Ticker CXO Asset ID 20605P101	20605P101 CXO	1.022%	80 0000	93.7500	30-Dec-2011	\$7,500.00	\$7,199.45	\$300.55
CONSTELLATION BRANDS INC Ticker STZ Asset ID 21036P108	21036P108 STZ	1.633%	580 0000	20.6700	30-Dec-2011	\$11,988.60	\$11,487.75	\$500.85
COSTCO WHOLESALE CORP NEW Ticker COST Asset ID 22160K105	22160K105 COST	1.702%	150 0000	83.3200	30-Dec-2011	\$12,498.00	\$10,583.62	\$1,914.38
DISCOVERY COMMUNICATIONS CL A Ticker DISCA Asset ID 25470F104	25470F104 DISCA	1.395%	250 0000	40.9700	30-Dec-2011	\$10,242.50	\$9,977.50	\$265.00
EMERSON ELEC CO Ticker EMR Asset ID 291011104	291011104 EMR	1.618%	255 0000	46.5900	30-Dec-2011	\$11,880.45	\$8,211.80	\$3,668.65
EXXON MOBIL CORPORATION Ticker XOM Asset ID 30231G102	30231G102 XOM	1.790%	155 0000	84.7600	30-Dec-2011	\$13,137.80	\$7,123.83	\$6,013.97
F5 NETWORKS INC Ticker FFIV Asset ID 315616102	315616102 FFIV	1.156%	80 0000	106.1200	30-Dec-2011	\$8,489.60	\$7,948.19	\$541.41
GENERAL ELECTRIC CORP Ticker GE Asset ID 369604103	369604103 GE	3.074%	1,260 0000	17.9100	30-Dec-2011	\$22,566.60	\$31,142.20	(\$8,575.60)
GOOGLE INC-CL A Ticker GOOG Asset ID 38259P508	38259P508 GOOG	1.320%	15 0000	645.9000	30-Dec-2011	\$9,688.50	\$8,999.65	\$688.85
HOLOGIC INC Ticker HOLX Asset ID 436440101	436440101 HOLX	1.240%	520 0000	17.5100	30-Dec-2011	\$9,105.20	\$6,405.38	\$2,699.82
HONEYWELL INTERNATIONAL INC Ticker HON Asset ID 438516106	438516106 HON	2.258%	305 0000	54.3500	30-Dec-2011	\$16,576.75	\$15,073.80	\$1,502.95
INTEL CORP Ticker INTC Asset ID 458140100	458140100 INTC	2.428%	735 0000	24.2500	30-Dec-2011	\$17,823.75	\$14,686.49	\$3,137.26
INTERNATIONAL BUSINESS MACHINES CORP Ticker IBM Asset ID 459200101	459200101 IBM	2.505%	100 0000	183.8800	30-Dec-2011	\$18,388.00	\$8,588.79	\$9,799.21

