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Form **990-PF**Department of the Treasury
Internal Revenue Service**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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation Steve and Diane Parish Foundation		A Employer identification number 26-1116145
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd	Room/suite 123	B Telephone number (see instructions) (800) 839-1754
City or town, state, and ZIP code Wilmington DE 19809-1377		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,229,098		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		

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

	(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 (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	174,170	174,170		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	75,381			
b Gross sales price for all assets on line 6a	2,525,749			
7 Capital gain net income (from Part IV, line 2)		291,799		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	411	80		
12 Total. Add lines 1 through 11	249,962	466,049		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	5,995	5,995		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	35,815	35,815		
17 Interest				
18 Taxes (attach schedule) (see instructions)	12,411	1,872		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	10,599	599		10,000
24 Total operating and administrative expenses. Add lines 13 through 23	64,820	44,281		10,000
25 Contributions, gifts, grants paid	338,026			338,026
26 Total expenses and disbursements. Add lines 24 and 25	402,846	44,281		348,026
27 Subtract line 26 from line 12	-152,884			
a Excess of revenue over expenses and disbursements		421,768		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

(HTA)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	74,501	102,469	102,469	
	3	Accounts receivable	2,553			
		Less: allowance for doubtful accounts		2,553	2,553	
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments—U.S. and state government obligations (attach schedule)	728,119	833,285	860,066	
	b	Investments—corporate stock (attach schedule)	2,499,654	2,211,083	2,264,010	
	c	Investments—corporate bonds (attach schedule)				
	Liabilities	11	Investments—land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments—mortgage loans				
13		Investments—other (attach schedule)				
14		Land, buildings, and equipment: basis				
		Less: accumulated depreciation (attach schedule)				
15		Other assets (describe)				
16		Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,302,274	3,149,390	3,229,098	
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	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	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	3,302,274	3,149,390		
30	Total net assets or fund balances (see instructions)	3,302,274	3,149,390			
31	Total liabilities and net assets/fund balances (see instructions)	3,302,274	3,149,390			

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	3,302,274
2	Enter amount from Part I, line 27a	2	-152,884
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	3,149,390
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,149,390

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly-traded Securities				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 2,525,749		2,233,950	291,799	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) 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			291,799	
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	291,799	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3		

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	324,507	2,936,749	0.110499
2009	700,051	2,765,540	0.253134
2008	634,839	3,067,522	0.206955
2007	30,000	1,754,296	0.017101
2006			0.000000
2 Total of line 1, column (d)		2	0.587689
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	0.146922
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		4	3,352,673
5 Multiply line 4 by line 3		5	492,581
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	4,218
7 Add lines 5 and 6		7	496,799
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	348,026

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)		1	8,435
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	8,435
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	8,435
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	9,139	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	1,082	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	10,221	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,786	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ (2) On foundation managers ☐ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶				
14	The books are in care of ▶ c/o Foundation Source Telephone no ▶ (800) 839-1754			
	Located at ▶ 501 Silverside Road, Suite 123 Wilmington DE ZIP+4 ▶ 19809-1377			
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			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ 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 instructions.)	2b	N/A
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? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

5b N/A

6b X

7b N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
	00			
	00			
	00			
	00			
	00			

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

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 instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	
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	3,259,143
b	Average of monthly cash balances	1b	144,586
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	3,403,729
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,403,729
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	51,056
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,352,673
6	Minimum investment return. Enter 5% of line 5	6	167,634

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	167,634
2a	Tax on investment income for 2011 from Part VI, line 5	2a	8,435
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	8,435
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	159,199
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	159,199
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	159,199

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	348,026
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	
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	348,026
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	348,026

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				159,199
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	0			
b From 2007	0			
c From 2008	503,245			
d From 2009	562,704			
e From 2010	180,341			
f Total of lines 3a through e	1,246,290			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 348,026				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				159,199
e Remaining amount distributed out of corpus	188,827			
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	1,435,117			
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				
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 instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,435,117			
10 Analysis of line 9:				
a Excess from 2007	0			
b Excess from 2008	503,245			
c Excess from 2009	562,704			
d Excess from 2010	180,341			
e Excess from 2011	188,827			

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)

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

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0

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))

Diane S Parrish

Steve Parrish

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
ASPETUCK LAND TRUST INC PO BOX 444 WESTPORT CT 06881	N/A	509(a)(1)	General & Unrestricted	500
CARLETON COLLEGE 1 N COLLEGE ST NORTHFIELD MN 55057	N/A	509(a)(1)	General & Unrestricted	50,000
CAROLINE HOUSE INC 574 STILLMAN ST BRIDGEPORT CT 06608	N/A	509(a)(1)	General & Unrestricted	250
CNGRGTNL CHURCH OF GREEN'S FARMS 71 HILLANDALE RD WESTPORT CT 06880	N/A	509(a)(1)	300th Anniversary Documentary	44,576
CNGRGTNL CHURCH OF GREEN'S FARMS 71 HILLANDALE RD WESTPORT CT 06880	N/A	509(a)(1)	Video History Project By Clockwork Media Group	22,200
CONNECTICUT HUMANE SOCIETY 701 RUSSELL RD NEWINGTON CT 06111	N/A	509(a)(1)	General & Unrestricted	500
GIRLS ON THE RUN INTERNATIONAL MOLLY BARKER CHARLOTTE NC 28207	N/A	509(a)(1)	General & Unrestricted	500
MERCY LEARNING CTR OF BRIDGEPORT INC 637 PARK AVE BRIDGEPORT CT 06604	N/A	509(a)(2)	General & Unrestricted	1,000
SAFE HORIZON INC 2 LAFAYETTE ST FL 3 NEW YORK NY 10007	N/A	509(a)(1)	General & Unrestricted	100,000
SAVE THE CHILDREN FEDERATION INC 54 WILTON RD WESTPORT CT 06880	N/A	509(a)(1)	Help Malnourished Somali Children	1,500
SAVE THE CHILDREN FEDERATION INC 54 WILTON RD WESTPORT CT 06880	N/A	509(a)(1)	Japanese Response Project	500
Total See Attached Statement			▶ 3a	338,026
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	174,170	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	75,381	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue. a Federal Tax Refund			01	331	
b	Foreign Tax Refund			01	80	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		249,962	0
13	Total. Add line 12, columns (b), (d), and (e)				249,962	249,962

