



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation

GAYLORD HJ, CHARITABLE T/A

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

Room/suite

ONE M &amp; T PLAZA, 8TH FLOOR

City or town, state, and ZIP code

BUFFALO, NY 14203

G Check all that apply:

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

A Employer identification number

15-6014221

B Telephone number (see instructions)

(716) 842-5506

H Check type of organization:

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

ENVOLPE - MAY 10 2012

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)
4	1 Contributions, gifts, grants, etc., received (attach schedule)	1,662,577			
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	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				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	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.

1E1410 1 000

FK6115 L693 05/03/2012 19:28:57

115963399

JSA

Form 990-PF (2011)

22

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
	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 ►	NONE			
	8 Inventories for sale or use . . . . .				
	9 Prepaid expenses and deferred charges . . . . .				
	10 a Investments - U.S. and state government obligations (attach schedule) . . . . .	STMT 5.	130,109.	155,293.	166,184.
	b Investments - corporate stock (attach schedule) . . . . .				
	c Investments - corporate bonds (attach schedule) . . . . .	STMT 6.	73,628.	24,438.	27,271.
	11 Investments - land, buildings, and equipment; basis (attach schedule) ►				
	Less: accumulated depreciation ►				
	12 Investments - mortgage loans . . . . .				
	13 Investments - other (attach schedule) . . . . .	STMT 7.	1,358,642.	2,748,474.	2,743,108.
	14 Land, buildings, and equipment; basis (attach schedule) ►				
	Less: accumulated depreciation ►				
	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.
	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) . . . . .				
	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.

Form 990-PF (2011)

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>		
<b>a</b> 1,631,834.		<b>1,697,933.</b>	<b>-66,099.</b>		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))</b>		
<b>(i) F.M.V. as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col. (i) over col. (j), if any</b>			
<b>a</b>			<b>-66,099.</b>		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>	<b>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</b>		<b>2</b>	<b>-47,302.</b>	
<b>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 . . . . .</b>			<b>3</b>		

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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			
<b>2 Total of line 1, column (d) . . . . .</b>		<b>2</b>	<b>0.122755</b>
<b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .</b>		<b>3</b>	<b>0.040918</b>
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 . . . . .</b>		<b>4</b>	<b>1,935,318.</b>
<b>5 Multiply line 4 by line 3 . . . . .</b>		<b>5</b>	<b>79,189.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .</b>		<b>6</b>	<b>374.</b>
<b>7 Add lines 5 and 6 . . . . .</b>		<b>7</b>	<b>79,563.</b>
<b>8 Enter qualifying distributions from Part XII, line 4 . . . . .</b> 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.		<b>8</b>	<b>92,650.</b>

**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	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . .		5	374.
6	<b>Credits/Payments:</b>			
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 <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . .	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . .	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . .	10		474.
11	Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> ► 188 . <b>Refunded</b> ► 11			286.

**Part VII-A Statements Regarding Activities**

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? . . . .	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . .	X	
	<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>		
1c	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? . . . .	X	
	<i>If "Yes," attach a detailed description of the activities.</i>		
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? . . . .	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . .	X	
	<i>If "Yes," attach the statement required by General Instruction T.</i>		
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	

**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&amp;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 . . . . . and enter the amount of tax-exempt interest received or accrued during the year . . . . . ► <u>15</u>	► <input type="checkbox"/>	
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? . . . . . See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes <input type="checkbox"/> No <input type="checkbox"/>

**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.**

**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))? . . . . .	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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) . . . . .	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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? . . . . .	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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)? . . . . .			5b	
	Organizations relying on a current notice regarding disaster assistance check here . . . . .	> <input type="checkbox"/>			
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? . . . . .	<input type="checkbox"/>	Yes	<input type="checkbox"/>	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? . . . . .	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			6b	X
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			7b	

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see 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

Form 990-PF (2011)

**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
-----		
-----		
-----		
-----		
-----		
<b>Total number of others receiving over \$50,000 for professional services . . . . . ►</b>		<b>NONE</b>