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
JOHNSON & JOHNSON Ticker JNJ Asset ID 478160104	478160104 JNJ	2.144%	240 0000	65 5800	30-Dec-2011	\$15,739 20	\$12,978 05	\$2,761 15
JP MORGAN CHASE & CO Ticker JPM Asset ID 46625H100	46625H100 JPM	1.766%	390 0000	33 2500	30-Dec-2011	\$12,967 50	\$17,293 03	(\$4,325 53)
KROGER CO Ticker KR Asset ID 501044101	501044101 KR	0.973%	295 0000	24 2200	30-Dec-2011	\$7,144 90	\$6,905 63	\$239 27
MCDONALDS CORP Ticker MCD Asset ID 580135101	580135101 MCD	3.280%	240 0000	100 3300	30-Dec-2011	\$24,079 20	\$13,242 97	\$10,836 23
MICROSOFT CORP Ticker MSFT Asset ID 594918104	594918104 MSFT	2.864%	810 0000	25 9600	30-Dec-2011	\$21,027 60	\$19,917 91	\$1,109 69
MORGAN STANLEY Ticker MS Asset ID 617446448	617446448 MS	1.391%	675 0000	15 1300	30-Dec-2011	\$10,212 75	\$19,302 52	(\$9,089 77)
NATIONAL- OILWELL INC Ticker NOV Asset ID 637071101	637071101 NOV	2.454%	265 0000	67 9900	30-Dec-2011	\$18,017 35	\$19,479 25	(\$1,461 90)
PROCTER & GAMBLE CO Ticker PG Asset ID 742718109	742718109 PG	2.272%	250 0000	66 7100	30-Dec-2011	\$16,677 50	\$13,305 25	\$3,372 25
QUALCOMM INC Ticker QCOM Asset ID 747525103	747525103 QCOM	2.906%	390 0000	54 7000	30-Dec-2011	\$21,333 00	\$15,240 51	\$6,092 49
SKYWORKS SOLUTIONS INC Ticker SWKS Asset ID 83088M102	83088M102 SWKS	2.022%	915 0000	16 2200	30-Dec-2011	\$14,841 30	\$19,413 18	(\$4,571 88)
TARGET CORP Ticker TGT Asset ID 87612E106	87612E106 TGT	2.198%	315 0000	51 2200	30-Dec-2011	\$16,134 30	\$15,266 26	\$868 04
THE MOSAIC COMPANY Ticker MOS Asset ID 61945C103	61945C103 MOS	0.756%	110 0000	50 4300	30-Dec-2011	\$5,547 30	\$5,256 29	\$291 01
UNITED TECHNOLOGIES CORP Ticker UTX Asset ID 913017109	913017109 UTX	1.643%	165 0000	73 0900	30-Dec-2011	\$12,059 85	\$7,181 15	\$4,878 70
US BANCORP NEW Ticker USB Asset ID 902973304	902973304 USB	2.487%	675 0000	27 0500	30-Dec-2011	\$18,258 75	\$16,576 16	\$1,682 59
VERIZON COMMUNICATIONS Ticker VZ Asset ID 92343V104	92343V104 VZ	3.580%	655 0000	40 1200	30-Dec-2011	\$26,278 60	\$19,230 36	\$7,048 24
WAL MART STORES INC Ticker WMT Asset ID 931142103	931142103 WMT	1.628%	200 0000	59 7600	30-Dec-2011	\$11,952 00	\$9,827 51	\$2,124 49
WELLS FARGO & CO Ticker WFC Asset ID 949746101	949746101 WFC	1.764%	470 0000	27 5600	30-Dec-2011	\$12,953 20	\$12,048 48	\$904 72
ZIMMER HLDGS INC Ticker ZMH Asset ID 98956P102	98956P102 ZMH	1.528%	210 0000	53 4200	30-Dec-2011	\$11,218 20	\$12,454 03	(\$1,235 83)
Subtotal		89.421%				\$656,460.40	\$560,982.54	\$95,477 86

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Pnced	Market Value	Total Cost	Unrealized Gain/Loss
International Equity: 6.704%								
DIAGEO PLC SPONS ADR Ticker DEO Asset ID 25243Q205	25243Q205 DEO	2.917%	245 0000	87 4200	30-Dec-2011	\$21,417.90	\$17,649.28	\$3,768.62
ENSCO PLC SPONS ADR Ticker ESV Asset ID 29358Q109	29358Q109 ESV	1.917%	300 0000	46 9200	30-Dec-2011	\$14,076.00	\$14,531.33	(\$455.33)
TEVA PHARMACEUTICAL INDS LTD ADR Ticker TEVA Asset ID 881624209	881624209 TEVA	1.869%	340 0000	40 3600	30-Dec-2011	\$13,722.40	\$12,572.39	\$1,150.01
Subtotal		6.704%				\$49,216.30	\$44,753.00	\$4,463.30

JOHN BOLTEN CHARITABLE FOUNDATION

04-2767454

FEDERAL WASH SALES

SECURITY SOLD	DATE ACQUIRED	DATE SOLD	COST BASIS	SALES PRICE	DISALLOWED LOSS
30. NATIONAL-OILWELL INC	02/08/2011	05/23/2011	2,301.00	2,005.00	-296.00

