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

OMB No 1545-0052

2011

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 MAY 26, 2011, and ending DEC 31, 2011

Name of foundation
The Boudinot Foundation

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
c/o E.R. Boynton, 30 Valley Stream Pkwy

City or town, state, and ZIP code
Malvern, PA 19355

A Employer identification number
27-5271360

B Telephone number
484-323-1345

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 5211817. (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		5585829.		N/A	
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		92709.	92709.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		4445.			Statement 1
b Gross sales price for all assets on line 6a 284334.					
7 Capital gain net income (from Part IV, line 2)			22256.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		5682983.	114965.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 3		6465.	6465.		0.
b Accounting fees					
c Other professional fees Stmt 4		11061.	11061.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		17526.	17526.		0.
25 Contributions, gifts, grants paid		162000.			162000.
26 Total expenses and disbursements. Add lines 24 and 25		179526.	17526.		162000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		5503457.			
b Net investment income (if negative, enter -0-)			97439.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		379248.	379248.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 5	0.	733923.	732139.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment, basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 6	0.	4390286.	4100430.
	14 Land, buildings, and equipment, basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	0.	5503457.	5211817.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	5503457.	
30 Total net assets or fund balances	0.	5503457.		
31 Total liabilities and net assets/fund balances	0.	5503457.		

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	0.
2 Enter amount from Part I, line 27a	2	5503457.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5503457.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5503457.

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			
b See Attached Statements			
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			
b			
c			
d			
e 284334.		262078.	22256.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			22256.

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	22256.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

N/A

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010			
2009			
2008			
2007			
2006			

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1949.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	1949.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1949.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		34.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1983.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ 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? 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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>Edwin R. Boynton, Esquire</u> Telephone no. ► <u>484-323-1345</u> Located at ► <u>30 Valley Stream Parkway, Malvern, PA</u> ZIP+4 ► <u>19355</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 <u>N/A</u> ► ☐	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	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 ► _____		
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.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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) <u>N/A</u>	3b	
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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ 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?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
Carol A. Atterbury 30 Valley Stream Parkway Malvern, PA 19355	President/Director 1.00	0.	0.	0.
Michael B. Atterbury 30 Valley Stream Parkway Malvern, PA 19355	Secretary/Treasurer/Director 0.50	0.	0.	0.
Edwin R. Boynton 30 Valley Stream Parkway Malvern, PA 19355	Director 0.50	0.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5052234.
b	Average of monthly cash balances	1b	240964.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5293198.
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	5293198.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	79398.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5213800.
6	Minimum investment return. Enter 5% of line 5 Adjusted for Short Tax Period	6	157128.

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	157128.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1949.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1949.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	155179.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	155179.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	155179.

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	162000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	162000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	162000.

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.

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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				155179.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 162000.				
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)	0.			
d Applied to 2011 distributable amount				155179.
e Remaining amount distributed out of corpus	6821.			
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	6821.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	6821.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011	6821.			

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income**

[illegible]

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 Paid during the year				
Oldfields School 1500 Glencoe Road Glencoe, MD 21152	N/A	501(c)(3)	Grant to another 501(c)(3) organization	50000.
Kieve-Wavus Education, Inc. Box 169 Nobleboro, ME 04555	N/A	501(c)(3)	Grant to another 501(c)(3) organization	16000.
White Mountain School 371 W. Farm Road Bethlehem, NH 03574	N/A	501(c)(3)	Grant to another 501(c)(3) organization	16000.
US Para-Equestrian Association 3940 Verde Vista Drive Thousand Oaks, CA 91360	N/A	501(c)(3)	Grant to another 501(c)(3) organization	16000.
Equine Land Conservation Resource 4037 Iron Works Parkway Lexington, KY 40511	N/A	501(c)(3)	Grant to another 501(c)(3) organization	16000.
Total	See continuation sheet(s)			162000.
b Approved for future payment				
None				
Total				0.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization