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1NONE	-----	-----
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

1NONE	-----	-----
2	-----	-----
All other program-related investments. See instructions.		-----
3NONE		-----
<b>Total. Add lines 1 through 3 . . . . . ►</b>		

**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	<b>Total</b> (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	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,935,318.
6	<b>Minimum investment return.</b> 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	<b>Distributable amount as adjusted.</b> 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	<b>Qualifying distributions.</b> 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	<b>Adjusted qualifying distributions.</b> 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:			38,563.	
a Enter amount for 2010 only . . . . .		NONE		
b Total for prior years: 20 09 , 20 20 . . . . .		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: ► \$ 92,650.			38,563.	
a Applied to 2010, but not more than line 2a . . . . .				
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 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

	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	
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	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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
SEE STATEMENT 13				
<b>Total</b> .....			► 3a	92,650.
<b>b Approved for future payment</b>				
<b>Total</b> .....			► 3b	

**Form 990-PF (2011)**

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1 Program service revenue:</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>					
<b>4 Dividends and interest from securities</b>			14	54,431.	
<b>5 Net rental income or (loss) from real estate:</b>					
a Debt-financed property					
b Not debt-financed property					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>			18	-47,302.	
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue:</b>					
a					
<b>b FEE REBATE</b>				2,980.	
c					
d					
e					
<b>12 Subtotal. Add columns (b), (d), and (e)</b>				10,109.	

**12 Subtotal. Add columns (b), (d), and (e) . . . .**

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

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

NOT APPLICABLE

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash . . . . .	1a(1)	X
(2)	Other assets . . . . .	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
(3)	Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
(4)	Reimbursement arrangements . . . . .	1b(4)	X
(5)	Loans or loan guarantees . . . . .	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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

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

**Sign** \_\_\_\_\_  
I, the undersigned, declare that the information contained in this return, including schedules and attachments, is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

<b>Sign Here</b>	correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge		
 Diane M. Bimer		05/03/2012	Asst. V.P.
Signature of officer or trustee		Date	Title
<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No May the IRS discuss this return with the preparer shown below (see instructions)?			

M & T TRUST COMPANY		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
<b>Paid Preparer Use Only</b>	Print/Type preparer's name				
	MICHELE L DORE			05/03/2012	
	Firm's name ► THOMSON REUTERS (TAX & ACCOUNTING)		Firm's EIN ►		
Firm's address ► 9711 FARRAR COURT, SUITE 110 RICHMOND, VA		23236	Phone no. 804-727-3150		

► 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.)

Name of organization

GAYLORD HJ, CHARITABLE T/A

Employer identification number

15-6014221

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	MUTUAL FUNDS AND MARKETABLE SECURITIES _____ _____ _____	\$ _____	_____
4	MUTUAL FUNDS AND MARKETABLE SECURITIES _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____

## 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
3.		
FOREIGN TAXES	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.

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

DESCRIPTION	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.

FK6115 L693 05/03/2012 19:28:57

115963399

STATEMENT 6

## FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV	ENDING COST/
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	5,069.	5,407.	
EXPEDITORS INTL	C	6,713.	8,687.	
UNION PACIFIC CORP	C	6,861.	7,616.	
AMAZON.COM	C	5,960.	6,483.	
DOLLAR TREE	C			
NETFLIX	C			
PRICELINE.COM	C			
STARWOOD HOTELS	C			
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			
ALLERGAN INC	C	6,503.	9,724.	
CELGENE CORP	C	8,546.	11,231.	
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

