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

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation
GRAYCIE CAMPBELL SMITH VETERINARY TRUST

Number and street (or P O box number if mail is not delivered to street address)
701 NORTH HERMITAGE ROAD

Room/suite

City or town, state, and ZIP code
HERMITAGE, PA 16148-3234

A Employer identification number
20-6387055

B Telephone number
724-981-4574

C If exemption application is pending, check here

D 1 Foreign organizations, check here
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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 506,406. (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" 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	19,422.	19,422.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	18,446.			
	b Gross sales price for all assets on line 6a	342,364.			
	7 Capital gain net income (from Part IV, line 2)		18,446.		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	37,868.	37,868.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 1	1,000.	300.		700.
	b Accounting fees STMT 2	1,350.	405.		945.
	c Other professional fees STMT 3	6,212.	1,864.		4,348.
	17 Interest				
	18 Taxes STMT 4	2,249.	2,198.		51.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	3,220.	3,220.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	14,031.	7,987.		6,044.
	25 Contributions, gifts, grants paid	30,000.			30,000.
26 Total expenses and disbursements. Add lines 24 and 25	44,031.	7,987.		36,044.	
27 Subtract line 26 from line 12	<6,163.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		29,881.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		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	24,844.	16,070.	16,070.
	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			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 6	126,979.	111,672.	115,211.
	b	Investments - corporate stock STMT 7	194,603.	211,694.	209,591.
	c	Investments - corporate bonds STMT 8	150,269.	151,096.	165,534.
11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
15	Other assets (describe ▶)				
16 Total assets (to be completed by all filers)		496,695.	490,532.	506,406.	
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			
	22	Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted	496,695.	490,532.	
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	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		496,695.	490,532.		
31 Total liabilities and net assets/fund balances		496,695.	490,532.		

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	496,695.
2	Enter amount from Part I, line 27a	2	<6,163.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	490,532.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	490,532.

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	WELLS FARGO #1579-6557	P	06/01/11	12/31/11
b	WELLS FARGO #1579-6557	P	06/01/10	12/31/11
c	WELLS FARGO #1255-5561	P	06/01/10	12/31/11
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	191,726.		184,879.	6,847.
b	101,564.		93,737.	7,827.
c	49,074.		45,302.	3,772.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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			6,847.
b			7,827.
c			3,772.
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	18,446.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 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	15,058.	489,734.	.030747
2009	25,176.	470,249.	.053538
2008	26,391.	488,185.	.054059
2007	28,296.	515,305.	.054911
2006	14,970.	504,164.	.029693

2	Total of line 1, column (d)	2	.222948
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	.044590
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	502,895.
5	Multiply line 4 by line 3	5	22,424.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	299.
7	Add lines 5 and 6	7	22,723.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	36,044.

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)		
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	1	299.
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	0.
3	Add lines 1 and 2	3	299.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	299.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
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	299.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

N/A

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of MICHAEL S. BARR Telephone no. 724-981-2650 Located at 701 NORTH HERMITAGE ROAD, HERMITAGE, PA ZIP+4 16148-3234
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
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

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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?
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? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
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?
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?
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?

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)? Yes No

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

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

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). N/A

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

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
MICHAEL S. BARR 701 NORTH HERMITAGE ROAD HERMITAGE, PA 161483234	CO-TRUSTEE 0.25	0.	0.	0.
VINCENT J. SMITH II 2293 LAKE ROAD SHARPSVILLE, PA 16150	CO-TRUSTEE 0.10	0.	0.	0.
LEWIS N. VOISEY 101 E. WASHINGTON STREET NEW CASTLE, PA 16101	CO-TRUSTEE 0.10	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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				

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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	490,096.
b	Average of monthly cash balances	1b	20,457.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	510,553.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	510,553.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,658.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	502,895.
6	Minimum investment return. Enter 5% of line 5	6	25,145.

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	25,145.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	299.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	299.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	24,846.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	24,846.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	24,846.

