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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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

2011

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation

GAYLORD HJ, CHARITABLE T/A

A Employer identification number

15-6014221

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

Room/suite

B Telephone number (see instructions)

ONE M & T PLAZA, 8TH FLOOR

(716) 842-5506

City or town, state, and ZIP code

BUFFALO, NY 14203

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

Fair market value of all assets at end

of year (from Part II, col. (c), line

16) \$ 3,203,140.

J Accounting method:

☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

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 ☐

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).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

1,662,577.

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

54,431.

53,827.

STMT 1

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

-47,302.

b Gross sales price for all assets on line 6a

1,650,631.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10 a Gross sales less returns and allowances

b Less: Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

2,980.

2,980.

STMT 2

12 Total. Add lines 1 through 11

1,672,686.

56,807.

13 Compensation of officers, directors, trustees, etc.

17,099.

17,099.

14 Other employee salaries and wages

NONE

NONE

15 Pension plans, employee benefits

NONE

NONE

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

2,815.

1,539.

STMT 3

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)

793.

793.

STMT 4

24 Total operating and administrative expenses.

Add lines 13 through 23

20,707.

19,431.

NONE

25 Contributions, gifts, grants paid

92,650.

92,650.

26 Total expenses and disbursements Add lines 24 and 25

113,357.

19,431.

NONE

92,650.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

1,559,329.

b Net investment income (if negative, enter -0-)

37,376.

c Adjusted net income (if negative, enter -0-)

For Paperwork Reduction Act Notice, see instructions.

JSA

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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	73,079.	266,577.	266,577.
	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)	130,109.	155,293.	166,184.
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)	73,628.	24,438.	27,271.
	11 Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	1,358,642.	2,748,474.	2,743,108.
	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)	1,635,458.	3,194,782.	3,203,140.	
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	1,635,458.	3,194,782.	
	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)	1,635,458.	3,194,782.		
31 Total liabilities and net assets/fund balances (see instructions)	1,635,458.	3,194,782.		

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	1,635,458.
2 Enter amount from Part I, line 27a	2	1,559,329.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,194,787.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	5.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,194,782.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 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 1,631,834.		1,697,933.	-66,099.		
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			-66,099.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-47,302.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	60,122.	1,586,988.	0.037884
2009	57,354.	1,441,970.	0.039775
2008	58,062.	1,287,509.	0.045096
2007			
2006			
2 Total of line 1, column (d)			2 0.122755
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 0.040918
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 1,935,318.
5 Multiply line 4 by line 3			5 79,189.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 374.
7 Add lines 5 and 6			7 79,563.
8 Enter qualifying distributions from Part XII, line 4			8 92,650.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	374.
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	374.
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	374.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	848.	
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	848.	
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	474.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 188. Refunded <input type="checkbox"/>	11	286.	

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)? 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.		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? If "Yes," attach a detailed description of the activities.		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		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? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► AL		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

STMT 11

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>M AND T BANK</u> Telephone no. <u>(716) 842-5506</u>			
	Located at <u>ONE M&T PLAZA, 8TH FLR, BUFFALO, NY</u> ZIP + 4 <u>14203</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
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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)?		
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?		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 <u></u>		
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.)		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.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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

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? ☐ Yes ☒ No

6b

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

7b

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		17,099.	-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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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	

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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	1,885,089.
b	Average of monthly cash balances	1b	79,701.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,964,790.
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	1,964,790.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,472.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,935,318.
6	Minimum investment return. Enter 5% of line 5	6	96,766.

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	96,766.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	374.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	374.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	96,392.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	96,392.
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	96,392.

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	92,650.
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	92,650.
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	374.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	92,276.

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				96,392.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			38,563.	
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	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ <u>92,650.</u>				
a Applied to 2010, but not more than line 2a			38,563.	
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				54,087.
e Remaining amount distributed out of corpus	NONE			
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	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				42,305.
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)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 13				
Total			▶ 3a	92,650.
b Approved for future payment				
Total			▶ 3b	