FEDERAL CAPITAL GAIN DIVIDENDS
=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

LONG-TERM 15% CAPITAL GAIN DIVIDENDS

18,611.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

18,611.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

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)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					18,611.	
2,200.00		45. AFLAC INC PROPERTY TYPE: SECURITIES 2,446.00					04/05/2011 -246.00	05/23/2011
1,864.00		35. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 1,686.00					12/17/2010 178.00	05/23/2011
6,140.00		570. ACTIVISION BLIZZARD, INC PROPERTY TYPE: SECURITIES 6,670.00					11/13/2009 -530.00	02/24/2011
6,786.00		630. ACTIVISION BLIZZARD, INC PROPERTY TYPE: SECURITIES 6,771.00					05/28/2010 15.00	02/24/2011
2,949.00		15. AMAZON COM INC PROPERTY TYPE: SECURITIES 1,822.00					05/21/2010 1,127.00	05/23/2011
1,531.00		25. AMERIPRISE FINANCIAL INC. PROPERTY TYPE: SECURITIES 1,567.00					02/11/2011 -36.00	05/23/2011
3,018.00		50. AMGEN INC PROPERTY TYPE: SECURITIES 2,739.00					02/26/2009 279.00	05/23/2011
3,349.00		10. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES 1,153.00					04/03/2009 2,196.00	05/23/2011
1,982.00		5. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES 521.00					04/03/2009 1,461.00	08/02/2011
3,780.00		10. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES 967.00					03/27/2007 2,813.00	08/12/2011

**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)	
20,268.00		723.327 ARTISAN INTL VALUE FUND-INV PROPERTY TYPE: SECURITIES 19,942.00					11/19/2007	02/09/2011
						326.00		
1,773.00		155. BANK OF AMERICA CORPORATION PROPERTY TYPE: SECURITIES 2,306.00					01/14/2011	05/23/2011
						-533.00		
7,409.00		1060. BANK OF AMERICA CORPORATION PROPERTY TYPE: SECURITIES 15,727.00					02/15/2011	08/08/2011
						-8,318.00		
871.00		871. CNH EQUIPMENT ABS 5.170% 10/15/1 PROPERTY TYPE: SECURITIES 930.00					03/08/2010	04/15/2011
						-59.00		
1,726.00		1726.44 CNH EQUIPMENT ABS 5.170% 10/1 PROPERTY TYPE: SECURITIES 1,843.00					03/08/2010	05/15/2011
						-117.00		
2,337.00		2336.51 CNH EQUIPMENT ABS 5.170% 10/1 PROPERTY TYPE: SECURITIES 2,494.00					03/08/2010	06/15/2011
						-157.00		
3,820.00		3820.02 CNH EQUIPMENT ABS 5.170% 10/1 PROPERTY TYPE: SECURITIES 4,078.00					03/08/2010	07/15/2011
						-258.00		
2,926.00		2926.23 CNH EQUIPMENT ABS 5.170% 10/1 PROPERTY TYPE: SECURITIES 3,124.00					03/08/2010	08/15/2011
						-198.00		
3,137.00		3136.7 CNH EQUIPMENT ABS 5.170% 10/15 PROPERTY TYPE: SECURITIES 3,348.00					03/08/2010	09/15/2011
						-211.00		
2,818.00		2818.36 CNH EQUIPMENT ABS 5.170% 10/1 PROPERTY TYPE: SECURITIES 3,009.00					03/08/2010	10/15/2011
						-191.00		
2,727.00		2726.55 CNH EQUIPMENT ABS 5.170% 10/1 PROPERTY TYPE: SECURITIES 2,911.00					03/08/2010	11/15/2011
						-184.00		