DESCRIPTION	COST / FMV C OR F	ENDING BOOK VALUE	ENDING 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	8,898.	9,627.
QUALCOMM	C		
ALPINE DYNAMIC	C		
LSV VALUE	C		
MTB LARGE CAP GROWTH #299	C	175,259.	177,713.
MTB LARGE CAP VALUE#327	C		
MTB SMALL CAP GROWTH#555	C	166,551.	169,656.
ALPINE GLOBAL	C	80,280.	88,386.
ING CLARIION GLOBAL	C	22,926.	18,698.
GUINNESS ATKINSON - CHINA & HK	C		
HENDERSON GLOBAL EQ	C		
MASTERS SELECT	C		
MTB INT'L EQ #270	C	39,071.	33,417.
RS GLOBAL	C	68,984.	64,369.
FRANKLIN HOME INC FD	C	59,370.	54,080.
ARTIO GLOBAL HIGH INCOME	C	90,720.	94,127.
DWS FLOATING RATE PLUS INST	C		
FEDERATED TOTAL RETURN BOND FD	C	34,276.	30,878.
MTB SHORT DURATION GOVT #120	C	32,215.	31,460.
MONSANTO COMPANY	C	189,036.	188,465.
CATERPILLAR INC	C	220,465.	220,465.
POLYPORE INTL INC	C	7,557.	7,287.
CHIPOTLE MIXICAN GRILL INC	C	6,264.	5,617.
		5,648.	4,311.
		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 GROWTH	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.
LITTMAN 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.
<b>TOTALS</b>		<b>2,748,474.</b>	<b>2,743,108.</b>

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

DESCRIPTION	AMOUNT
ROUNDING	5.
TOTAL	5.

STATEMENT 10

## 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.

=====

STATEMENT 12

## =====

## 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.

=====

## **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).

2011

**Department of the Treasury  
Internal Revenue Service**

**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 <b>SHORT-TERM CAPITAL GAIN DIVIDENDS</b>					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)
<b>6a</b> <u>LONG-TERM CAPITAL GAIN DIVIDENDS</u>					<b>15,590</b>

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

<b>Part III Summary of Parts I and II</b>		<b>(1) Beneficiaries' (see instr.)</b>	<b>(2) Estate's or trust's</b>	<b>(3) Total</b>
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 wrksht.) . . . . .	14b		
c	28% rate gain . . . . .	14c		
15	<b>Total net gain or (loss). Combine lines 13 and 14a ►</b>	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:		
	a The loss on line 15, column (3) or b \$3,000 . . . . .	16	( 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 . . . . .			
26	Subtract line 25 from line 24 . . . . .	25		
27	Are the amounts on lines 22 and 26 the same?	26		
	<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		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	27		
29	Subtract line 28 from line 27 . . . . .	28		
30	Multiply line 29 by 15% (.15) . . . . .	29		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	<b>Tax on all taxable income.</b> 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

Continuation Sheet for Schedule D  
(Form 1041)

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

2011

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 INCORPOR	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

Continuation Sheet for Schedule D  
(Form 1041)

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

2011

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 I	02/25/2011	08/02/2011	3,377.00	3,236.00	141.00
198.018 T. ROWE PRICE INST GROWTH	02/25/2011	08/02/2011	3,275.00	3,442.00	-167.00
181.937 MFS EMERGING MARKE FD-CL I	02/25/2011	08/02/2011	2,749.00	2,604.00	145.00
203.247 MTB SH TERM CORP B I-#518	02/25/2011	08/02/2011	2,102.00	2,085.00	17.00
2088.498 MTB INCOME FUND-I #143	11/23/2010	08/02/2011	21,324.00	21,282.00	42.00
120.793 MORGAN STANLEY FOC I	02/25/2011	08/02/2011	4,817.00	4,652.00	165.00
132. JOHNSON CONTROLS INC	02/22/2011	09/16/2011	3,999.00	5,184.00	-1,185.00
56. FREEPORT MCMORAN CPR &	02/08/2011	09/22/2011	1,828.00	3,029.00	-1,201.00

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

2011

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

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

2011

**Department of the Treasury  
Internal Revenue Service**

**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**

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . . -1,873.00

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

**Schedule D-1 (Form 1041) 2011**

JSA

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

GAYLORD HJ, CHARITABLE T/A

Employer identification number

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 SOLUTION	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

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 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 INCORPORAT	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 . . . . .

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

GAYLORD HJ, CHARITABLE T/A

Employer identification number

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 . . . . .

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

GAYLORD HJ, CHARITABLE T/A

Employer identification number

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