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

[illegible]

Form 990-PF, Part I, Line 11 - Other Income

TOTAL:				411	80	0
	Description	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income		
1	Federal Tax Refund	331	0	0		
2	Foreign Tax Refund	80	80	0		
3						
4						
5						
6						
7						
8						
9						
10						

Form 990-PF, Part I, Line 16c - Other Professional Fees

TOTAL:		35,815	35,815	0	0
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Investment Management Services	35,815	35,815	0	0
2					
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 18 - Taxes

		TOTAL:	12,411	1,872	0	0
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose	
1	Estimated Tax for 2011	7,590	0	0	0	
2	Excise Tax for 2010	2,949	0	0	0	
3	Foreign Tax Paid	1,872	1,872	0	0	
4						
5						
6						
7						
8						
9						
10						

Form 990-PF, Part I, Line 23 - Other Expenses

		TOTAL:					
		(a)	(b)	(c)	(d)		
		Expenses per	Net Investment	Adjusted Net	Charitable		
		Books	Income	Income	Purpose		
		10,000	0	0	10,000		
1	Administrative Fees	599	599	0	0		
2	Bank Charges						
3							
4							
5							
6							
7							
8							
9							
10							

Form 990-PF, Part II, Line 10a - Investments - U.S. and State Government Obligations

TOTAL:			833,285	860,066
	Description	Book Value End of Year	FMV End of Year	
1	US TIPS - 1.875% - 07/15/2015 (912828EA4)	337,976	340,248	
2	US TIPS - 2.625% - 07/15/2017 (912828GX2)	347,834	345,743	
3	US TIPS - 3.875% - 04/15/2029 (912810FH6)	106,287	127,009	
4	US TREAS - 1.250% - 07/15/2020 (UST071520)	41,188	47,066	
5				
6				
7				
8				
9				
10				

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		TOTAL:		2,211,083		2,264,010	
	Description	Shares	Book Value End of Year	FMV End of Year			
1	3M CO (MMM)	56	4,974	4,577			
2	ABB LTD. (ABB)	357	6,439	6,722			
3	ABBOTT LABS (ABT)	124	6,368	6,973			
4	ACCENTURE PLC (ACN)	391	18,741	20,812			
5	ACE LTD (ACE)	99	6,517	6,942			
6	ACTELION N (ALIOF)	44	2,501	1,505			
7	ADVANCED INFO SVC PLC ADR (AVIFY)	357	1,103	1,571			
8	ADVANCED SEMICONDUCT (ASX)	325	1,605	1,411			
9	AEGON N V ORD AMER REG (AEG)	297	2,190	1,194			
10	AFLAC INC. (AFL)	99	5,381	4,283			
11	AGRIUM INC. (AGU)	15	1,180	1,007			
12	AIA GROUP LTD ADR (AAGIY)	146	1,701	1,823			
13	AIR PRODS & CHEM INC. (APD)	35	2,755	2,982			
14	ALLERGAN INC. (AGN)	111	7,972	9,739			
15	ALLIANZ GLOBAL INVESTORS FIXED INCOME SERIES R (FXIRX)	63,314	682,581	692,654			
16	ALLIANZ SE ADR (AZSEY)	579	6,492	5,483			
17	ALTRIA GROUP INC (MO)	97	2,593	2,876			
18	AMAZON COM (AMZN)	16	3,250	2,770			
19	AMER SCI & ENGINEERING INC (ASEI)	20	1,741	1,362			
20	AMERICAN ELECTRIC POWER INC. (AEP)	99	3,110	4,090			
21	AMERICAN EXPRESS CO (AXP)	100	4,299	4,717			
22	AMERICAN STATES WATER CO (AWR)	14	536	489			
23	AMERIPRISE FINANCIAL INC (AMP)	50	2,484	2,482			
24	AMGEN INC (AMGN)	64	3,806	4,109			
25	AMP LTD UNSP/ADR (AMLT)	111	2,454	1,826			
26	ANADARKO PETROLEUM CORP (APC)	93	7,030	7,099			
27	ANGLO AMERICAN PLC ADR (AAUKY)	110	1,882	2,033			
28	ANHEUSER BUSCH COS INC (BUD)	50	2,438	3,050			
29	AON PLC (AON)	57	2,701	2,668			
30	APACHE CORPORATION (APA)	51	5,237	4,620			
31	APOGEE ENTERPRISES, INC. (APOG)	55	925	674			
32	APPLE INC. (AAPL)	81	21,195	32,804			
33	ARCELOR MITTAL (MT)	59	923	1,073			
34	ASAHI GLASS ADR (ASGLY)	360	3,815	2,974			
35	ASML HOLDING NV NY REG SHS (ASML)	70	2,379	2,925			
36	ASSOCIATED BRITISH FOODS PLC (ASBFY)	108	1,843	1,880			
37	ASTRAZENECA (AZN)	133	6,074	6,157			
38	AT&T CORP COM NEW (T)	380	11,240	11,491			
39	AU OPTRONICS CORP (AUO)	422	3,515	1,823			
40	AUSTRALIA & N Z ADS (ANZBY)	53	1,318	1,103			
41	AUTOZONE INC (AZO)	5	1,503	1,625			