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	36,044.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	36,044.
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	5	299.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	35,745.

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.				24,846.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			24,087.	
b Total for prior years: 2009 , _____ , _____		5,920.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 36,044.				
a Applied to 2010, but not more than line 2a			24,087.	
b Applied to undistributed income of prior years (Election required - see instructions) *		5,920.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				6,037.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				18,809.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

* SEE STATEMENT 9

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a 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).)

NONE

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

NONE

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

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
STEPHANIE METHENY 1682 JOLLYTOWN ROAD NEW FREEPORT, PA 15352	NONE	N/A	SCHOLARSHIP TO VETERINARY SCHOOL	10,000.
RYAN FORD 324 ROCKLAND ROAD WAYNE, PA 19087	NONE	N/A	SCHOLARSHIP TO VETERINARY SCHOOL	10,000.
KRISTEN JEFFRIES 320 STONECREST LANE SALTSBURG, PA 15681	NONE	N/A	SCHOLARSHIP TO VETERINARY SCHOOL	10,000.
Total			▶ 3a	30,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

FORM 990-PF	LEGAL FEES			STATEMENT 1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,000.	300.		700.
TO FM 990-PF, PG 1, LN 16A	1,000.	300.		700.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	1,350.	405.		945.
TO FORM 990-PF, PG 1, LN 16B	1,350.	405.		945.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUST FEES	6,212.	1,864.		4,348.
TO FORM 990-PF, PG 1, LN 16C	6,212.	1,864.		4,348.

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	73.	22.		51.
EXCISE TAX	2,176.	2,176.		0.
TO FORM 990-PF, PG 1, LN 18	2,249.	2,198.		51.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FIDELITY BOND	3,220.	3,220.			0.
TO FORM 990-PF, PG 1, LN 23	3,220.	3,220.			0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
GOVERNMENT BONDS	X		111,672.	115,211.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			111,672.	115,211.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			111,672.	115,211.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK			211,694.	209,591.
TOTAL TO FORM 990-PF, PART II, LINE 10B			211,694.	209,591.

FORM 990-PF	CORPORATE BONDS		STATEMENT	8
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS			151,096.	165,534.
TOTAL TO FORM 990-PF, PART II, LINE 10C			151,096.	165,534.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO APPLY
EXCESS QUALIFYING DISTRIBUTIONS
TO PRIOR YEAR'S UNDISTRIBUTED INCOME

STATEMENT 9

THE FOUNDATION HEREBY ELECTS TO APPLY ALL OR PART OF THE REMAINING
QUALIFYING DISTRIBUTIONS TO ANY UNDISTRIBUTED INCOME REMAINING FROM
YEARS BEFORE 2007 UNDER REGULATION SECTION 53.4942(A)-3(D)(2)

