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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

Check all that apply: Initial return, Amended return, Initial return of a former public charity, Address change, Final return, Name change

Name of foundation: EDITH DEMAIN TW; Employer identification number: 25-6448960; Telephone number: (716) 842-5506; City: BUFFALO, NY 14203; Accounting method: Cash

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

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

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments	28,309	43,517	43,517			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)						
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments—U S and state government obligations (attach schedule)						
	b Investments—corporate stock (attach schedule)						
	c Investments—corporate bonds (attach schedule)						
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)	384,594	350,371	364,089			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
15 Other assets (describe ▶ _____)							
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	412,903	393,888	407,606				
Liabilities	17 Accounts payable and accrued expenses						
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)						
	22 Other liabilities (describe ▶ _____)						
	23 Total liabilities (add lines 17 through 22)		0				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds	412,903	393,888				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund						
	29 Retained earnings, accumulated income, endowment, or other funds						
30 Total net assets or fund balances (see page 17 of the instructions)	412,903	393,888					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	412,903	393,888					

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	412,903
2	Enter amount from Part I, line 27a	2	-19,008
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	393,895
5	Decreases not included in line 2 (itemize) ▶ _____	5	7
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	393,888

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table		
b			
c			
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-1,777
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		}	3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	18,367	416,991	0.044047
2009	21,406	369,354	0.057955
2008	17,642	430,078	0.04102
2007	18,733	513,880	0.036454
2006	17,710	477,689	0.037074

2	Total of line 1, column (d).	2	0.216551
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.04331
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	433,426
5	Multiply line 4 by line 3.	5	18,772
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	31
7	Add lines 5 and 6.	7	18,803
8	Enter qualifying distributions from Part XII, line 4.	8	20,782

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <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	31
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	31
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	31
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	68
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	68
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	37
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ 32 Refunded ▶	11	5

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ PA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
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 on page 27)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

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 page 20 of the instructions).	11		No
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	13	Yes	
14 M AND T TRUST COMPANY The books are in care of ▶DIANE RIMER Telephone no ▶(716) 842-5506 Located at ▶ONE M AND T PLAZA 8TH FLOOR BUFFALO NY ZIP+4 ▶14203			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly)				
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c			No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b			No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b			No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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 checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>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</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>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</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
	5b		
	6b	No	
	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
M AND T BANK ONE M AND T PLAZA 8TH FLOOR BUFFALO, NY 14203	TRUSTEE 1	4,689		

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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 (see page 23 of the instructions). If none, enter "NONE".

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

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
3 All other program-related investments. See page 24 of the instructions	

Total. Add lines 1 through 3.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	423,562
b	Average of monthly cash balances.	1b	16,464
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	440,026
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	440,026
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	6,600
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	433,426
6	Minimum investment return. Enter 5% of line 5.	6	21,671

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

1	Minimum investment return from Part X, line 6.	1	21,671
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	31
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	31
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	21,640
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	21,640
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	21,640

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	20,782
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	20,782
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	31
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	20,751

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				21,640
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			20,782	
b Total for prior years 2009, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				0
b From 2007.				0
c From 2008.				0
d From 2009.				0
e From 2010.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>20,782</u>				
a Applied to 2010, but not more than line 2a			20,782	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2011 distributable amount.				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	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 page 27 of the instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				21,640
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	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.	0			
b Excess from 2008.	0			
c Excess from 2009.	0			
d Excess from 2010.	0			
e Excess from 2011.	0			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

- 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

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

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

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

- 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 <i>Paid during the year</i> DAUPHIN COUNTY LIBRARY SYSTEMS 101 WALNUT ST HARRISBURG, PA 17101	N/A	PUBLIC	GENERAL FUNDING	20,782
Total ▶ 3a				20,782
b <i>Approved for future payment</i>				
Total ▶ 3b				

Additional Data

Software ID:

Software Version:

EIN: 25-6448960

Name: EDITH DEMAIN TW

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
228 846 LSV VALUE EQUITY FUND		2010-02-11	2011-02-10
76 ALPINE GLOBAL PREMIER PPTYS		2010-11-17	2011-02-10
36 642 HARBOR INTERNATIONAL FUND #11		2009-04-17	2011-02-10
140 ING CLARION GLOBAL R/E INCOME FD		2010-11-17	2011-02-10
15 201 T ROWE PRICE INST LGE-CAP GROWTH		2006-10-27	2011-02-10
27 922 MTB SM CAP GRWTH-INST I-FD #555		2006-12-04	2011-02-10
51 838 MTB MID CAP GRWTH-INST I-FD #401		2008-02-12	2011-02-10
90 552 MTB LGE CAP VAL-INST I #327		2005-02-09	2011-02-10
132 417 MTB LGE CAP GRWTH-INST I #299		2002-10-10	2011-02-10
244 138 MTB INTL EQ-INST I-FD #270		2005-02-09	2011-02-10
10 975 MASTERS SELECT INTERNATIONAL FD #306		2007-06-25	2011-02-10
389 915 RIDGEWORTH SEIX FL RATE HI INC FD-I		2007-08-27	2011-02-10
8004 ALPINE GLOBAL PREMIER PPTYS		2010-11-17	2011-02-17
43 313 LSV VALUE EQUITY FUND		2010-02-11	2011-04-08
158 ALPINE GLOBAL PREMIER PPTYS		2010-11-17	2011-04-08
5 186 GUINNESS ATKINSON CHINA & HONG KONG		2008-10-13	2011-04-08
8 599 GUINNESS ATKINSON - GLBL ENERGY FD		2011-02-10	2011-04-08
3 062 HARBOR INTERNATIONAL FUND #11		2009-04-17	2011-04-08
130 ING CLARION GLOBAL R/E INCOME FD		2010-11-17	2011-04-08
43 069 LAZARD EMRG-MKTS EQ PORTFOLIO CL I		2007-08-10	2011-04-08
28 535 MTB SM CAP GRWTH-INST I-FD #555		2006-12-04	2011-04-08
16 688 MTB MID CAP GRWTH-INST I-FD #401		2008-02-12	2011-04-08
20 806 MTB LGE CAP VAL-INST I #327		2005-02-09	2011-04-08
9 408 MASTERS SELECT INTERNATIONAL FD #306		2007-06-25	2011-04-08
2 45 MORGAN STANLEY FOCUS GROWTH CL I		2010-11-17	2011-04-08
17 743 RS GLOBAL NATURAL RESOURCES FD-Y		2010-02-11	2011-04-08
72 ALPINE GLOBAL PREMIER PPTYS		2010-11-17	2011-08-03
17 322 ARTIO GLOBAL HIGH INC FD - I		2010-11-17	2011-08-03
4 843 ARTIO GLOBAL HIGH INC FD - I		2011-04-08	2011-08-03
8 CBRE CLARION GL R/E INCOME FD		2010-11-17	2011-08-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
24 487 DWS FLOATING RATE PLUS INST		2011-04-08	2011-08-03
54 951 DREYFUS INTL BOND FD -I		2011-04-08	2011-08-03
28 179 DREYFUS INTL BOND FD -I		2009-09-24	2011-08-03
35 932 FEDERATED ULTRA SHORT BD-INS		2011-04-08	2011-08-03
4 668 HARBOR INTERNATIONAL FUND #11		2009-04-17	2011-08-03
5 027 T ROWE PRICE INST LGE-CAP GROWTH		2006-10-27	2011-08-03
21 013 T ROWE PRICE INST LGE-CAP GROWTH		2011-04-08	2011-08-03
12 599 LAZARD EMRG-MKTS EQ PORTFOLIO CL I		2007-08-10	2011-08-03
12 054 MFS EMERGING MARKETS DEBT FD-CL I		2010-12-09	2011-08-03
54 129 MFS EMERGING MARKETS DEBT FD-CL I		2011-04-08	2011-08-03
306 636 MTB SH TERM CORP BD-INST I-#518		2010-11-17	2011-08-03
94 889 MTB INTL EQ-INST I-FD #270		2005-02-09	2011-08-03
665 661 MTB INCOME FUND-INST I-FD #143		2010-11-17	2011-08-03
15 278 MAINSTAY EPOCH GLOBAL EQ YLD FD-I		2011-04-08	2011-08-03
23 669 MORGAN STANLEY FOCUS GROWTH CL I		2010-11-17	2011-08-03
9 715 MORGAN STANLEY FOCUS GROWTH CL I		2011-02-10	2011-08-03
84 275 RIDGEWORTH SEIX FL RATE HI INC FD-I		2007-08-27	2011-08-03
14 561 DWS FLOATING RATE PLUS INST		2011-02-10	2011-10-20
32 743 DREYFUS INTL BOND FD -I		2009-09-24	2011-10-20
25 965 FEDERATED ULTRA SHORT BD-INS		2011-02-10	2011-10-20
33 39 T ROWE PRICE INST LGE-CAP GROWTH		2006-10-27	2011-10-20
11 011 MFS EMERGING MARKETS DEBT FD-CL I		2011-02-10	2011-10-20