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

	Description	Shares	Book Value End of Year	2,211,083	FMV End of Year
TOTAL:					
42	AVALONBAY CMNTYS INC (AVB)	28	2,270		3,657
43	AVIVA PLC (AV)	135	1,574		1,249
44	BAIDU COM - ADR (BIDU)	80	8,260		9,318
45	BANCO DO BRASIL S A SPONSORED ADR (BDORY)	146	2,474		1,840
46	BANGKOK BANK PUBLIC CO. LTD (BGKKF)	700	3,461		3,290
47	BANGKOK DUSIT MEDICAL SVC (BDUUF)	1,400	2,304		3,500
48	BANK NEW YORK MELLON CORP COM (BK)	322	8,954		6,411
49	BANK OF AMERICA CORP (BAC)	347	5,263		1,929
50	BANK OF HAWAII CORP (BOH)	51	2,570		2,269
51	BANK SARASIN & CIE (BKSNF)	61	1,680		1,775
52	BARCLAYS PLC ADR (BCS)	485	7,567		5,330
53	BARRICK GOLD CORP COM (ABX)	31	1,086		1,403
54	BAYER A G SPONSORED ADR (BAYRY)	63	4,323		4,019
55	BAYERISCHE MOTOREN WERKE (BAMXY)	88	1,918		1,956
56	BECTON DICKINSON & CO (BDX)	49	3,888		3,661
57	BELLE INTL HLDG ADR (BELL)	17	1,331		1,472
58	BHP BILLITON LIMITED (BHP)	116	8,967		8,193
59	BIODER IDEC INC (BIIB)	68	7,062		7,483
60	BIOSTIME INTERNATIONAL HOLDINGS (BTSDF)	1,000	1,578		1,730
61	BLACKBAUD INC (BLKB)	39	828		1,080
62	BLACKROCK INC (BLK)	16	3,024		2,852
63	BNP PARIBAS SPONS ADR (BNPQY)	284	5,532		5,581
64	BOEING CO (BA)	42	2,756		3,081
65	BORG WARNER INC. (BWA)	90	4,224		5,737
66	BOSTON PPTY INC (BXP)	38	2,745		3,785
67	BOTTOMLINE TECHNOLOGIES, INC. (EPAY)	45	1,025		1,043
68	BOWLEVEN ORD 10P (BWLVF)	514	1,261		509
69	BP PLC SPONSORED ADR (BP)	186	7,732		7,950
70	BRIDGESTONE CRP(JAPAN)ADR (BRDCF)	101	4,241		4,545
71	BRISTOL-MYERS SQUIBB CO (BMY)	135	4,477		4,757
72	BRITISH AMERICAN TOBACCO PLC (BTI)	60	4,181		5,693
73	BRITISH LAND CO S/ADR (BTLCY)	250	1,851		1,788
74	BRITISH SKY BROADCASTING ADR (BSYBY)	39	1,673		1,766
75	BROADCOM CORPORATION (BRCM)	138	5,801		4,052
76	BRUKER CORPORATION (BRKR)	115	1,785		1,428
77	CALGON CARBON CP (CCC)	72	1,147		1,131
78	CAMERON INTERNATIONAL CORP (CAM)	113	5,472		5,558
79	CANTEL MEDICAL CORPORATION (CMN)	23	472		642
80	CARBO CERAMICS INC (CRR)	20	1,397		2,467
81	CARNIVAL CORP (CCL)	205	7,862		6,691
82	CATERPILLAR INC. (CAT)	31	2,669		2,809