Schedule of Contributors

OMB No. 1545-0047

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

2011

Name of the organization

Employer identification number

GAYLORD HJ, CHARITABLE T/A

15-6014221

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

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

Name of organization

GAYLORD HJ, CHARITABLE T/A

Employer identification number

15-6014221

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GAYLORD H J, JUDY ONE M & T PLAZA, 8TH FLOOR BUFFALO, NY 14203	\$ 21,732.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	GAYLORD HJ, JUDY ONE M & T PLAZA, 8TH FLOOR BUFFALO, NY 14203	\$ 819,045.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	GAYLORD HJ, JUDY2 ONE M & T PLAZA, 8TH FLOOR BUFFALO, NY 14203	\$ 20,342.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	GAYLORD HJ, JUDY2 ONE M & T PLAZA, 8TH FLOOR BUFFALO, NY 14203	\$ 801,458.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

15-6014221

Part II

[illegible]

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS AND INTEREST	54,431.	53,827.
	-----	-----
TOTAL	54,431.	53,827.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
TOTALS	2,980. =====	2,980. =====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	3.	3.
FEDERAL TAX PAYMENT - PRIOR YE	428.	
FEDERAL ESTIMATES - PRINCIPAL	848.	
FOREIGN TAXES ON QUALIFIED FOR	1,455.	1,455.
FOREIGN TAXES ON NONQUALIFIED	81.	81.
	-----	-----
TOTALS	2,815.	1,539.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	18.	18.
OTHER NON-ALLOCABLE EXPENSE -	250.	250.
OTHER ALLOCABLE EXPENSES - 2%	525.	525.
TOTALS	----- 793. =====	----- 793. =====

GAYLORD HJ, CHARITABLE T/A

15-6014221

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

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
FED HOME LN BK 5.25% 6/18/14	24,862.	27,825.
FED HOME LN MTG 4.5% 1/15/15	25,149.	27,876.
U S TREAS NOTE 3.125% 4/30/13	50,006.	51,928.
U S TREAS NOTE 4.375% 8/15/12	30,093.	30,790.
FED HOME LN MTG 5.0% 7/15/14	25,183.	27,765.
	-----	-----
TOTALS	155,293.	166,184.
	=====	=====

GAYLORD HJ, CHARITABLE T/A

15-6014221

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
WELLS FARGO BK 5.75% 5/16/16	24,438.	27,271.
CITIGROUP INC 5.1% 9/29/11	-----	-----
TOTALS	24,438. =====	27,271. =====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/
FMVC OR F
-----DESCRIPTION
-----ENDING
BOOK VALUE
-----ENDING
FMV

HARBOR INTL FD	C	187,617.	193,762.
LAZARD EMERGING MKTS	C	103,177.	89,346.
MTB MID CAP #401	C	120,971.	114,751.
DREYFUS INT'L BD FD	C	93,050.	93,557.
MFS EMERGING MARKETS	C	61,687.	63,213.
MTB INCOME #143	C	185,459.	185,592.
MTB SHORT TERM #518	C	89,034.	88,752.
RIDGEWORTH SEIX	C	94,449.	94,565.
POTASH CORP	C		
EXPEDITORS INTL	C	5,069.	5,407.
UNION PACIFIC CORP	C	6,713.	8,687.
AMAZON.COM	C	6,861.	7,616.
DOLLAR TREE	C	5,960.	6,483.
NETFLIX	C		
PRICELINE.COM	C	4,532.	5,613.
STARWOOD HOTELS	C	7,551.	7,100.
TARGET CORP	C		
CAMERON INT'L	C	7,917.	7,969.
OCCIDENTAL PETE CORP	C	6,605.	6,746.
SCHLUMBERGER LTD	C	8,836.	8,470.
SCHWAB CHARLES	C		
ALEXION PHARM	C	6,503.	9,724.
ALLERGAN INC	C	8,546.	11,231.
CELGENE CORP	C		
EXPRESS SCRIPTS	C	5,403.	5,005.
INTUITIVE SURGICAL	C		
PERRIGO COMPANY	C	6,849.	9,535.
APPLE INC	C	9,231.	14,580.
ARM HOLDINGS	C	3,009.	5,479.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/
FMV