**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)	
2,053.00		2052.52 CNH EQUIPMENT ABS PROPERTY TYPE: SECURITIES 2,191.00		5.170% 10/1		03/08/2010	12/15/2011 -138.00	
8,951.00		275. CVS CORPORATION PROPERTY TYPE: SECURITIES 8,580.00				02/26/2009	02/03/2011 371.00	
9,114.00		280. CVS CORPORATION PROPERTY TYPE: SECURITIES 7,576.00				08/31/2010	02/03/2011 1,538.00	
25,000.00		25000. CATERPILLAR FINL MTN PROPERTY TYPE: SECURITIES 25,720.00		4.400% 2/15		03/11/2010	02/15/2011 -720.00	
2,661.00		45. CELGENE CORP PROPERTY TYPE: SECURITIES 2,547.00				12/07/2010	05/23/2011 114.00	
4,074.00		70. CELGENE CORP PROPERTY TYPE: SECURITIES 3,962.00				12/07/2010	08/29/2011 112.00	
2,910.00		50. CELGENE CORP PROPERTY TYPE: SECURITIES 2,510.00				01/09/2009	08/29/2011 400.00	
3,756.00		125. CHESAPEAKE ENERGY CORP PROPERTY TYPE: SECURITIES 4,852.00				09/09/2008	05/23/2011 -1,096.00	
2,536.00		25. CHEVRONTEXACO CORP. PROPERTY TYPE: SECURITIES 1,470.00				02/16/2005	05/23/2011 1,066.00	
8,705.00		500. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 12,754.00				02/08/2008	03/15/2011 -4,049.00	
1,629.00		100. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 2,345.00				02/08/2008	05/23/2011 -716.00	

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

Kind of Property		Description				P r o p e r t y I n c o m e	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)	
13,118.00		720. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 14,022.00				11/12/2010	12/29/2011	
						-904.00		
11,438.00		145. COLGATE-PALMOLIVE CO PROPERTY TYPE: SECURITIES 8,552.00				08/08/2006	01/05/2011	
						2,886.00		
2,455.00		100. COMCAST CORP-A PROPERTY TYPE: SECURITIES 1,914.00				07/13/2010	05/23/2011	
						541.00		
6,544.00		65. CONCHO RESOURCES PROPERTY TYPE: SECURITIES 5,024.00				11/05/2010	03/15/2011	
						1,520.00		
5,184.00		52. CONCHO RESOURCES PROPERTY TYPE: SECURITIES 3,241.00				11/05/2010	04/12/2011	
						1,943.00		
5,317.00		53. CONCHO RESOURCES PROPERTY TYPE: SECURITIES 2,570.00				05/20/2010	04/13/2011	
						2,747.00		
7,000.00		70. CONCHO RESOURCES PROPERTY TYPE: SECURITIES 3,394.00				05/20/2010	04/14/2011	
						3,606.00		
2,065.00		95. CONSTELLATION BRANDS INC PROPERTY TYPE: SECURITIES 1,886.00				02/08/2011	05/23/2011	
						179.00		
7,925.00		410. CORNING INC PROPERTY TYPE: SECURITIES 7,140.00				05/06/2010	01/07/2011	
						785.00		
9,858.00		510. CORNING INC PROPERTY TYPE: SECURITIES 8,502.00				11/13/2009	01/07/2011	
						1,356.00		
2,483.00		30. COSTCO WHSL CORP NEW PROPERTY TYPE: SECURITIES 2,117.00				03/18/2011	05/23/2011	
						366.00		