Annual Statement Information

Account Number: 1579-6557
 GRAYCIE CAMPBELL SMITH
 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
ANALOG DEVICES INC		X	120.00000	38.0432	12/30/10	05/02/11	4,843.64	4,565.19	278.45
ARCHER-DANIELS-MIDLND CO			120.00000	36.9694	05/02/11	08/12/11	3,299.34	4,436.33	-1,136.99
AVERY DENNISON CORP		X	42.00000	39.1086	04/23/10	01/03/11	1,761.75	1,642.56	119.19
		X	35.00000	39.2772	05/03/10	01/03/11	1,468.12	1,374.70	93.42
		X	23.00000	40.9219	12/10/10	01/03/11	964.78	941.20	23.58
Subtotal			100.00000				4,194.65	3,958.46	236.19
BARD C R INC			23.00000	97.4192	02/28/11	05/02/11	2,472.58	2,240.64	231.94
			16.00000	94.8490	03/16/11	05/02/11	1,720.06	1,517.58	202.48
			4.00000	96.7845	03/24/11	05/02/11	430.01	387.14	42.87
			12.00000	99.8670	04/08/11	05/02/11	1,290.06	1,198.40	91.66
			4.00000	101.9960	04/15/11	05/02/11	430.02	407.98	22.04
Subtotal			59.00000				6,342.73	5,751.74	590.99
BAXTER INTERNATIONAL INC			42.00000	53.6262	04/08/11	05/02/11	2,418.50	2,252.30	166.20
			9.00000	54.6272	04/15/11	05/02/11	518.25	491.65	26.60
			69.00000	56.1574	04/26/11	05/02/11	3,973.27	3,874.86	98.41
Subtotal			120.00000				6,910.02	6,618.81	291.21
BOSTON PROPERTIES INC REIT		X	24.00000	86.6268	12/30/10	05/02/11	2,497.44	2,079.04	418.40
			37.00000	88.6867	01/03/11	05/02/11	3,850.23	3,281.41	568.82
			8.00000	93.6584	02/03/11	05/02/11	832.48	749.27	83.21
			28.00000	96.1383	02/11/11	05/02/11	2,913.69	2,691.87	221.82
			19.00000	96.0784	02/28/11	05/02/11	1,977.15	1,825.49	151.66
Subtotal			116.00000				12,070.99	10,627.08	1,443.91
CATERPILLAR INC			10.00000	114.3979	05/02/11	06/29/11	1,039.32	1,143.98	-104.66



Annual Statement Information

Account Number: 1579-6557
 GRAYCIE CAMPBELL SMITH
 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL

ADVISORS

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
CELANESE CORPORATION SERIES A		X	103.00000	41.1550	12/30/10	05/02/11	5,095.81	4,238.97	856.84
			23.00000	41.7818	01/05/11	05/02/11	1,137.91	960.98	176.93
Subtotal			126.00000				6,233.72	5,199.95	1,033.77
CENOVUS ENERGY INC		X	64.00000	33.1522	12/29/10	04/25/11	2,407.80	2,121.74	286.06
		X	15.00000	32.9555	12/30/10	04/25/11	564.33	494.34	69.99
		X	16.00000	32.9555	12/30/10	05/02/11	605.02	527.28	77.74
			62.00000	33.4645	01/03/11	05/02/11	2,344.48	2,074.80	269.68
			12.00000	38.5821	03/01/11	05/02/11	453.78	462.99	-9.21
Subtotal			169.00000				6,375.41	5,681.15	694.26
CHEVRON CORPORATION		X	12.00000	84.6964	11/08/10	05/02/11	1,297.74	1,016.36	281.38
		X	23.00000	83.6554	11/09/10	05/02/11	2,487.33	1,924.08	563.25
		X	10.00000	82.2575	12/01/10	05/02/11	1,081.46	822.58	258.88
Subtotal			45.00000				4,866.53	3,763.02	1,103.51
COLOROX COMPANY		X	6.00000	63.1277	11/08/10	02/03/11	381.09	378.77	2.32
COMMERCE BANCSHARES INC			55.00000	42.8088	05/02/11	06/13/11	2,236.22	2,354.49	-118.27
			0.50000	0.0000	12/19/11	12/19/11	18.07	0.01	18.06
Subtotal			55.50000				2,254.29	2,354.50	-100.21
EATON CORPORATION			61.00000	54.7133	03/02/11	05/02/11	3,236.65	3,337.51	-100.86
			7.00000	53.3819	03/24/11	05/02/11	371.42	373.67	-2.25
Subtotal			68.00000				3,608.07	3,711.18	-103.11
FEDERAL RLTY INVT TR SBI REIT			26.00000	80.6523	03/16/11	05/02/11	2,275.42	2,096.96	178.46
			9.00000	80.4268	03/24/11	05/02/11	787.65	723.84	63.81
Subtotal			35.00000				3,063.07	2,820.80	242.27
FEDEX CORPORATION			35.00000	94.4473	05/02/11	09/28/11	2,454.60	3,305.66	-851.06