C OR F

DESCRIPTION

ENDING

BOOK VALUE

FMV

CITRIX SYSTEMS	C		7,718.	7,529.
COGNIZANT TECH SOLUTIONS	C		9,672.	11,576.
CREE RESEARCH	C			
F5 NTEWORKS	C			
GOOGLE	C		10,505.	11,626.
JUNIPER NTEWORKS	C			
MICROSOFT	C			
QUALCOMM	C		8,898.	9,627.
ALPINE DYNAMIC	C			
LSV VALUE	C		175,259.	177,713.
MTB LARGE CAP GROWTH #299	C			
MTB LARGE CAP VALUE#327	C		166,551.	169,656.
MTB SMALL CAP GROWTH#555	C		80,280.	88,386.
ALPINE GLOBAL	C		22,926.	18,698.
ING CLARION GLOBAL	C			
GUINNESS ATKINSON - CHINA & HK	C		39,071.	33,417.
HENDERSON GLOBAL EQ	C		68,984.	64,369.
MASTERS SELECT	C			
MTB INT'L EQ #270	C		59,370.	54,080.
RS GLOBAL	C		90,720.	94,127.
FRANKLIN HOME INC FD	C			
ARTIO GLOBAL HIGH INCOME	C		34,276.	30,878.
DWS FLOATING RATE PLUS INST	C		32,215.	31,460.
FEDERATED TOTAL RETURN BOND FD	C		189,036.	188,465.
MTB SHORT DURATION GOVT #120	C		220,465.	220,465.
MONSANTO COMPANY	C		7,557.	7,287.
CATERPILLAR INC	C		6,264.	5,617.
POLYPORE INTL INC	C		5,648.	4,311.
CHIPOTLE MEXICAN GRILL INC	C		6,011.	7,430.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
LULULEMON ATHLETICA INC	C	5,266.	5,319.
BIOGEN IDEC INC	C	4,725.	5,282.
ACME PACKET INC	C	5,657.	4,018.
EMC CORP MASS COM	C	7,120.	5,902.
VISA INC	C	4,416.	4,670.
GUINNESS ATKINSON-GLOBAL ENERG	C	35,210.	31,650.
MORGAN STANLEY FOCUS GORWTH	C	83,652.	79,558.
T ROWE PRICE INST LARGE-CAP	C	97,936.	95,076.
CBRE CLARION GLOBAA RE INCOME	C	8,018.	7,538.
LITMAN GREGORY MASTERS INTL	C	90,939.	82,754.
MAINSTAY EPOCH	C	63,695.	72,487.
SPDR S&P DIVIDEND ETF	C	65,385.	68,954.
		-----	-----
TOTALS		2,748,474.	2,743,108.
		=====	=====

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

ROUNDING

5.

TOTAL

5.
=====

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

GAYLORD H J, JUDY
ONE M & T PLAZA, 8TH FLOOR
BUFFALO, NY 14203

GAYLORD HJ, JUDY
ONE M & T PLAZA, 8TH FLOOR
BUFFALO, NY 14203

GAYLORD HJ, JUDY2
ONE M & T PLAZA, 8TH FLOOR
BUFFALO, NY 14203

GAYLORD HJ, JUDY2
ONE M & T PLAZA, 8TH FLOOR
BUFFALO, NY 14203

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

OFFICER NAME:

M AND T BANK

ADDRESS:

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

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 17,099.

TOTAL COMPENSATION:

17,099.

=====

=====

RECIPIENT NAME:

PARK CENTRAL PRESBYTERIAN

ATTN: BOARD OF TRUSTEES

ADDRESS:

504 EAST FAYETTE ST

SYRACUSE, NY 13202

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RELIGIOUS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 46,325.

RECIPIENT NAME:

SCHOOL OF LIBRARY SCIENCE OF SU

ATTN: PETER PENIZOTTO

ADDRESS:

621 SKYTOP RD, SUITE 120

SYRACUSE, NY 13244-5290

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 46,325.

TOTAL GRANTS PAID:

92,650.

=====

**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

2011

Name of estate or trust

GAYLORD HJ, CHARITABLE T/A

Employer identification number

15-6014221

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 SHORT-TERM CAPITAL GAIN DIVIDENDS					3,207.
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -1,873.
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
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 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 1,334.

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					15,590.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b -64,226.
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
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 2010 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 -48,636.

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

Schedule D (Form 1041) 2011

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		1,334.
14	Net long-term gain or (loss):			
a	Total for year	14a		-48,636.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		-47,302.