1 004 MFS EMERGING MARKETS DEBT FD-CL I		2009-09-24	2011-10-20
195 926 MTB SH TERM CORP BD-INST I-#518		2010-11-17	2011-10-20
4 644 MTB MID CAP GRWTH-INST I-FD #401		2011-08-03	2011-10-20
9 285 MTB LGE CAP VAL-INST I #327		2006-10-27	2011-10-20
299 479 MTB INCOME FUND-INST I-FD #143		2010-11-17	2011-10-20
18 021 MAINSTAY EPOCH GLOBAL EQ YLD FD-I		2011-04-08	2011-10-20
46 617 RIDGEWORTH SEIX FL RATE HI INC FD-I		2007-08-27	2011-10-20
8 SPDR S&P DIVIDEND ETF		2011-02-10	2011-10-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
87 349 LSV VALUE EQUITY FUND		2011-08-03	2011-11-18
584 345 LSV VALUE EQUITY FUND		2010-11-17	2011-11-18
150 ALPINE GLOBAL PREMIER PPTYS		2010-11-17	2011-11-18
2 622 ARTIO GLOBAL HIGH INC FD - I		2011-04-08	2011-11-18
114 CBRE CLARION GL R/E INCOME FD		2010-11-17	2011-11-18
2 982 DWS FLOATING RATE PLUS INST		2011-02-10	2011-11-18
4 938 GUINNESS ATKINSON CHINA & HONG KONG		2011-02-10	2011-11-18
2 421 GUINNESS ATKINSON - GLBL ENERGY FD		2011-02-10	2011-11-18
20 198 HARBOR INTERNATIONAL FUND #11		2011-10-20	2011-11-18
36 726 HARBOR INTERNATIONAL FUND #11		2009-04-17	2011-11-18
269 542 T ROWE PRICE INST LGE-CAP GROWTH		2006-10-27	2011-11-18
4 867 LAZARD EMRG-MKTS EQ PORTFOLIO CL I		2007-08-10	2011-11-18
61 378 LITMAN GREGORY MSTR SLCT INT'L CL I		2011-10-20	2011-11-18
106 463 LITMAN GREGORY MSTR SLCT INT'L CL I		2007-12-07	2011-11-18
2 683 MFS EMERGING MARKETS DEBT FD-CL I		2009-09-24	2011-11-18
41 568 MTB SM CAP GRWTH-INST I-FD #555		2006-12-04	2011-11-18
22 735 MTB MID CAP GRWTH-INST I-FD #401		2010-11-17	2011-11-18
1 979 MTB MID CAP GRWTH-INST I-FD #401		2011-08-03	2011-11-18
443 256 MTB LGE CAP VAL-INST I #327		2008-02-12	2011-11-18
52 165 MTB LGE CAP GRWTH-INST I #299		2011-04-08	2011-11-18
511 121 MTB LGE CAP GRWTH-INST I #299		2007-12-04	2011-11-18
1459 468 MTB INTL EQ-INST I-FD #270		2008-07-25	2011-11-18
8 011 RS GLOBAL NATURAL RESOURCES FD-Y		2011-02-10	2011-11-18
3 776 RIDGEWORTH SEIX FL RATE HI INC FD-I		2007-08-27	2011-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,291		2,723	568
520		547	-27
2,259		1,368	891
1,120		1,068	52
266		214	52
488		627	-139
817		661	156
995		1,010	-15
1,226		1,042	184
2,280		2,671	-391
171		235	-64
3,533		3,720	-187
6		6	
645		515	130
1,107		1,132	-25
210		113	97
300		275	25
199		114	85
1,043		992	51
964		1,018	-54
519		641	-122
268		213	55
235		232	3
153		202	-49
97		86	11
742		521	221
510		511	-1
178		183	-5
50		51	-1
63		61	2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
228		234	-6
952		898	54
488		455	33
331		330	1
283		174	109
84		71	13
352		363	-11
266		298	-32
182		176	6
818		774	44
3,168		3,149	19
864		1,038	-174
6,790		6,756	34
233		242	-9
949		828	121
389		379	10
748		804	-56
132		139	-7
554		528	26
238		239	-1
534		470	64
159		157	2
14		14	
2,004		2,012	-8
65		70	-5
88		122	-34
3,013		3,040	-27
269		285	-16
401		445	-44
409		410	-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,115		1,172	-57
7,456		7,532	-76
816		1,056	-240
25		28	-3
784		870	-86
27		28	-1
140		190	-50
64		77	-13
1,073		1,081	-8
1,951		1,371	580
4,329		3,792	537
89		115	-26
780		827	-47
1,352		2,174	-822
39		37	2
647		934	-287
327		301	26
29		30	-1
4,269		5,395	-1,126
418		483	-65
4,094		4,835	-741
11,515		15,851	-4,336
290		311	-21
33		36	-3