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		TOTAL:		2,211,083	2,264,010
	Description	Shares	Book Value End of Year	FMV End of Year	
83	CATHAY PACIFIC AIRWAYS (CPCAY)	81	978	693	
84	CELANESE CORPORATION (CE)	43	1,809	1,904	
85	CELGENE CORP (CELG)	61	3,455	4,124	
86	CENTRICA PLC S/ADR (CPYY)	143	2,740	2,548	
87	CERAGON NETWORKS LTD. (CRNT)	72	797	554	
88	CERNER CORPORATION (CERN)	86	2,420	5,268	
89	CHECK POINT SOFTWARE TECHNOLOGIES LTD (CHKP)	52	2,915	2,732	
90	CHEVRON CORP (CVX)	189	16,898	20,109	
91	CHINA MOBILE HKG LTD (CHL)	49	2,407	2,376	
92	CHINA PETRO & CHEM (SNP)	12	973	1,261	
93	CITIGROUP INC (C)	97	2,997	2,552	
94	CLARCOR INC (CLC)	47	2,015	2,350	
95	CNOOC LTD ADS (CEO)	20	3,822	3,494	
96	COACH INC (COH)	72	4,486	4,395	
97	COGNIZANT TECHNOLOGY SOLUTIONS CORPORATION - CLASS (CTSH)	87	3,592	5,595	
98	COHERENT INC CAL (COHR)	17	630	889	
99	COMCAST CORP (CMCSK)	187	4,200	4,406	
100	COMCAST CORP CL A (CMCSA)	58	1,518	1,375	
101	COMMERCIAL METALS (CMC)	71	1,156	982	
102	COMMVAULT SYSTEMS, INC. (CVLT)	39	1,035	1,666	
103	COMP DE BEBA AM ADS (ABV)	224	3,254	8,084	
104	COMPANHIA SANEAD ADS (SBS)	27	1,125	1,503	
105	COMPASS GROUP PLC ADR (CMPGY)	169	1,558	1,602	
106	COMPUTER PROGRAMS AND SYSTEMS, INC (CPSI)	10	337	511	
107	CONOCOPHILLIPS (COP)	66	3,684	4,809	
108	CORP OFFICE PPTY TR (OFC)	44	1,646	935	
109	COVIDIEN LTD (COV)	54	2,390	2,431	
110	CUMMINS INC (CMI)	64	5,484	5,633	
111	CVS CAREMARK CORP. (CVS)	116	3,772	4,730	
112	DANAHER CORP (DHR)	308	13,704	14,488	
113	DARLING INTERNATIONAL INC (DAR)	42	620	558	
114	DECKERS OUTDOOR CORPORATION - COMMON STOCK (DECK)	13	1,078	982	
115	DEERE CO (DE)	64	4,867	4,950	
116	DELHAIZE GROUP SPD ADR (DEG)	40	2,969	2,254	
117	DEUTSCHE BANK AG (DB)	49	1,978	1,855	
118	DEUTSCHE LUFTHANSA S OTC (DLAKY)	116	2,168	1,366	
119	DIAGEO PLC ADS (DEO)	103	8,062	9,004	
120	DIME COMMUNITY BANCSHARES INC (DCOM)	82	1,209	1,033	
121	DIRECTV GROUP (DTV)	72	2,747	3,079	
122	DNB NOR ASA SPONSOR ADR (DNHBY)	29	3,948	2,755	
123	DOLLAR TREE INC. (DLTR)	18	1,499	1,496	

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		TOTAL:		2,211,083		2,284,010	
	Description	Shares	Book Value End of Year	FMV End of Year			
124	DON QUIJOTE CO LTD (DQJCY)	36	3,326	3,262			
125	DOVER CORP (DOV)	104	4,452	6,037			
126	DOW CHEMICAL PV (DOW)	110	3,628	3,164			
127	DU PONT DE NEMOURS (DD)	86	4,075	3,937			
128	DUPONT FABROS TECHNOLOGY INC COM (DFT)	55	1,244	1,332			
129	E.ON AG SPON ADR REP 1/3 ORD NPV (EONGY)	161	5,026	3,444			
130	EAST JAPAN RAILWAY C (EJPRY)	146	1,416	1,526			
131	EAST WEST BANCORP. INC. (EWBC)	88	1,648	1,738			
132	EATON CORP (ETN)	102	4,646	4,440			
133	EBAY INC. (EBAY)	165	5,034	5,004			
134	EDP-ELECTRICIDADE DE PORTUGAL (EDPFY)	66	2,579	2,053			
135	EHEALTH INC (EHTH)	82	1,120	1,205			
136	EMC CORP-MASS (EMC)	293	6,399	6,311			
137	ENERGY DEVELOPMENT ADR (EGDCY)	127	1,749	1,746			
138	ENI S.P.A. (E)	58	2,964	2,394			
139	EQUINIX, INC. (EQIX)	42	3,909	4,259			
140	ESCO TECH INC (ESE)	16	749	460			
141	ESTEE LAUDER COMPANIES INC (EL)	138	11,886	15,500			
142	EXPRESS SCRIPTS HOLDING CO. (ESRX)	66	2,872	2,950			
143	EXXARO RES LTD S/ADR (EXXAY)	44	1,241	912			
144	EXXON MOBIL CORP (XOM)	161	11,770	13,646			
145	FAMILYMART CO LTD ADR (FYRTY)	66	2,209	2,455			
146	FANUC LIMITED UNSPONSORED (FANUY)	81	1,873	2,049			
147	FIFTH THIRD BANCORP (FITB)	138	1,840	1,755			
148	FINANCIAL ENGINES INC COM (FNGN)	51	1,161	1,139			
149	FLOWERVE CP (FLS)	33	4,371	3,278			
150	FLUOR CORP NEW (FLR)	77	4,468	3,869			
151	FRANKLIN RES INC (BEN)	24	2,774	2,305			
152	FREEPORT-MCMORAN COPPER & GOLD INC. (FCX)	77	3,915	2,833			
153	FRESENIUS MED CAR AG (FMS)	27	1,515	1,835			
154	FUEL SYSTEMS SOLUTIONS, INC. (FSYS)	50	1,422	825			
155	FUEL TECH, INC. (FTEK)	68	668	447			
156	FUJITSU LTD ADR OTC (FJTSY)	80	2,208	2,068			
157	GEN DYNAMICS CP (GD)	36	2,619	2,391			
158	GEN-PROBE INCORPORATED (GPRO)	14	827	828			
159	GENERAL ELECTRIC CO (GE)	369	6,088	6,609			
160	GENERAL MILLS INC (GIS)	159	5,589	6,425			
161	GENESEE (GWR)	37	1,609	2,241			
162	GENTHERM INC (THRM)	56	846	799			
163	GEOSPACE TECHNOLOGIES CORP (GEOS)	9	874	696			
164	GERRY WEBER INTL AG (GRYIF)	58	1,350	1,784			