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:	16	(3,000)
a	The loss on line 15, column (3) or b \$3,000		

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** in 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 **Schedule D Tax Worksheet** in 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 **Schedule D Tax Worksheet** in 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? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	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 2011 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 2011 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 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Continuation Sheet for Schedule D
(Form 1041)

OMB No. 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust

GAYLORD HJ, CHARITABLE T/A

Employer identification number

15-6014221

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 32. TARGET CORP COM	01/20/2010	01/10/2011	1,766.00	1,636.00	130.00
24. NETFLIX.COM INC	06/17/2010	01/12/2011	4,452.00	3,020.00	1,432.00
136. MICROSOFT CORP COM	01/20/2010	01/13/2011	3,815.00	4,153.00	-338.00
76. ARM HOLDINGS PLC	03/24/2010	01/24/2011	1,889.00	797.00	1,092.00
20. CELGENE CORP COM	06/17/2010	02/08/2011	1,022.00	1,102.00	-80.00
86. DOLLAR TREE INC	10/07/2010	02/08/2011	4,287.00	4,261.00	26.00
.8169 ALPINE GLOBAL PREMIE	01/28/2011	02/17/2011	6.00	6.00	
6. ALEXION PHARMACEUTICALS	12/20/2010	02/25/2011	567.00	490.00	77.00
12340.451 ALPINE DYNAMIC D	06/17/2010	02/25/2011	59,358.00	60,088.00	-730.00
12. ARM HOLDINGS PLC	03/24/2010	02/25/2011	358.00	126.00	232.00
14. CAMERON INTERNATIONAL	11/23/2010	02/25/2011	829.00	666.00	163.00
2. CHIPOTLE MEXICAN GRILL-	02/08/2011	02/25/2011	497.00	492.00	5.00
6. CITRIX SYSTEMS INC COM	10/07/2010	02/25/2011	425.00	357.00	68.00
16. EXPRESS SCRIPTS INC CO	03/24/2010	02/25/2011	883.00	811.00	72.00
24043.274 FRANKLIN INCOME	03/24/2010	02/25/2011	53,857.00	50,010.00	3,847.00
10. FREEPORT MCMORAN CPR &	01/26/2011	02/25/2011	524.00	534.00	-10.00
10. JOHNSON CONTROLS INC C	01/24/2011	02/25/2011	405.00	388.00	17.00
203.313 MTB LGE CAP GRWTH-	06/17/2010	02/25/2011	1,881.00	1,513.00	368.00
8. MONSANTO COMPANY	01/26/2011	02/25/2011	577.00	585.00	-8.00
8. OCCIDENTAL PETE CORP CO	11/23/2010	02/25/2011	820.00	696.00	124.00
10. PERRIGO CO COM	06/17/2010	02/25/2011	752.00	592.00	160.00
4. POTASH CORP SASKATCHEWA	11/23/2010	02/25/2011	240.00	186.00	54.00
2. PRICELINE.COM INCORPORA	10/07/2010	02/25/2011	928.00	656.00	272.00
6. STARWOOD HOTELS & RESOR	10/07/2010	02/25/2011	368.00	321.00	47.00

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

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

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Continuation Sheet for Schedule D
(Form 1041)