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			568
			-27
			891
			52
			52
			-139
			156
			-15
			184
			-391
			-64
			-187
			130
			-25
			97
			25
			85
			51
			-54
			-122
			55
			3
			-49
			11
			221
			-1
			-5
			-1
			2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-6
			54
			33
			1
			109
			13
			-11
			-32
			6
			44
			19
			-174
			34
			-9
			121
			10
			-56
			-7
			26
			-1
			64
			2
			-8
			-5
			-34
			-27
			-16
			-44
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-57
			-76
			-240
			-3
			-86
			-1
			-50
			-13
			-8
			580
			537
			-26
			-47
			-822
			2
			-287
			26
			-1
			-1,126
			-65
			-741
			-4,336
			-21
			-3

TY 2011 Investments - Other Schedule**Name:** EDITH DEMAIN TW**EIN:** 25-6448960

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MTB SHORT TERM CORP BD #518	AT COST	35,119	35,583
MORGAN STANLEY FOCUS	AT COST	16,062	16,014
MTB INT'L EQUITY #270	AT COST	23,755	23,048
MTB LGE CAP VAL #327	AT COST	19,904	21,367
ING (CBRE) CLARION GLOBAL	AT COST	1,332	1,204
ARTIO GLOBAL HIGH INC	AT COST	4,374	4,029
ALPINE GLOBAL PREMIER	AT COST	6,375	4,823
T ROWE PRICE L/C GROWTH	AT COST	9,726	12,148
MTB LARGE CAP GROWTH	AT COST	21,596	21,703
MTB SMALL CAP GROWTH	AT COST	12,457	10,876
HARBOR INTL	AT COST	11,459	16,096
LAZARD EMERGING MARKETS	AT COST	11,839	11,462
MASTERS SELECT INTL			
LSV VALUE EQUITY	AT COST	21,998	22,460
RIDGEWORTH SEIX	AT COST	12,377	12,187
MTB MID CAP GROWTH	AT COST	13,503	15,053
MAINSTAY EPOCH	AT COST	5,766	6,252
GUINNESS ATKINSON CHINA & HK	AT COST	4,084	4,397
DREYFUS INTL	AT COST	11,999	12,173
MFS EMERGING MARKETS DEBT	AT COST	7,808	8,126
MTB INCOME INST	AT COST	54,612	58,236
RS GLOBAL NAT RES	AT COST	11,064	11,950
SPDR S&P	AT COST	8,344	8,727
GUINNESS ATKINSON GLOBAL ENERG	AT COST	4,787	3,943
LITMAN GREGORY MSTRS	AT COST	7,618	10,045
DWS FLOATING RATE PLUS	AT COST	4,250	4,050
FEDERATED ULTRA SHORT BD	AT COST	4,092	4,066
MTB SHORT DURATION GOVT	AT COST	4,071	4,071

TY 2011 Other Decreases Schedule

Name: EDITH DEMAIN TW

EIN: 25-6448960

Description	Amount
ROUNDING ADJUSTMENT	7

TY 2011 Taxes Schedule

Name: EDITH DEMAIN TW

EIN: 25-6448960

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES PRIOR YEAR BALAN	67	0		0
FEDERAL ESTIMATED TAX DEPOSITS	68	0		0
FOREIGN TAXES ON QUALIFIED FOR	176	176		0
FOREIGN TAXES ON NONQUALIFIED	10	10		0