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

	Description	Shares	Book Value End of Year	FMV End of Year
TOTAL: 2,211,083 2,264,010				
165	GLAXOSMITHKLINE PLC (GSK)	150	5,758	6,845
166	GOLDMAN SACHS GROUP (GS)	91	14,070	8,229
167	GOME ELECT APPLIANCES HLDG (GMELY)	37	1,321	850
168	GOOGLE INC CL A (GOOG)	26	14,999	16,793
169	GREEN DOT CORP A (GDOT)	31	1,583	968
170	GT ADVANCED TECHNOLOGIES INC (GTAT)	61	506	442
171	HAIN FOOD GROUP, INC (HAIN)	23	606	843
172	HALLIBURTON COMPANY (HAL)	386	17,047	13,321
173	HASBRO INC (HAS)	151	5,396	4,815
174	HENRY SCHEIN INC (HSIC)	98	5,819	6,314
175	HESS CORP (HES)	37	3,063	2,102
176	HIBBETT SPORTS, INC. (HIBB)	36	773	1,626
177	HITACHI CONST MACH UN/ADR (HTCMY)	43	2,126	1,396
178	HOME DEPOT INC. (HD)	105	4,264	4,414
179	HONEYWELL INTERNATIONAL INC. (HON)	86	3,865	4,674
180	HSBC HLDGS PLC ADS (HBC)	35	1,305	1,334
181	HUABAO INTERNATIONAL HOLDINGS LTD (HUIHY)	25	1,859	663
182	HUB GROUP, INC. (HUBG)	16	584	519
183	HUMANA INC (HUM)	29	1,842	2,541
184	ICAP PLC SPON ADR (IAPLY)	210	3,280	2,230
185	ICU MEDICAL, INC. (ICUI)	22	716	990
186	II VI INC (IIVI)	22	624	404
187	IMAGINATION TECH GROUP (IGNMF)	161	909	1,369
188	IMPERIAL TOBACCO GRO (ITYBY)	99	6,414	7,459
189	INDEPENDENT BANK CORP (INDB)	38	974	1,037
190	ING GROUP N V SPONSORED ADR (ING)	417	5,259	2,990
191	INPEX HOLDINGS INC (IPXHY)	125	2,109	1,931
192	INTEL CORP (INTC)	112	2,289	2,716
193	INTERDIGITAL COMMUNICATIONS CORP (IDCC)	27	1,461	1,176
194	INTERNATIONAL BUSINESS MACHINES (IBM)	105	13,483	19,306
195	INVESTMENT TEC NEW (ITG)	61	1,265	659
196	IROBOT CORPORATION (IRBT)	27	756	806
197	J2 GLOBAL INC (JCOM)	68	1,706	1,914
198	JARDINE MATHESON UNS/ADR (JMHL)	57	1,779	2,708
199	JOHNSON & JOHNSON (JNJ)	250	15,541	16,395
200	JOHNSON CONTROLS INC. (JCI)	117	4,252	3,657
201	JONES LANG LASALLE (JLL)	25	1,445	1,532
202	JP MORGAN CHASE & CO (JPM)	464	16,384	15,428
203	KEYCORP (KEY)	262	2,396	2,015
204	KIRIN BREWERY LTD (KNBWY)	160	2,353	1,920
205	KOHL'S CORP (KSS)	41	2,207	2,023

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		TOTAL:		2,211,083	2,264,010
	Description	Shares	Book Value End of Year	FMV End of Year	
206	KONINKLIJKE AHOLD (AHONY)	174	2,331	2,340	
207	KOOKMIN BK ADS NEW (KB)	56	1,784	1,755	
208	KRAFT FOODS INC (KFT)	73	2,159	2,727	
209	KRATON PERFORMANCE POLYMERS INCCOM (KRA)	23	514	467	
210	L'AIR LIQUIDE ADR OTC (AIQUY)	112	2,629	2,755	
211	L'OREAL ADR (LRLCY)	88	1,836	1,833	
212	LANDAUR INC (LDR)	24	1,566	1,236	
213	LAYNE CHRISTENSEN COMPANY (LAYN)	15	707	363	
214	LG. PHILIPS (LPL)	223	3,003	2,348	
215	LIFE HEALTHCARE GROUP HOLDINGS (LTGHF)	736	1,911	1,825	
216	LIFE TIME FITNESS (LTM)	19	726	888	
217	LIFEWAY FOODS INC (LWAY)	29	323	280	
218	LINDSAY CORP (LNN)	23	1,792	1,262	
219	LIQUIDITY SERVICES INC (LQDT)	38	534	1,402	
220	LLOYDS TSB GROUP PLC (LYG)	848	3,298	1,331	
221	LOCKHEED MARTIN CORP (LMT)	157	14,416	12,701	
222	LONZA GROUP AG (LZAGF)	22	2,738	1,297	
223	LUFKIN INDUSTRIES, INC. (LUFK)	22	1,853	1,481	
224	LUKOIL HOLDING CO SP/ADR (LUKOY)	35	2,448	1,862	
225	LULULEMON ATHLETICA INC (LULU)	14	694	653	
226	MACQUARIE GROUP LTD S/ADR (MQBKY)	56	1,332	1,361	
227	MACY'S INC (M)	40	1,265	1,287	
228	MAGNA INTERNATIONAL INC. (MGA)	79	4,027	2,631	
229	MAN WAH HOLDINGS LTD G5800U107 (MAWHF.PK)	2,000	2,780	1,160	
230	MARKETAXESS HOLDINGS, INC. (MKTX)	30	739	903	
231	MCDONALD'S CORP (MCD)	179	13,700	17,959	
232	MEAD JOHNSON NUTRITI (MJN)	97	6,254	6,667	
233	MEDTRONIC INC (MDT)	161	5,814	6,158	
234	MENS WEARHOUSE (THE) (MW)	35	992	1,134	
235	MERCK & CO INC. (MRK)	107	3,664	4,034	
236	MERIDIAN BIOSCIENCE INC. (VIVO)	77	2,013	1,451	
237	METLIFE INC. (MET)	304	12,416	9,479	
238	MICROSOFT CORPORATION (MSFT)	547	14,050	14,200	
239	MICROSTRATEGY INCORPORATED (MSTR)	5	590	542	
240	MIDDLEBY CORPORATION (THE) (MIDD)	18	1,045	1,693	
241	MILLER HERMAN INC. (MLHR)	21	572	387	
242	MINDRAY MEDICAL INTL (MR)	56	1,627	1,498	
243	MINERAL TECH INC (MTX)	18	1,181	1,018	
244	MITSUBISHI CORP SPON (MSBHY)	60	3,132	2,404	
245	MITSUBISHI ESTATE CO ADR (MITEY)	170	3,321	2,531	
246	MITSUBISHI TOKYO FIN (MTU)	494	2,289	2,070	