OMB No. 1545-0092

2011

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

GAYLORD HJ, CHARITABLE T/A

Employer identification number

15-6014221

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 6. ARM HOLDINGS PLC	03/24/2010	03/14/2011	152.00	63.00	89.00
14. EXPRESS SCRIPTS INC CO	03/24/2010	03/14/2011	728.00	710.00	18.00
4. JOHNSON CONTROLS INC CO	01/24/2011	03/14/2011	162.00	155.00	7.00
8. POTASH CORP SASKATCHEWA	11/23/2010	03/14/2011	432.00	372.00	60.00
4. STARWOOD HOTELS & RESOR	10/07/2010	03/14/2011	230.00	214.00	16.00
6. F5 NETWORKS INC COM	10/07/2010	03/17/2011	651.00	592.00	59.00
28. CREE RESEARCH INC COM	10/07/2010	03/24/2011	1,208.00	1,512.00	-304.00
4. TARGET CORP COM	03/14/2011	03/29/2011	197.00	206.00	-9.00
20. TARGET CORP COM	11/23/2010	03/29/2011	985.00	1,090.00	-105.00
20. FREEPORT MCMORAN CPR &	01/26/2011	05/13/2011	984.00	1,069.00	-85.00
14. OCCIDENTAL PETE CORP C	11/23/2010	05/13/2011	1,450.00	1,219.00	231.00
24. POTASH CORP SASKATCHEW	11/23/2010	05/13/2011	1,233.00	1,116.00	117.00
64. SCHWAB CHARLES CORP NE	12/17/2010	06/09/2011	1,033.00	1,082.00	-49.00
10. JUNIPER NETWORKS INC C	11/23/2010	07/28/2011	240.00	342.00	-102.00
30. JUNIPER NETWORKS INC C	07/22/2011	07/28/2011	719.00	937.00	-218.00
256. ALPINE GLOBAL PREMIER	02/25/2011	08/02/2011	1,830.00	1,781.00	49.00
195.763 DREYFUS INTERNATIO	02/25/2011	08/02/2011	3,377.00	3,236.00	141.00
I	02/25/2011	08/02/2011	3,275.00	3,442.00	-167.00
198.018 T. ROWE PRICE INST	02/25/2011	08/02/2011	2,749.00	2,604.00	145.00
GROWTH	02/25/2011	08/02/2011	2,102.00	2,085.00	17.00
181.937 MFS EMERGING MARKE	11/23/2010	08/02/2011	21,324.00	21,282.00	42.00
FD-CL I	02/25/2011	08/02/2011	4,817.00	4,652.00	165.00
203.247 MTB SH TERM CORP B	02/25/2011	08/02/2011	3,999.00	5,184.00	-1,185.00
I-#518	02/22/2011	09/16/2011	1,828.00	3,029.00	-1,201.00
2088.498 MTB INCOME FUND-I	02/08/2011	09/22/2011			
#143					
120.793 MORGAN STANLEY FOC					
I					
132. JOHNSON CONTROLS INC					
56. FREEPORT MCMORAN CPR &					

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

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

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Continuation Sheet for Schedule D
(Form 1041)

OMB No. 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust

GAYLORD HJ, CHARITABLE T/A

Employer identification number

15-6014221

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 18. ALEXION PHARMACEUTICAL	03/14/2011	09/26/2011	1,178.00	865.00	313.00
14. ILLUMINA INC	07/22/2011	09/26/2011	566.00	1,040.00	-474.00
52. ILLUMINA INC	03/30/2011	09/26/2011	2,103.00	3,571.00	-1,468.00
10. CBRE GROUP INC	04/14/2011	09/30/2011	136.00	279.00	-143.00
8. CITRIX SYSTEMS INC COM	10/07/2010	09/30/2011	451.00	476.00	-25.00
266.752 DREYFUS INTERNATIO I	02/25/2011	09/30/2011	4,489.00	4,409.00	80.00
323.734 MTB SH TERM CORP B I-#518	02/25/2011	09/30/2011	3,312.00	3,322.00	-10.00
2072.036 MTB INCOME FUND-I #143	11/23/2010	09/30/2011	20,948.00	21,114.00	-166.00
12. PERRIGO CO COM	01/24/2011	10/28/2011	1,092.00	860.00	232.00
26. ABBOTT LABS COM	06/08/2011	11/22/2011	1,364.00	1,297.00	67.00
14. ALTRIA GROUP INC	10/11/2011	11/22/2011	382.00	389.00	-7.00
739.477 ARTIO GLOBAL HIGH	02/25/2011	11/22/2011	6,988.00	7,735.00	-747.00
60. ASTRAZENECA GROUP PLC ADR	10/11/2011	11/22/2011	2,611.00	2,882.00	-271.00
12. CENTURYTEL INC COM	10/11/2011	11/22/2011	431.00	404.00	27.00
4975.124 FEDERATED MUNI UL INST	08/16/2011	11/22/2011	49,950.00	50,000.00	-50.00
133.534 MFS EMERGING MARKE FD-CL I	02/25/2011	11/22/2011	1,930.00	1,911.00	19.00
2420.136 MTB NY MUNI BOND #446	08/16/2011	11/22/2011	24,976.00	25,000.00	-24.00
1138.03 MAINSTAY EPOCH GLO CL I	02/25/2011	11/22/2011	16,547.00	17,469.00	-922.00
52. NATIONAL GRID GROUP PL	06/08/2011	11/22/2011	2,591.00	2,484.00	107.00
42. PPL CORP COM	05/09/2011	11/22/2011	1,218.00	1,151.00	67.00
12. PEPSICO INC COM	10/11/2011	11/22/2011	757.00	732.00	25.00
74. TELEFONICA DE ESPANA S	06/08/2011	11/22/2011	1,325.00	1,817.00	-492.00
16. TOTAL S A SPONSORED A	10/11/2011	11/22/2011	773.00	784.00	-11.00
276. CBRE GROUP INC	11/22/2011	12/14/2011	3,932.00	6,331.00	-2,399.00

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

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

Schedule D-1 (Form 1041) 2011

Continuation Sheet for Schedule D
(Form 1041)

OMB No. 1545-0092

2011

▶ See instructions for Schedule D (Form 1041).