Employer identification number

The Boudinot Foundation

27-5271360

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ <u>124766.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
<u>2</u>	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ <u>10306.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
<u>3</u>	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ <u>6082.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
<u>4</u>	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ <u>10987.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
<u>5</u>	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ <u>10938.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
<u>6</u>	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ <u>6196.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 28140.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
8	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 7342.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
9	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 7599.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
10	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 5272.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
11	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 7566.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
12	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 10257.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization The Boudinot Foundation	Employer identification number 27-5271360
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 11378.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
14	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 7387.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
15	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 20672.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
16	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 9583.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
17	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 8124.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
18	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 9338.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 11607.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
20	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 11582.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
21	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 7198.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
22	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 8664.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
23	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 9444.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
24	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 10400.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 8939.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
26	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 8411.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
27	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 6439.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
28	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 11792.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
29	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 7138.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
30	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 10159.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
31	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 23893.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
32	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 9593.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
33	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 12435.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
34	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 6115.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
35	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 5263.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
36	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 7020.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
37	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 13709.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
38	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 9433.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
39	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 7730.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
40	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 15622.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
41	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 11840.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
42	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 9065.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
43	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 5166.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
44	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 13272.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
45	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 15381.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
46	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 6577.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
47	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 14295.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
48	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 14714.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
49	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 7316.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
50	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 13370.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
51	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 10519.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
52	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 10793.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
53	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 10713.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
54	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 9194.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization The Boudinot Foundation	Employer identification number 27-5271360
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
55	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 6589.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
56	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 10910.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
57	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 10494.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
58	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 10324.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
59	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 10367.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
60	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway malvern, PA 19355	\$ 11162.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
61	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 9890.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
62	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 7866.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
63	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 9285.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
64	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 10084.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
65	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 9972.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
66	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 10319.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

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The Boudinot Foundation27-5271360**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
67	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 60192.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
68	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 23591.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
69	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 131295.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
70	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 47504.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
71	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 131355.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
72	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 42574.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
73	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 115758.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
74	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 128683.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
75	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 58932.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
76	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 134896.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
77	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 134099.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
78	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 86262.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
79	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 87462.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
80	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 216952.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
81	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 132823.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
82	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 569465.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
83	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 224116.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
84	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 668591.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization The Boudinot Foundation	Employer identification number 27-5271360
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
85	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 24616.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
86	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 111514.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
87	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 86506.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
88	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 43988.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
89	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 393038.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
90	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 113369.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

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The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
91	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 52069.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
92	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 281000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
93	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1507.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
94	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1057.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
95	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1102.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
96	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1040.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
97	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 3058.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
98	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 927.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
99	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 337.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
100	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 923.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
101	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1047.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
102	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1161.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
103	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1116.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
104	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 2673.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
105	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1349.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
106	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 932.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
107	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 769.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
108	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1210.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
109	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1179.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
110	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 856.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
111	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1275.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
112	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 963.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
113	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1630.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
114	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1209.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
115	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1145.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
116	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 988.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
117	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 829.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
118	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1289.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
119	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1612.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
120	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 883.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
121	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1652.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
122	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 3218.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
123	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1050.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
124	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 2398.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
125	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1445.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
126	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1880.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
127	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1216.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
128	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 2071.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
129	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1095.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
130	assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1549.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
131	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1101.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
132	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1617.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
133	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1325.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
134	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1337.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
135	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 644.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
136	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1842.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
137	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 764.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
138	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1434.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
139	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 900.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
140	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 847.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
141	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1818.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
142	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1646.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
143	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1053.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
144	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1808.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
145	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1534.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
146	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 811.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
147	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1159.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
148	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1500.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
149	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 939.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
150	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1448.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
151	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1226.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
152	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1170.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
153	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1140.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
154	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1296.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
155	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1241.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
156	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1090.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization The Boudinot Foundation	Employer identification number 27-5271360
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
157	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 1460.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
158	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 7562.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
159	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 2797.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
160	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 18216.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
161	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 15004.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
162	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 5805.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
The Boudinot Foundation	27-5271360