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

TOTAL:					2,211,083	2,264,010
	Description	Shares	Book Value End of Year	FMV End of Year		
247	MITSUI & COMPANY, LTD. - ADR (MITSY)	3	1,052	929		
248	MONSANTO CO (MON)	121	6,419	8,478		
249	MTN GROUP LTD SPON ADR (MTNOY)	114	2,010	2,018		
250	MUENCHENER RUECKVERS (MURGY)	206	2,753	2,530		
251	N J RESOURCES CP (NJR)	44	1,612	2,165		
252	NATIONAL AUSTRALIA BK LTD (NABZY)	129	3,083	3,087		
253	NATIONAL GRID TRANSPO PLC (NGG)	37	1,585	1,794		
254	NATIONAL INSTRUMENTS CORPORATION (NATI)	31	659	804		
255	NATL OILWELL VARCO (NOV)	86	5,833	5,847		
256	NATURAL GAS SVCS GROUP (NGS)	33	610	477		
257	NEOGEN CORPORATION (NEOG)	50	1,282	1,532		
258	NESTLE S.A. (NSRGY)	243	11,852	14,024		
259	NET 1 UEPS TECHNOLOGIES, INC. (UEPS)	64	1,483	491		
260	NETEASE.COM INC COM STK (NTES)	92	4,532	4,126		
261	NEW GOLD INC (NGD)	109	1,169	1,099		
262	NEW WORLD DEV LTD S/ADR (NDVLY)	639	2,411	996		
263	NEWCREST MINING LTD-SPON ADR (NCMGY)	120	3,024	3,637		
264	NEXANS (NXPRF)	22	1,871	1,133		
265	NEXEN INC (NXY)	264	6,158	4,200		
266	NIC INC (EGOV)	63	619	839		
267	NIKE INC-CL B (NKE)	175	11,056	16,865		
268	NINTENDO CO LTD ADR OTC (NTOY.PK)	49	1,031	830		
269	NIPPON TELEPHONE ADR (NTT)	203	4,637	5,142		
270	NISSAN MOTOR LTD ASR (NSANY)	328	5,827	5,832		
271	NOMURA HOLDINGS ADR (NMR)	807	4,782	2,405		
272	NOMURA RESEARCH INST LTD (NRILY)	21	939	948		
273	NORTHROP GRUMMAN CORP (NOC)	65	3,613	3,801		
274	NOVARTIS AG ADR (NVS)	149	7,748	8,518		
275	NTT DOCOMO ADS (DCM)	237	4,188	4,349		
276	NUTRISYSTEM INC (NTRI)	42	671	543		
277	O'REILLY AUTOMOTIVE INC. (ORLY)	51	3,117	4,077		
278	OAO GAZPROM SPONS GDR (OGZPY)	202	2,515	2,158		
279	OCCIDENTAL PETE CORP (OXY)	201	18,572	18,834		
280	OCWEN FINL CORP (OCN)	124	1,384	1,796		
281	OPHIR ENERGY PLC (OPHR)	403	1,769	1,806		
282	ORACLE CORP (ORCL)	736	22,874	18,878		
283	ORIX CORP ADS (IX)	79	3,051	3,241		
284	ORRSTOWN FINL SVCS INC (ORRF)	1	26	8		
285	P P G IND (PPG)	105	8,143	8,766		
286	PEABODY ENERGY CORP (BTU)	66	3,067	2,185		
287	PEPSICO INC (PEP)	165	9,466	10,948		