▶ **Attach to Schedule D** to list additional transactions for lines 1a and 6a.

Name of estate or trust

Employer identification number

GAYLORD HJ, CHARITABLE T/A

15-6014221

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

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-1,873.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

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

GAYLORD HJ, CHARITABLE T/A

15-6014221

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 10. AMAZON COM INC COM	01/20/2010	01/24/2011	1,759.00	1,280.00	479.00
36. EXPEDITORS INTL WASH I	01/20/2010	01/24/2011	1,918.00	1,228.00	690.00
82. CELGENE CORP COM	01/20/2010	02/08/2011	4,191.00	4,785.00	-594.00
12. ALLERGAN INC COM	01/20/2010	02/25/2011	889.00	734.00	155.00
11343.07 ALPINE DYNAMIC DI	01/20/2010	02/25/2011	54,560.00	58,417.00	-3,857.00
4. AMAZON COM INC COM	01/20/2010	02/25/2011	716.00	512.00	204.00
2. APPLE COMPUTER INC COM	01/20/2010	02/25/2011	695.00	423.00	272.00
18. COGNIZANT TECH SOLUTIO	01/20/2010	02/25/2011	1,372.00	849.00	523.00
10. CREE RESEARCH INC COM	01/20/2010	02/25/2011	528.00	630.00	-102.00
2. EXPEDITORS INTL WASH IN	01/20/2010	02/25/2011	96.00	68.00	28.00
4. F5 NETWORKS INC COM	01/20/2010	02/25/2011	479.00	207.00	272.00
23727.136 FRANKLIN INCOME	01/20/2010	02/25/2011	53,149.00	49,352.00	3,797.00
2. GOOGLE INC CL A	01/20/2010	02/25/2011	1,224.00	1,157.00	67.00
2235.138 HENDERSON GLOBAL A	01/20/2010	02/25/2011	17,032.00	17,099.00	-67.00
2220. ING CLARION GLOBAL R	01/20/2010	02/25/2011	17,627.00	15,449.00	2,178.00
2. INTUITIVE SURGICAL INC	01/20/2010	02/25/2011	671.00	612.00	59.00
28. JUNIPER NETWORKS INC C	01/20/2010	02/25/2011	1,222.00	732.00	490.00
39.294 MTB SM CAP GRWTH-IN	01/20/2010	02/25/2011	696.00	526.00	170.00
15.237 MTB MID CAP GRWTH-I #401	08/01/2001	02/25/2011	242.00	228.00	14.00
6906.279 MTB LGE CAP GRWTH	12/02/2008	02/25/2011	63,883.00	65,961.00	-2,078.00
920.913 MTB INTL EQ-INST I	01/20/2010	02/25/2011	8,629.00	7,855.00	774.00
20. QUALCOMM INC COM	01/20/2010	02/25/2011	1,175.00	971.00	204.00
518.741 RIDGEWORTH SEIX FL INC CL I	01/20/2010	02/25/2011	4,695.00	4,518.00	177.00
6. SCHLUMBERGER LTD COM	01/20/2010	02/25/2011	548.00	415.00	133.00
32. SCHWAB CHARLES CORP NE	01/20/2010	02/25/2011	601.00	603.00	-2.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Schedule D-1 (Form 1041) 2011

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Employer identification number