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
163	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 15429.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
164	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 17518.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
165	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 7189.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
166	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 15638.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
167	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 16117.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
168	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 11832.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
169	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 10043.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
170	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 135125.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
171	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 14686.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
172	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 76980.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
173	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 47440.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
174	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 84493.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
175	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 3010.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
176	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 13171.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
177	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 10287.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
178	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 5283.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
179	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 56101.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
180	Assets received from Ithan Foundation pursuant to plan of division 30 Valley Stream Parkway Malvern, PA 19355	\$ 14802.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>2</u>	<u>126 shares Allergan</u>	\$ <u>10306.</u>	<u>05/26/11</u>
<u>3</u>	<u>120 shares American Express</u>	\$ <u>6082.</u>	<u>05/26/11</u>
<u>4</u>	<u>182 shares Ameriprise Financial</u>	\$ <u>10987.</u>	<u>05/26/11</u>
<u>5</u>	<u>264 shares Amerisourcebergen</u>	\$ <u>10938.</u>	<u>05/26/11</u>
<u>6</u>	<u>50 shares Apache</u>	\$ <u>6196.</u>	<u>05/26/11</u>
<u>7</u>	<u>84 shares Apple Inc</u>	\$ <u>28140.</u>	<u>05/26/11</u>

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>8</u>	<u>236 shares AT&T</u>	\$ <u>7342.</u>	<u>05/26/11</u>
<u>9</u>	<u>102 shares Baker Hughes</u>	\$ <u>7599.</u>	<u>05/26/11</u>
<u>10</u>	<u>460 shares Bank of America Corp</u>	\$ <u>5272.</u>	<u>05/26/11</u>
<u>11</u>	<u>108 shares Borg Warner</u>	\$ <u>7566.</u>	<u>05/26/11</u>
<u>12</u>	<u>194 shares Capital One Financial Corp</u>	\$ <u>10257.</u>	<u>05/26/11</u>
<u>13</u>	<u>230 shares Celanese Corp</u>	\$ <u>11378.</u>	<u>05/26/11</u>

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>14</u>	<u>172 shares Centurylink Inc</u> _____ _____	\$ <u>7387.</u>	<u>05/26/11</u>
<u>15</u>	<u>200 shares Chevron Corporation</u> _____ _____	\$ <u>20672.</u>	<u>05/26/11</u>
<u>16</u>	<u>148 shares Chubb Corp</u> _____ _____	\$ <u>9583.</u>	<u>05/26/11</u>
<u>17</u>	<u>202 shares Citigroup Inc</u> _____ _____	\$ <u>8124.</u>	<u>05/26/11</u>
<u>18</u>	<u>140 shares Coca Cola</u> _____ _____	\$ <u>9338.</u>	<u>05/26/11</u>
<u>19</u>	<u>188 shares Cooper Industries</u> _____ _____	\$ <u>11607.</u>	<u>05/26/11</u>

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
20	212 shares Covidien	\$ 11582.	05/26/11
21	68 shares Cummins Inc	\$ 7198.	05/26/11
22	102 shares Deere & Co	\$ 8664.	05/26/11
23	150 shares Dollar Tree Inc	\$ 9444.	05/26/11
24	162 shares Dover Corp	\$ 10400.	05/26/11
25	172 shares DuPont EI De Nemours & Co	\$ 8939.	05/26/11

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>26</u>	<u>166 shares Eaton Corp</u> _____ _____	\$ <u>8411.</u>	<u>05/26/11</u>
<u>27</u>	<u>210 shares Ebay Inc</u> _____ _____	\$ <u>6439.</u>	<u>05/26/11</u>
<u>28</u>	<u>418 shares EMC Corp</u> _____ _____	\$ <u>11792.</u>	<u>05/26/11</u>
<u>29</u>	<u>118 shares Equity Residential Sh Ben</u> <u>Int REIT</u> _____ _____	\$ <u>7138.</u>	<u>05/26/11</u>
<u>30</u>	<u>102 shares Estee Lauder Cos Inc</u> _____ _____	\$ <u>10159.</u>	<u>05/26/11</u>
<u>31</u>	<u>290 shares Exxon Mobil Corp</u> _____ _____	\$ <u>23893.</u>	<u>05/26/11</u>