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		TOTAL:	Shares	Book Value End of Year	2,211,083	FMV End of Year	2,264,010
	Description						
288	PETROLEO BRASILEIRO (PBR)		83	3,065		2,063	
289	PETROLEO BRASILEIRO SA- PETRO (PBR-A)		84	2,094		1,973	
290	PFIZER INC. (PFE)		775	12,559		16,771	
291	PG & E CORP (PCG)		62	2,795		2,556	
292	PHILIP MORRIS INTL (PM)		166	9,689		13,028	
293	PIONEER NAT RES CO (PXD)		75	5,245		6,711	
294	PLANTRONICS INC. (PLT)		66	1,765		2,352	
295	PNC FINANCIAL GROUP INC. (PNC)		132	7,553		7,612	
296	POTASH CORPORATION OF SASKATCHEWAN INC (POT)		39	1,820		1,610	
297	POWER INTEGRATIONS, INC. (POWI)		52	1,615		1,724	
298	PPL CORPORATION (PPL)		110	2,973		3,236	
299	PRAXAIR INC. (PX)		153	14,019		16,356	
300	PRECISION CASTPARTS (PCP)		41	5,658		6,756	
301	PRICELINE.COM INCORPORATED (PCLN)		34	9,501		15,902	
302	PRUDENTIAL FINCL INC (PRU)		124	6,594		6,215	
303	PUBLIC SVC ENTERPRISE GROUP INC. (PEG)		105	3,526		3,466	
304	QUAKER CHEM CP (KWR)		31	511		1,206	
305	QUALCOMM INC (QCOM)		100	5,602		5,470	
306	QUALITY SYSTEMS, INC. - COMMON STOCK (QSI)		40	933		1,480	
307	RALPH LAUREN CORP (RL)		26	2,571		3,590	
308	REYNOLDS AMERN INC (RAI)		97	3,329		4,018	
309	RIO TINTO PLC SPONSORED ADR (RIO)		74	4,652		3,620	
310	ROCHE HOLDING LTD ADR (RHHBY)		258	9,485		10,978	
311	ROYAL DSM NV S/ADR (RDSMY)		281	3,557		3,234	
312	ROYAL DUTCH SHELL PLC (RDS-A)		88	6,097		6,432	
313	SAIPEM SPA UNSPON ADR (SAPMY)		77	1,605		1,629	
314	SAKARI RESOURCES UNSP ADR EACH REP 200RD (SSGDY)		59	2,170		1,661	
315	SANDS CHINA LTD (AST168192)		800	1,136		1,713	
316	SANOFI-AVENTIS SPONSORED ADR (SNY)		111	3,683		4,056	
317	SANTOS LTD ORD (STOSF)		223	2,769		2,761	
318	SAPIENT CORPORATION (SAPE)		154	1,837		1,940	
319	SCHLUMBERGER LTD (SLB)		68	6,492		4,645	
320	SCOTTISH & SOUTHERN ENERGY ADR (SSEZY)		180	3,891		3,616	
321	SEADRILL LTD (SDRL)		58	1,897		1,924	
322	SELECT COMFORT CORPORATION (SCSS)		114	1,583		2,473	
323	SEMPRA ENERGY COM (SRE)		61	3,051		3,355	
324	SHARP CORP ADR (SHCAY)		375	3,863		3,270	
325	SHISEIDO CO LTD (SSDOY)		98	1,829		1,777	
326	SIGNATURE BANK (SBNY)		36	1,279		2,160	
327	SIMON PPTY GROUP INC NEW (SPG)		31	3,522		3,997	
328	SIMPSON MANUFACTURING CO INC (SSD)		39	1,118		1,313	

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		TOTAL:		2,211,083	2,264,010
	Description	Shares	Book Value End of Year	FMV End of Year	
329	SOCIETE GENERALE FRNCE ADR (SCGLY)	438	6,340	1,910	
330	SODASTREAM INTERNATIONAL LTD (SODA)	26	1,054	850	
331	SONY CORP ADR (SNE)	135	4,248	2,435	
332	SOUTH JERSEY INDS INC (SJI)	31	1,139	1,761	
333	SOUTHSIDE BANCSHARES INC (SBSI)	29	568	618	
334	ST. JUDE MED INC. (STJ)	56	1,876	1,921	
335	STANLEY BLACK & DECKER INC (SWK)	83	5,041	5,611	
336	STARBUCKS CORP COM (SBUX)	229	7,594	10,536	
337	STARWOOD HOTELS & RESORTS (HOT)	54	1,410	2,590	
338	STR HOLDINGS INC (STRI)	33	739	272	
339	SUMITOMO MITSUI FINCL GRP (SMFG)	971	6,102	5,350	
340	SYNGENTA AG ADS (SYT)	49	2,621	2,888	
341	TARGET CORPORATION (TGT)	169	9,028	8,656	
342	TEAM, INC. (TISI)	53	1,362	1,577	
343	TELECOM ITALIA ADR (TI)	378	4,752	4,026	
344	TELIASONERA ADR (TLSNY)	150	1,968	2,024	
345	TESCO CORPORATION COM NPV (TESO)	50	972	632	
346	TEVA PHARMECEUTICAL SP ADR (TEVA)	147	7,258	5,933	
347	TEXAS CAPITAL BANCSHARES, INC. (TCBI)	36	908	1,102	
348	TEXAS INSTRUMENTS INC. (TXN)	135	3,615	3,930	
349	THALES SPONS ORD (THLEF)	62	3,028	1,872	
350	THE FRESH MARKET INC (TFM)	21	859	838	
351	THERMO FISHER SCIENTIFIC INC (TMO)	173	8,561	7,780	
352	TIFFANY & CO. (TIF)	46	2,791	3,048	
353	TIME WARNER CABLE INC (TWC)	31	2,296	1,971	
354	TIME WARNER INC. (TWX)	321	11,500	11,601	
355	TJX COMPANIES INC (TJX)	286	13,432	18,461	
356	TOSHIBA CORP UNSPIADR (TOSYY)	93	2,961	3,004	
357	TOTAL FINA ELF S.A. (TOT)	88	4,435	4,498	
358	TOYOTA MTR CORP (TM)	92	7,270	6,084	
359	TRAVELERS COMPANIES INC (THE) (TRV)	158	8,347	9,349	
360	TURKIYE VAKIFLAR - UNSPON ADR (TKVYY)	62	1,164	787	
361	TYCO INTERNATIONAL LTD. (TYC)	62	2,976	2,896	
362	UMB FINANCIAL CORPORATION (UMBF)	46	1,845	1,714	
363	UMPQUA HOLDINGS CORPORATION (UMPOQ)	152	1,742	1,883	
364	UNILEVER N V N Y (UN)	75	2,504	2,578	
365	UNION PACIFIC (UNP)	202	15,195	21,399	
366	UNITED NATURAL FOODS, INC (UNFI)	47	1,135	1,880	
367	UNITED OVRSEAS BK LTD ADR (UOVEY)	111	3,442	2,615	
368	UNITED TECHNOLOGIES CORP (UTX)	149	10,681	10,890	
369	UNITEDHEALTH GROUP INC. (UNH)	135	4,950	6,842	