Annual Statement Information

Account Number: 1579-6557
 GRAYCIE CAMPBELL SMITH
 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
			10.00000	94.1354	06/29/11	09/28/11	701.32	941.35	-240.03
Subtotal			45.00000				3,155.92	4,247.01	-1,091.09
FIRSTENERGY CORP			27.00000	38.0988	01/05/11	05/02/11	1,068.82	1,028.67	40.15
FLAWSERVE CORP		X	9.00000	118.8910	12/30/10	05/02/11	1,150.01	1,070.02	79.99
FMC CORP NEW		X	26.00000	80.3833	12/30/10	05/02/11	2,264.52	2,089.97	174.55
FRANKLIN RESOURCES INC			45.00000	129.2603	05/02/11	11/21/11	4,276.62	5,816.71	-1,540.09
FREEPORT-MCMORAN COPPER & GOLD INC CLASS B		X	17.00000	59.5375	12/29/10	04/15/11	875.23	1,012.14	-136.91
		X	19.00000	59.5375	12/29/10	05/02/11	1,036.71	1,131.21	-94.50
			34.00000	60.8307	01/11/11	05/02/11	1,855.17	2,068.24	-213.07
Subtotal			70.00000				3,767.11	4,211.59	-444.48
GENERAL MILLS INC			117.00000	35.9515	01/11/11	05/02/11	4,551.35	4,206.33	345.02
			60.00000	34.8035	02/03/11	05/02/11	2,334.02	2,088.21	245.81
			116.00000	35.8279	02/11/11	05/02/11	4,512.46	4,156.04	356.42
Subtotal			293.00000				11,397.83	10,450.58	947.25
INTERNATIONAL BUSINESS MACHINE CORP			15.00000	172.1271	05/02/11	08/25/11	2,478.45	2,581.91	-103.46
LENNOX INTERNATIONAL		X	44.00000	48.3783	12/30/10	05/02/11	2,147.00	2,128.65	18.35
LOWES COMPANIES INC		X	122.00000	25.3163	12/10/10	05/02/11	3,217.08	3,088.59	128.49
MARATHON OIL CORP		X	85.00000	37.0117	12/30/10	04/26/11	4,420.94	3,145.99	1,274.95
			20.00000	39.9035	01/11/11	04/26/11	1,040.23	798.08	242.15
			2.00000	39.9035	01/11/11	05/02/11	106.41	79.80	26.61
			62.00000	51.1499	03/01/11	05/02/11	3,299.01	3,171.29	127.72
Subtotal			169.00000				8,866.59	7,195.16	1,671.43



Annual Statement Information

Account Number: 1579-6557
 GRAYCIE CAMPBELL SMITH
 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL

ADVISORS

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
MARRIOTT INTL INC NEW CL A			84.00000	39.2685	02/28/11	05/02/11	2,981.49	3,298.55	-317.06
MEDTRONIC INC		X	19.00000	35.4816	12/10/10	05/02/11	804.72	674.15	130.57
MICROCHIP TECHNOLOGY INC			118.00000	35.6814	01/11/11	05/02/11	4,795.82	4,210.41	585.41
NATIONAL FUEL GAS CO		X	32.00000	65.3451	12/30/10	05/02/11	2,313.40	2,091.04	222.36
NATIONAL OILWELL VARCO INC			43.00000	76.2167	02/03/11	05/02/11	3,221.35	3,277.32	-55.97
NORTHEAST UTILITIES		X	66.00000	32.1101	12/30/10	05/02/11	2,355.11	2,119.27	235.84
			6.00000	32.0883	01/03/11	05/02/11	214.10	192.53	21.57
			27.00000	31.4857	01/05/11	05/02/11	963.47	850.11	113.36
Subtotal			99.00000				3,532.68	3,161.91	370.77
NORTHERN TRUST CORP		X	11.00000	55.5286	04/21/10	02/11/11	580.19	610.81	-30.62
		X	10.00000	54.8862	05/03/10	02/11/11	527.46	548.86	-21.40
Subtotal			21.00000				1,107.65	1,159.67	-52.02
OCCIDENTAL PETE CORP		X	4.00000	79.2594	06/07/10	03/01/11	404.81	317.04	87.77
P P G INDUSTRIES INC		X	37.00000	84.0650	12/30/10	05/02/11	3,487.36	3,110.41	376.95
PEABODY ENERGY CORP		X	33.00000	63.4546	12/29/10	05/02/11	2,200.58	2,094.00	106.58
PLUM CREEK TIMBER CO INC DEPOSITORY UNIT			183.00000	43.5467	04/26/11	05/02/11	7,845.43	7,969.05	-123.62
STAPLES INC		X	194.00000	20.7273	11/18/10	01/03/11	4,554.17	4,021.10	533.07
		X	37.00000	22.1574	12/10/10	01/03/11	868.59	819.82	48.77
Subtotal			231.00000				5,422.76	4,840.92	581.84
SUNCOR ENERGY INC NEW		X	20.00000	37.9853	12/30/10	04/26/11	896.08	759.71	136.37
		X	63.00000	37.9853	12/30/10	05/02/11	2,911.71	2,393.07	518.64
Subtotal			83.00000				3,807.79	3,152.78	655.01
TEXAS INSTRUMENTS INC			70.00000	35.0398	05/02/11	07/28/11	2,130.44	2,452.79	-322.35

Annual Statement Information

Account Number: 1579-6557
 GRAYCIE CAMPBELL SMITH
 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
THE SOUTHERN COMPANY		X	55.00000	38.3434	12/30/10	05/02/11	2,147.17	2,108.89	38.28
			82.00000	38.4608	01/03/11	05/02/11	3,201.24	3,153.79	47.45
			63.00000	37.5459	02/03/11	05/02/11	2,459.50	2,365.39	94.11
Subtotal			200.00000				7,807.91	7,628.07	179.84
US BANCORP NEW		X	83.00000	22.5467	09/09/10	02/03/11	2,262.85	1,871.38	391.47
		X	77.00000	22.5467	09/09/10	02/28/11	2,130.65	1,736.09	394.56
		X	35.00000	25.6523	11/08/10	02/28/11	968.48	897.83	70.65
		X	6.00000	25.0880	11/15/10	02/28/11	166.03	150.53	15.50
Subtotal			201.00000				5,528.01	4,655.83	872.18
V F CORPORATION			15.00000	99.9463	05/02/11	11/21/11	1,928.97	1,499.20	429.77
VERIZON COMMUNICATIONS COM			30.00000	37.6637	04/08/11	05/02/11	1,127.67	1,129.91	-2.24
WALGREEN COMPANY		X	48.00000	33.9786	10/08/10	01/03/11	1,885.91	1,630.97	254.94
		X	5.00000	35.4864	12/01/10	01/03/11	196.45	177.43	19.02
Subtotal			110.00000	42.3025	05/02/11	10/27/11	3,718.53	4,653.28	-934.75
WASHINGTON REAL ESTATE REIT INVESTMENT TRUST			144.00000	31.0402	02/28/11	05/02/11	4,630.45	4,469.80	160.65
			60.00000	31.1126	05/02/11	08/03/11	4,480.21	4,480.21	
3M CO			60.00000	96.9057	05/02/11	08/03/11	5,108.11	5,814.35	-706.24
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES							\$115,911.30	\$117,581.64	-\$1,670.34
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES							\$75,814.91	\$117,592.05	\$8,528.36
							<u>191,726.21</u>	<u>184,873.60</u>	



Annual Statement Information

Account Number: 1579-6557
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 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL

ADVISORS

Realized Gain/Loss

Long Term Description	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
AIR PRODUCTS & CHEMICALS								
INC	X	11.00000	93.1419	08/01/08	01/05/11	978.69	1,024.57	-45.88
	X	13.00000	93.1419	08/01/08	01/11/11	1,148.95	1,210.84	-61.89
	X	10.00000	92.5623	08/05/08	01/11/11	883.81	925.63	-41.82
	X	12.00000	92.5623	08/05/08	03/16/11	1,022.00	1,110.74	-88.74
Subtotal		46.00000				4,033.45	4,271.78	-238.33
AT & T INC	X	5.00000	30.2861	08/01/08	02/01/11	138.46	151.43	-12.97
	X	60.00000	30.2861	08/01/08	05/02/11	1,871.36	1,817.16	54.20
Subtotal		65.00000				2,009.82	1,968.59	41.23
AUTOMATIC DATA PROCESSING								
	X	10.00000	43.0066	08/01/08	05/02/11	547.13	430.07	117.06
	X	25.00000	43.0066	08/01/08	06/29/11	1,308.95	1,075.16	233.79
Subtotal		35.00000				1,856.08	1,505.23	350.85
BOEING CO	X	24.00000	51.9305	08/27/09	04/08/11	1,757.59	1,246.34	511.25
	X	30.00000	51.9305	08/27/09	05/02/11	2,389.17	1,557.91	831.26
Subtotal		54.00000				4,146.76	2,804.25	1,342.51
BRISTOL MYERS SQUIBB CO								
	X	44.00000	21.2094	08/01/08	01/11/11	1,123.54	933.22	190.32
	X	19.00000	21.2094	08/01/08	05/02/11	541.22	402.97	138.25
	X	62.00000	21.7188	08/05/08	05/02/11	1,766.11	1,346.57	419.54
Subtotal		125.00000				3,430.87	2,682.76	748.11
CLOROX COMPANY								
	X	31.00000	54.6616	08/01/08	01/03/11	1,898.13	1,694.50	203.63
	X	17.00000	55.9697	08/05/08	01/03/11	1,040.92	951.49	89.43
	X	27.00000	55.9697	08/05/08	02/03/11	1,714.88	1,511.18	203.70
Subtotal		75.00000				4,653.93	4,157.17	496.76
FIRSTENERGY CORP	X	30.00000	71.7430	08/01/08	05/02/11	1,187.56	2,152.29	-964.73

Annual Statement Information

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 GRAYCIE CAMPBELL SMITH
 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL

Realized Gain/Loss

Long Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
		X	26.00000	68.5284	08/05/08	05/02/11	1,029.23	1,781.74	-752.51
Subtotal			56.00000				2,216.79	3,934.03	-1,717.24
GENERAL ELECTRIC COMPANY		X	5.00000	28.3212	08/01/08	02/01/11	103.20	141.61	-38.41
		X	12.00000	28.3212	08/01/08	03/16/11	231.62	339.86	-108.24
		X	23.00000	28.3212	08/01/08	03/24/11	454.24	651.39	-197.15
		X	77.00000	28.3212	08/01/08	04/08/11	1,551.19	2,180.71	-629.52
		X	7.00000	29.0202	08/05/08	04/08/11	141.02	203.15	-62.13
		X	53.00000	29.0202	08/05/08	04/26/11	1,068.20	1,538.07	-469.87
		X	57.00000	29.0202	08/05/08	05/02/11	1,167.33	1,654.14	-486.81
Subtotal			234.00000				4,716.80	6,708.93	-1,992.13
HOME DEPOT INC		X	36.00000	38.8600	03/05/07	01/03/11	1,275.83	1,398.96	-123.13
		X	53.00000	25.3982	03/10/08	01/03/11	1,878.31	1,346.11	532.20
		X	7.00000	25.3982	03/10/08	05/02/11	261.36	177.78	83.58
		X	30.00000	24.7367	12/08/08	05/02/11	1,120.13	742.10	378.03
		X	41.00000	21.7580	02/02/09	05/02/11	1,530.85	892.08	638.77
Subtotal			167.00000				6,066.48	4,557.03	1,509.45
INTEL CORP		X	5.00000	22.3635	08/01/08	02/01/11	107.34	111.82	-4.48
		X	95.00000	22.3635	08/01/08	05/02/11	2,172.83	2,124.53	48.30
		X	92.00000	22.8810	08/05/08	05/02/11	2,104.22	2,105.05	-0.83
Subtotal			192.00000				4,384.39	4,341.40	42.99
MC CORMICK & CO INC		X	45.00000	41.0516	08/05/08	02/11/11	2,027.28	1,847.32	179.96
NON VTG		X	31.00000	52.1915	08/01/08	03/16/11	1,149.09	1,617.94	-468.85
MEDTRONIC INC		X	13.00000	52.1915	08/01/08	05/02/11	550.59	678.49	-127.90
		X	39.00000	53.6097	08/05/08	05/02/11	1,651.77	2,090.78	-439.01