**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)	
2,450.00		30. DIAGEO PLC ADR PROPERTY TYPE: SECURITIES 2,237.00				01/05/2011	05/23/2011 213.00	
1,332.00		30. DISCOVERY COMMUNICATIONS CL A PROPERTY TYPE: SECURITIES 1,197.00				03/30/2011	05/23/2011 135.00	
1,888.00		35. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES 1,220.00				11/26/2008	05/23/2011 668.00	
1,086.00		20. ENSCO PLC SPONS ADR PROPERTY TYPE: SECURITIES 1,066.00				09/17/2007	05/23/2011 20.00	
6,617.00		80. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 3,677.00				04/16/2004	02/15/2011 2,940.00	
1,615.00		20. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 919.00				06/18/2004	05/23/2011 696.00	
8,628.00		105. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 4,826.00				06/18/2004	07/14/2011 3,802.00	
50,000.00		50000. FFCB PROPERTY TYPE: SECURITIES 50,000.00		4.200% 12/23		12/20/2010	12/23/2011	
1,580.00		15. F5 NETWORKS, INC. PROPERTY TYPE: SECURITIES 1,490.00				03/30/2011	05/23/2011 90.00	
3,490.00		180. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 5,884.00				06/18/2004	05/23/2011 -2,394.00	
5,875.00		325. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 10,310.00				06/18/2004	12/29/2011 -4,435.00	

**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)	
8,181.00		380. HOLOGIC INC PROPERTY TYPE: SECURITIES 8,980.00					05/02/2008 -799.00	04/19/2011
1,762.00		85. HOLOGIC INC PROPERTY TYPE: SECURITIES 1,113.00					05/08/2009 649.00	05/23/2011
2,062.00		90. INTEL CORP PROPERTY TYPE: SECURITIES 2,391.00					04/16/2004 -329.00	05/23/2011
842.00		5. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 445.00					02/26/2009 397.00	05/23/2011
2,130.00		50. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 2,343.00					01/29/2008 -213.00	05/23/2011
1,967.00		30. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 1,656.00					06/18/2004 311.00	05/23/2011
1,330.00		35. JOHNSON CONTROLS INC PROPERTY TYPE: SECURITIES 1,386.00					02/24/2011 -56.00	05/23/2011
5,991.00		190. JOHNSON CONTROLS INC PROPERTY TYPE: SECURITIES 7,525.00					02/24/2011 -1,534.00	11/15/2011
2,902.00		35. L-3 COMMUNICATIONS HLDGS INC PROPERTY TYPE: SECURITIES 2,888.00					09/18/2009 14.00	05/23/2011
12,846.00		175. L-3 COMMUNICATIONS HLDGS INC PROPERTY TYPE: SECURITIES 12,382.00					09/18/2009 464.00	08/03/2011
1,591.00		65. LOWES COS INC PROPERTY TYPE: SECURITIES 1,288.00					08/16/2010 303.00	05/23/2011

**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)	
8,106.00		400. LOWES COS INC PROPERTY TYPE: SECURITIES 7,924.00					08/16/2010	09/16/2011
							182.00	
40,457.00		3044.14 MAINSTAY INTERNATIONAL EQ I PROPERTY TYPE: SECURITIES 52,511.00					11/19/2007	02/09/2011
							-12,054.00	
103,465.00		10325.803 MAINSTAY INTERNATIONAL EQ I PROPERTY TYPE: SECURITIES 170,374.00					02/07/2008	09/23/2011
							-66,909.00	
2,477.00		30. MCDONALDS CORP PROPERTY TYPE: SECURITIES 1,678.00					02/08/2008	05/23/2011
							799.00	
2,539.00		105. MICROSOFT CORP PROPERTY TYPE: SECURITIES 2,973.00					02/07/2008	05/23/2011
							-434.00	
6,508.00		240. MORGAN STANLEY DEAN WITTER PROPERTY TYPE: SECURITIES 7,750.00					01/08/2010	04/05/2011
							-1,242.00	
2,269.00		95. MORGAN STANLEY DEAN WITTER PROPERTY TYPE: SECURITIES 2,954.00					09/18/2009	05/23/2011
							-685.00	
10,213.00		675. MORGAN STANLEY DEAN WITTER PROPERTY TYPE: SECURITIES 19,303.00					11/05/2010	12/29/2011
							-9,090.00	
670.00		10. MOSAIC CO COM PROPERTY TYPE: SECURITIES 478.00					05/11/2010	05/23/2011
							192.00	
15,129.00		400. NYSE EURONEXT INC PROPERTY TYPE: SECURITIES 10,784.00					11/06/2009	02/11/2011
							4,345.00	
5,484.00		145. NYSE EURONEXT INC PROPERTY TYPE: SECURITIES 4,148.00					03/05/2010	02/11/2011
							1,336.00	