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		TOTAL:		2,211,083	2,264,010
	Description	Shares	Book Value End of Year	FMV End of Year	
370	UNIVERSAL TECH INST (UTI)	46	889	588	
371	US BANCORP DEL NEW (USB)	310	7,731	8,366	
372	VALE SA PREFERENCE A ADR (VALE-P)	165	4,422	3,399	
373	VARIAN MEDICAL SYSTEMS INC (VAR)	94	5,567	6,310	
374	VERIZON COMMUNICATIONS (VZ)	82	2,762	3,290	
375	VIACOM INC. CL B (VIA-B)	102	4,581	4,632	
376	VISA INC (V)	92	7,954	9,341	
377	VIVENDI SA S/ADR (VIVDY)	98	2,841	2,153	
378	VODAFONE GROUP PLC (VOD)	473	11,490	13,258	
379	VOLKSWAGEN AG SPONS ADR (VLKAY)	129	3,839	3,443	
380	WABTEC (WAB)	37	2,118	2,588	
381	WAL-MART STORES INC. (WMT)	22	1,229	1,315	
382	WALT DISNEY HOLDINGS CO. (DIS)	229	8,937	8,588	
383	WATTS WATER TECHNOLOGIES INC (WTS)	35	1,061	1,197	
384	WELLS FARGO & CO. (WFC)	418	12,162	11,520	
385	WELLS FARGO PREFERRED 8.00% (WFC-J)	73	1,677	2,075	
386	WEST PHARMA SVCS INC (WST)	43	2,028	1,632	
387	WHITE ENER FPO (WECFF)	781	2,158	242	
388	WILEY JOHN & SONS INC CL A (JW-A)	46	2,085	2,042	
389	WOLVERINE WORLDWIDE (WWW)	31	1,122	1,105	
390	WORLEY PARSONS LTD (WYGPY)	66	1,776	1,725	
391	WRIGHT EXPRESS CORP (WXS)	32	1,559	1,737	
392	WYNN RESORTS LIMITED COMMON (WYNN)	75	8,883	8,287	
393	XSTRATA PLC UNSP/ADR (XSTRAY)	748	3,328	2,214	
394	YAMANA GOLD INC (AUY)	123	1,497	1,807	
395	YOKU.COM (YOKU)	69	2,820	1,081	
396	YUM BRANDS INC (YUM)	124	5,909	7,317	
397	ZOLL MED CORP COM (ZOLL)	21	405	1,327	
398	ZURICH FINCL SVC AG S/ADR (ZFSVY)	96	2,288	2,177	

Form 990-PF, Part VIII, Line 1 - Compensation of Officers, Directors, Trustees and Foundation Managers

TOTAL: 5,995 0										
	Name	Street	City	State	Zip Code	Title	Avg Hrs	Comp	Benefits	Expense Acct
1	Amanda Parrish	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Recording Secretary / Trustee	1	0	0	0
2	Clay Parrish	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Treasurer / Trustee	1	0	0	0
3	Diane S Parrish	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	President / Trustee	1	0	0	0
4	Steve Parrish	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Vice President / Trustee	1	0	0	0
5	UBS Trust Company	Foundation Source 501 Silverside Rd	Wilmington	DE	19809	Trustee	10	5,995	0	0
6										
7										
8										
9										
10										

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

STAMFORD SYMPHONY ORCHESTRA INC

Street

263 TRESSER BLVD

City

STAMFORD

State

CT

Zip Code

06901

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

75,000

Name

THE NEW SCHOOL

Street

79 5TH AVE 17TH FL

City

NEW YORK

State

NY

Zip Code

10003

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

35,000

Name

UNIVERSITY OF CHICAGO

Street

1427 E 60TH ST, STE 120

City

CHICAGO

State

IL

Zip Code

60637

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

2,500

Name

UNIVERSITY OF CHICAGO

Street

1427 E 60TH ST, STE 120

City

CHICAGO

State

IL

Zip Code

60637

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Creative Writing Program

Amount

500

Name

UNIVERSITY OF CHICAGO

Street

1427 E 60TH ST, STE 120

City

CHICAGO

State

IL

Zip Code

60637

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Odyssey Scholarship Challenge

Amount

2,500

Name

WESTPORT HISTORICAL SOCIETY INC

Street

25 AVERY PL

City

WESTPORT

State

CT

Zip Code

06880

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

General & Unrestricted

Amount

500

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WISCONSIN ALLIANCE FOR WOMENS HEALTH INC

Street

PO BOX 1726

City

MADISON

State

WI

Zip Code

53701

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

500

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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Name

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Zip Code

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Foundation Status

Purpose of grant/contribution

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Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0