GAYLORD HJ, CHARITABLE T/A

15-6014221

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 14. TARGET CORP COM	01/20/2010	02/25/2011	735.00	716.00	19.00
10. UNION PAC CORP COM COM	01/20/2010	02/25/2011	940.00	629.00	311.00
10. EXPEDITORS INTL WASH I	01/20/2010	03/14/2011	479.00	341.00	138.00
32. F5 NETWORKS INC COM	01/20/2010	03/17/2011	3,474.00	1,659.00	1,815.00
20. UNION PAC CORP COM COM	01/20/2010	03/17/2011	1,859.00	1,258.00	601.00
48. CREE RESEARCH INC COM	01/20/2010	03/24/2011	2,072.00	3,022.00	-950.00
80. TARGET CORP COM	01/20/2010	03/29/2011	3,942.00	4,091.00	-149.00
8. APPLE COMPUTER INC COM	01/20/2010	04/05/2011	2,719.00	1,694.00	1,025.00
20. QUALCOMM INC COM	01/20/2010	04/14/2011	1,036.00	971.00	65.00
58.86 HARBOR FD INTL FD	01/18/2006	05/05/2011	3,796.00	2,987.00	809.00
107.758 LAZARD EMRG-MKTS E CL I	08/22/2007	05/05/2011	2,344.00	2,466.00	-122.00
3313.374 MTB SH TERM CORP I-#518	01/20/2010	05/05/2011	34,128.00	33,796.00	332.00
173.47 MTB INTL EQ-INST I-	01/20/2010	05/05/2011	1,672.00	1,480.00	192.00
607.881 MTB INCOME FUND-IN	01/20/2010	05/05/2011	6,109.00	5,975.00	134.00
190. SCHWAB CHARLES CORP N	03/24/2010	06/09/2011	3,067.00	3,582.00	-515.00
14. INTUITIVE SURGICAL INC	01/20/2010	07/22/2011	5,669.00	4,287.00	1,382.00
50. JUNIPER NETWORKS INC C	01/20/2010	07/28/2011	1,199.00	1,307.00	-108.00
18. ALPINE GLOBAL PREMIER	03/24/2010	08/02/2011	129.00	116.00	13.00
132.921 LAZARD EMRG-MKTS E CL I	08/22/2007	08/02/2011	2,822.00	3,041.00	-219.00
108. JUNIPER NETWORKS INC	01/20/2010	08/16/2011	2,387.00	2,823.00	-436.00
18. EXPRESS SCRIPTS INC CO	06/17/2010	09/19/2011	733.00	953.00	-220.00
50000. CITIGROUP INC 9/29/11	06/25/2007	09/29/2011	50,000.00	50,000.00	
434.991 RIDGEWORTH SEIX FL INC CL I	01/20/2010	09/30/2011	3,693.00	3,789.00	-96.00
4. PRICELINE.COM INCORPORA	10/07/2010	11/18/2011	2,028.00	1,312.00	716.00
100. AT&T INC	01/27/2010	11/22/2011	2,803.00	2,540.00	263.00

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

Schedule D-1 (Form 1041) 2011

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Employer identification number

GAYLORD HJ, CHARITABLE T/A

15-6014221

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 14. ABBOTT LABS COM	06/17/2010	11/22/2011	734.00	680.00	54.00
21099.597 ALPINE DYNAMIC D	10/08/2010	11/22/2011	75,537.00	102,559.00	-27,022.00
532.639 ALPINE INTL REAL E	11/17/2010	11/22/2011	9,918.00	15,000.00	-5,082.00
74. ALTRIA GROUP INC	01/27/2010	11/22/2011	2,020.00	1,474.00	546.00
27.33 ARTIO GLOBAL HIGH IN	10/08/2010	11/22/2011	258.00	289.00	-31.00
70. BCE INC	06/17/2010	11/22/2011	2,660.00	1,866.00	794.00
94. BRISTOL MYERS SQUIBB C	01/27/2010	11/22/2011	2,845.00	2,291.00	554.00
52. CENTURYTEL INC COM	06/17/2010	11/22/2011	1,867.00	1,801.00	66.00
8. CHEVRONTEXACO CORP	01/27/2010	11/22/2011	769.00	589.00	180.00
26. CINCINNATI FINANCIAL C	06/17/2010	11/22/2011	723.00	733.00	-10.00
12. COCA COLA CO COM	01/27/2010	11/22/2011	788.00	652.00	136.00
34. CONOCOPHILLIPS	06/17/2010	11/22/2011	2,310.00	1,752.00	558.00
26. CONSOLIDATED EDISON IN	10/07/2010	11/22/2011	1,473.00	1,166.00	307.00
60. DOMINION RESOURCES INC	01/27/2010	11/22/2011	3,002.00	2,246.00	756.00
8779.377 DREYFUS GLOBAL EQ - I	06/17/2010	11/22/2011	83,755.00	78,187.00	5,568.00
128. DUKE ENERGY CORP	01/27/2010	11/22/2011	2,528.00	2,137.00	391.00
740.739 FORWARD SELECT INC IN	10/08/2010	11/22/2011	16,207.00	15,249.00	958.00
8018.856 FRANKLIN INCOME C	10/08/2010	11/22/2011	16,118.00	16,367.00	-249.00
72. GLAXO WELLCOME PLC SPO	06/17/2010	11/22/2011	3,028.00	2,859.00	169.00
654.736 GOLDMAN SACHS GRTH	01/18/2006	11/22/2011	14,601.00	15,000.00	-399.00
24. HEALTH CARE REIT INC C	06/17/2010	11/22/2011	1,143.00	1,010.00	133.00
62. HEINZ H J CO COM	01/27/2010	11/22/2011	3,137.00	2,692.00	445.00
10266.057 HENDERSON GLOBAL A	03/24/2010	11/22/2011	68,680.00	77,479.00	-8,799.00
34. JOHNSON & JOHNSON COM	01/27/2010	11/22/2011	2,131.00	2,149.00	-18.00
48. KIMBERLY CLARK CORP CO	01/27/2010	11/22/2011	3,321.00	2,853.00	468.00