**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)	
2,005.00		30. NATIONAL-OILWELL INC PROPERTY TYPE: SECURITIES 2,301.00					02/08/2011 -296.00	05/23/2011
6,376.00		75. NIKE INC CL B PROPERTY TYPE: SECURITIES 3,271.00					12/09/2004 3,105.00	03/15/2011
11,127.00		145. NIKE INC CL B PROPERTY TYPE: SECURITIES 5,790.00					05/19/2006 5,337.00	03/30/2011
2,347.00		35. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 1,948.00					08/07/2006 399.00	05/23/2011
2,823.00		50. QUALCOMM, INC. PROPERTY TYPE: SECURITIES 2,018.00					03/22/2010 805.00	05/23/2011
1,638.00		25. RIO TINTO PLC SPONS ADR PROPERTY TYPE: SECURITIES 1,020.00					04/30/2009 618.00	05/23/2011
5,245.00		125. RIO TINTO PLC SPONS ADR PROPERTY TYPE: SECURITIES 5,099.00					04/30/2009 146.00	10/04/2011
1,605.00		60. SKYWORKS SOLUTIONS, INC PROPERTY TYPE: SECURITIES 1,648.00					12/08/2010 -43.00	05/23/2011
1,984.00		40. TARGET CORPORATION PROPERTY TYPE: SECURITIES 2,165.00					03/26/2010 -181.00	05/23/2011
2,460.00		50. TEVA PHARMACEUTICAL - SP ADR PROPERTY TYPE: SECURITIES 2,678.00					06/18/2010 -218.00	05/23/2011
2,119.00		85. US BANCORP PROPERTY TYPE: SECURITIES 2,242.00					03/26/2010 -123.00	05/23/2011

**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)	
2,583.00		30. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 1,329.00					04/16/2004 1,254.00	05/23/2011
25,000.00		25000. UNITEDHEALTH GROUP PROPERTY TYPE: SECURITIES 25,947.00		5.250%	3/15		03/09/2010 -947.00	03/15/2011
3,132.00		85. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 3,092.00					04/30/2008 40.00	05/23/2011
2,488.00		45. WAL MART STORES INC PROPERTY TYPE: SECURITIES 2,317.00					01/16/2009 171.00	05/23/2011
7,126.00		125. WAL MART STORES INC PROPERTY TYPE: SECURITIES 6,219.00					08/07/2009 907.00	11/18/2011
1,656.00		60. WELLS FARGO & COMPANY - NEW PROPERTY TYPE: SECURITIES 1,762.00					06/18/2004 -106.00	05/23/2011
1,676.00		25. ZIMMER HOLDINGS INC PROPERTY TYPE: SECURITIES 1,579.00					04/19/2011 97.00	05/23/2011
TOTAL GAIN(LOSS)					----- -43,482. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US GOVERNMENT INT REPORTED AS NONQUALIFI	337.	337.
FOREIGN DIVIDENDS	3,012.	3,012.
DOMESTIC DIVIDENDS	12,656.	12,656.
CORPORATE INTEREST	20,161.	20,161.
FOREIGN INTEREST	2,313.	2,313.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	13,063.	13,063.
U.S. GOVERNMENT INTEREST - FEDERAL & STA	2,250.	2,250.
FEDERALLY TAXABLE MUNICIPAL INTEREST	2,255.	2,255.
NONQUALIFIED FOREIGN DIVIDENDS	1,333.	1,333.
NONQUALIFIED DOMESTIC DIVIDENDS	7,680.	7,680.
TOTAL	65,060.	65,060.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEES	2,505.	2,505.		
TOTALS	2,505.	2,505.	NONE	NONE

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MGMT FEE	30,248.	30,248.	
GRANT MAKING SERVICE	12,000.		12,000.
TOTALS	42,248.	30,248.	12,000.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	38.	38.
FEDERAL ESTIMATES	149.	
FOREIGN TAXES ON QUALIFIED FOR	137.	137.
FOREIGN TAXES ON NONQUALIFIED	35.	35.
TOTALS	359.	210.