Annual Statement Information

Account Number: 1579-6557
 GRAYCIE CAMPBELL SMITH
 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL

ADVISORS

Realized Gain/Loss

Long Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
Subtotal			83.00000				3,351.45	4,387.21	-1,035.76
MERCK & CO INC NEW		X	76.00000	33.4384	08/01/08	01/11/11	2,807.58	2,541.31	266.27
		X	16.00000	34.4541	08/05/08	01/11/11	591.07	551.27	39.80
		X	24.00000	34.4541	08/05/08	02/03/11	792.74	826.90	-34.16
		X	32.00000	34.4541	08/05/08	05/02/11	1,162.39	1,102.53	59.86
Subtotal			148.00000				5,353.78	5,022.01	331.77
MICROSOFT CORP		X	75.00000	24.3911	08/08/06	01/11/11	2,109.49	1,829.33	280.16
NORTHERN TRUST CORP		X	56.00000	51.5710	12/23/09	02/11/11	2,953.69	2,887.98	65.71
		X	16.00000	53.5850	01/21/10	02/11/11	843.91	857.36	-13.45
Subtotal			72.00000				3,797.60	3,745.34	52.26
NOVARTIS AG SPON'ADR		X	64.00000	41.4902	01/30/09	02/28/11	3,600.58	2,655.37	945.21
		X	20.00000	41.4902	01/30/09	04/11/11	1,105.46	829.80	275.66
		X	20.00000	41.4902	01/30/09	05/02/11	1,186.02	829.80	356.22
Subtotal			104.00000				5,892.06	4,314.97	1,577.09
ORACLE CORPORATION		X	100.00000	21.9383	08/05/08	01/11/11	3,099.38	2,193.83	905.55
PARKER-HANNIFIN CORP		X	23.00000	41.0563	06/23/09	03/02/11	1,991.80	944.30	1,047.50
		X	13.00000	41.0563	06/23/09	05/02/11	1,214.64	533.72	680.92
Subtotal			36.00000				3,206.44	1,478.02	1,728.42
PFIZER INCORPORATED		X	137.00000	25.6997	02/21/06	01/11/11	2,504.03	3,520.85	-1,016.82
		X	55.00000	17.5150	10/16/09	01/11/11	1,005.27	963.33	41.94
		X	32.00000	17.5150	10/16/09	02/03/11	601.49	560.47	41.02
		X	82.00000	18.1246	11/19/09	02/03/11	1,541.34	1,486.22	55.12
Subtotal			306.00000				5,652.13	6,530.87	-878.74
PHILIP MORRIS INTERNATIONAL INC		X	44.00000	52.4623	08/01/08	05/02/11	3,049.14	2,308.33	740.81

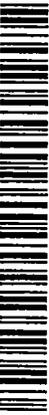
Annual Statement Information

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Account Number: 1579-6557
 GRAYCIE CAMPBELL SMITH
 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL

Realized Gain/Loss

Long Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	6.00000	55.0440	08/05/08	05/02/11	415.80	330.27	85.53
Subtotal			50.00000				3,464.94	2,638.60	826.34
PROCTER & GAMBLE CO		X	32.00000	65.0503	08/01/08	02/28/11	2,018.20	2,081.60	-63.40
		X	38.00000	67.6527	08/05/08	02/28/11	2,396.62	2,570.80	-174.18
Subtotal			70.00000				4,414.82	4,652.40	-237.58
PRUDENTIAL FINANCIAL INC		X	5.00000	68.8880	08/01/08	02/01/11	314.88	344.44	-29.56
		X	19.00000	68.8880	08/01/08	02/03/11	1,182.49	1,308.88	-126.39
		X	5.00000	68.8880	08/01/08	02/28/11	328.97	344.43	-15.46
		X	30.00000	71.7948	08/05/08	02/28/11	1,973.82	2,153.85	-180.03
		X	1.00000	71.7948	08/05/08	03/16/11	60.10	71.79	-11.69
		X	16.00000	27.0731	12/08/08	03/16/11	961.67	433.17	528.50
Subtotal			76.00000				4,821.93	4,656.56	165.37
QUALCOMM INC		X	5.00000	55.1830	08/01/08	04/13/11	260.61	275.92	-15.31
		X	44.00000	55.1830	08/01/08	05/02/11	2,529.28	2,428.04	101.24
		X	21.00000	54.9920	08/05/08	05/02/11	1,207.16	1,154.84	52.32
Subtotal			70.00000				3,997.05	3,858.80	138.25
SCHLUMBERGER LTD		X	34.00000	66.5931	10/23/09	03/01/11	3,180.60	2,264.17	916.43
		X	19.00000	66.5931	10/23/09	05/02/11	1,669.63	1,265.27	404.36
		X	28.00000	60.0972	02/22/10	05/02/11	2,460.52	1,682.72	777.80
Subtotal			81.00000				7,310.75	5,212.16	2,098.59
UNITED PARCEL SERVICE-B		X	15.00000	62.3186	08/01/08	03/24/11	1,077.83	934.79	143.04
		X	8.00000	62.3186	08/01/08	05/02/11	598.24	498.54	99.70



Annual Statement Information

Account Number: 1579-6557
 GRAYCIE CAMPBELL SMITH
 VETERIN TR U/A 01/13/05
 LEWIS N VOISEY TTEE ET AL



Realized Gain/Loss

Long Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
		X	22.00000	64.5490	08/05/08	05/02/11	1,645.16	1,420.08	225.08
			45.00000				3,321.23	2,853.41	467.82
		X	25.00000	63.4127	08/01/08	07/11/11	2,228.68	1,585.32	643.36
Subtotal							\$0.00	\$0.00	\$0.00
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES									
							\$101,564.38	\$93,737.32	\$7,827.06
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									

Annual Statement Information

ADVISORS

Account Number: 1255-5561
 M S BARR & V J SMITH &
 L J VOISEY TTEE GRAYCIE
 CAMPBELL SMITH VET TR
 UAD 1/13/05

Realized Gain/Loss

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a Tax Advisor as to any additional reporting requirements or adjustments. THIS INFORMATION IS NOT VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- * Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- * The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- * Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- * Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

REALIZED GAIN/LOSS SUMMARY	COVERED	NONCOVERED	TOTAL
Short term	\$0.00	\$0.00	\$0.00
Long term	\$0.00	\$3,771.32	\$3,771.32
Other term	Not applicable	\$0.00	\$0.00
Index options	Not applicable	\$0.00	\$0.00
Total - Realized Gain/Loss	\$0.00	\$3,771.32	\$3,771.32

Realized Gain/Loss Detail

Description	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
BANK OF AMERICA CORP								
SENIOR NOTES								
CPN 5.625% DUE 10/14/16	X	5,000.000000	101.3260	04/10/07	01/12/11	5,236.30	5,066.30	170.00
DTD 10/26/06 FC 04/14/07	X	5,000.000000	100.2440	05/30/07	04/05/11	5,344.50	5,012.20	332.30
Subtotal		10,000.000000				10,580.80	10,078.50	502.30