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

Schedule D-1 (Form 1041) 2011

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Employer identification number

GAYLORD HJ, CHARITABLE T/A

15-6014221

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 70. ELI LILLY & CO COM	01/27/2010	11/22/2011	2,517.00	2,523.00	-6.00
1342.242 LOOMIS SAYLES SMA CL I	01/18/2006	11/22/2011	32,898.00	35,046.00	-2,148.00
8. LORILLARD INC	01/27/2010	11/22/2011	863.00	606.00	257.00
17688.13 MTB NY MUNI BOND #446	08/11/2004	11/22/2011	182,542.00	179,953.00	2,589.00
22830.456 MTB LGE CAP GRWT #299	12/02/2008	11/22/2011	176,708.00	217,470.00	-40,762.00
811.953 MTB INTL EQ-INST I	01/20/2010	11/22/2011	6,171.00	6,926.00	-755.00
1133.045 MAINSTAY EPOCH GL YIELD CL I	01/27/2010	11/22/2011	16,474.00	15,103.00	1,371.00
20. MCDONALD'S CORP COM	01/27/2010	11/22/2011	1,848.00	1,271.00	577.00
72. NEW YORK COMMUNITY BAN	06/17/2010	11/22/2011	825.00	1,171.00	-346.00
42. PHILIP MORRIS INTL INC	01/27/2010	11/22/2011	3,019.00	1,957.00	1,062.00
20. PROCTER & GAMBLE CO CO	01/27/2010	11/22/2011	1,231.00	1,206.00	25.00
60. REYNOLDS AMERICAN INC	01/27/2010	11/22/2011	2,418.00	1,611.00	807.00
4055.948 RIDGEWORTH SEIX F INC CL I	10/08/2010	11/22/2011	35,003.00	35,592.00	-589.00
48. ROYAL DUTCH SHELL PLC-	06/17/2010	11/22/2011	3,287.00	2,636.00	651.00
80. SOUTHN CO COM	01/27/2010	11/22/2011	3,404.00	2,650.00	754.00
36. TELEFONICA DE ESPANA S	01/27/2010	11/22/2011	644.00	901.00	-257.00
34. TOTAL S A SPONSORED A	01/27/2010	11/22/2011	1,644.00	2,019.00	-375.00
56. UNILEVER PLC SPONSORED	06/17/2010	11/22/2011	1,799.00	1,666.00	133.00
428. VANGUARD HIGH DIVIDEN	10/07/2010	11/22/2011	17,976.00	15,987.00	1,989.00
785.729 VANGUARD #94 INSTI INDEX	11/28/2006	11/22/2011	85,676.00	95,000.00	-9,324.00
84. VERIZON COMMUNICATIONS	01/27/2010	11/22/2011	3,009.00	2,350.00	659.00
104. VODAFONE GROUP PLC -	06/17/2010	11/22/2011	2,735.00	2,278.00	457.00
70. WINDSTREAM CORP	01/27/2010	11/22/2011	778.00	732.00	46.00
66. POTASH CORP SASKATCHEW	12/08/2010	12/14/2011	2,565.00	3,065.00	-500.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b -64,226.00

Schedule D-1 (Form 1041) 2011