JOHN BOLTEN CHARITABLE FOUNDATION

04-2767454

FORM 990PF, PART I - OTHER EXPENSES

=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

MA FORM PC FILING FEE

35.

35.

TOTALS

35.
=====

35.
=====

JOHN BOLTEN CHARITABLE FOUNDATION

04-2767454

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED	361,151.	383,718.
TOTALS	361,151.	383,718.
	=====	=====

JOHN BOLTEN CHARITABLE FOUNDATION

04-2767454

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED (SOLD 12/29/11/SETTLED 1/4/12)	1,501,372. -43,634.	1,551,018. -29,206.
TOTALS	1,457,738.	1,521,812.

JOHN BOLTEN CHARITABLE FOUNDATION

04-2767454

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED	519,781.	533,301.
TOTALS	519,781.	533,301.
	=====	=====

JOHN BOLTEN CHARITABLE FOUNDATION
 FORM 990PF, PART II - OTHER ASSETS
 =====

04-2767454

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
ASSETS SOLD 2011, SETTLED 2012	29,206.	29,206.
TOTALS	29,206.	29,206.
	=====	=====

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

DESCRIPTION	AMOUNT
ACCRUED INTEREST PAID ON 2010 PURCHASE	743.
TOTAL	743.

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

=====

DESCRIPTION -----	AMOUNT -----
ROUNDING	2.
TOTAL	----- 2. =====

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

OFFICER NAME:

JOHN BOLTEN JR

ADDRESS:

C/O WILMERHALE LLP 60 STATE ST
BOSTON, MA 02109

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

JENNIFER C SNYDER

ADDRESS:

C/O WILMERHALE LLP 60 STATE ST
BOSTON, MA 02109

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

A SILVANA GINER

ADDRESS:

C/O WILMERHALE LLP 60 STATE STREET
BOSTON, MA 02109

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

RECIPIENT NAME:
HAGGAI INSTITUTE
ADDRESS:
P O BOX 13
ATLANTA, GA 30370
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:
GOOD BOOK FOUNDATION
ADDRESS:
3328 ATDOANN DRIVE
BIRMINGHAM, AL 35226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
LUIS PALAU EVANGELISTIC
TEAM, INC
ADDRESS:
P O BOX 50
PORTLAND, OR 97207
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

STONY BROOK SCHOOL

ADDRESS:

1 CHAPMAN PARKWAY
STONY BROOK, NY 11790

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

VINE BRANCH, INC

ADDRESS:

4721 E 146TH STREET
ARMEL, IN 46033

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

SAMARITAN'S PURSE

ADDRESS:

P O BOX 3000
BOONE, NC 28607

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

GLOBAL ACTION

ADDRESS:

7356 ALLIVA PLACE
CARLSBAD, CA 92013

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

SCHLOSS MITTERSILL

ADDRESS:

P O BOX 9338
CHICO, CA 95927

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

E3 PARTNERS MINISTRY

ADDRESS:

2001 W PLANO PARKWAY, STE 2600
PLANO, TX 75075

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

HAL LINDSEY MINISTRIES

ADDRESS:

23440 HAWTHORNE BLVD, STE 140
TORRANCE, 90505

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

TOTAL GRANTS PAID:

145,000.

=====

FEDERAL FOOTNOTES

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PART VIII -- JENNIFER C SNYDER AND A SILVANA GINER RECEIVE NO DIRECT COMPENSATION AS TRUSTEES OF THIS FOUNDATION. THEY ARE, HOWEVER, PARTNERS OF THE LAW FIRM OF WILMER CUTLER PICKERING HALE AND DORR LLP, WHICH DOES RECEIVE COMPENSATION FOR INVESTMENT MANAGERMENT SERVICES BASED ON A PERCENTAGE OF THE ASSETS OF THE TRUST.