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>32</u>	<u>494 shares General Electric Co</u> _____ _____	\$ <u>9593.</u>	<u>05/26/11</u>
<u>33</u>	<u>24 shares Google</u> _____ _____	\$ <u>12435.</u>	<u>05/26/11</u>
<u>34</u>	<u>78 shares Hess</u> _____ _____	\$ <u>6115.</u>	<u>05/26/11</u>
<u>35</u>	<u>144 shares Hewlett Packard</u> _____ _____	\$ <u>5263.</u>	<u>05/26/11</u>
<u>36</u>	<u>312 shares Intel Corp</u> _____ _____	\$ <u>7020.</u>	<u>05/26/11</u>
<u>37</u>	<u>82 shares IBM</u> _____ _____	\$ <u>13709.</u>	<u>05/26/11</u>

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
38	122 shares JM Smucker	\$ 9433.	05/26/11
39	118 shares Johnson & Johnson	\$ 7730.	05/26/11
40	368 shares JP Morgan Chase & Co	\$ 15622.	05/26/11
41	296 shares Limited Brands	\$ 11840.	05/26/11
42	346 shares Mattel	\$ 9065.	05/26/11
43	142 shares Merck & Co	\$ 5166.	05/26/11

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>44</u>	<u>538 shares Microsoft Corp</u>	\$ <u>13272.</u>	<u>05/26/11</u>
<u>45</u>	<u>212 shares National Oilwell Varco</u>	\$ <u>15381.</u>	<u>05/26/11</u>
<u>46</u>	<u>186 shares Northeast Utilities</u>	\$ <u>6577.</u>	<u>05/26/11</u>
<u>47</u>	<u>428 shares Oracle Corp</u>	\$ <u>14295.</u>	<u>05/26/11</u>
<u>48</u>	<u>704 shares Pfizer Inc</u>	\$ <u>14714.</u>	<u>05/26/11</u>
<u>49</u>	<u>84 shares PPG Industries</u>	\$ <u>7316.</u>	<u>05/26/11</u>

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
50	202 shares Procter & Gamble	\$ 13370.	05/26/11
51	184 shares Qualcomm	\$ 10519.	05/26/11
52	118 shares Shire	\$ 10793.	05/26/11
53	294 shares Starbucks	\$ 10713.	05/26/11
54	148 shares T Rowe Price Group Inc	\$ 9194.	05/26/11
55	192 shares Texas Instruments	\$ 6589.	05/26/11

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
56	200 shares The Hershey Company	\$ 10910.	05/26/11
57	138 shares Tiffany & Co	\$ 10494.	05/26/11
58	100 shares Union Pacific Corp	\$ 10324.	05/26/11
59	120 shares United Technologies Corp	\$ 10367.	05/26/11
60	234 shares Unitedhealth Group	\$ 11162.	05/26/11
61	198 shares Viacom	\$ 9890.	05/26/11

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
62	180 shares Walgreen	\$ 7866.	05/26/11
63	170 shares Walmart Stores	\$ 9285.	05/26/11
64	246 shares Walt Disney	\$ 10084.	05/26/11
65	360 shares Wells Fargo	\$ 9972.	05/26/11
66	332 shares Wisconsin Energy Corp	\$ 10319.	05/26/11
67	2,698 shares Artisan Midcap Value Fund	\$ 60192.	05/26/11

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
68	<u>1,307 shares Artisan Small Cap Value Fund</u>	\$ <u>23591.</u>	<u>05/26/11</u>
69	<u>11,839 shares Baird Intermediate Bond Fund</u>	\$ <u>131295.</u>	<u>05/26/11</u>
70	<u>2,796 shares Diamond Hill Long-Short Fund</u>	\$ <u>47504.</u>	<u>05/26/11</u>
81	<u>13,952 shares Pimco Commodity Real Return Strategy Fund</u>	\$ <u>132823.</u>	<u>05/26/11</u>
82	<u>51,582 shares Pimco Funds Total Return Bond Fund</u>	\$ <u>569465.</u>	<u>05/26/11</u>
83	<u>12,792 shares Prudential Jennison 20/20 Focus Fund</u>	\$ <u>224116.</u>	<u>05/26/11</u>

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
84	<u>5,027 shares SPDR S&P 500 ETF Trust</u>	\$ <u>668591.</u>	<u>05/26/11</u>
85	<u>661 shares T Rowe Price New Horizons Fund</u>	\$ <u>24616.</u>	<u>05/26/11</u>
86	<u>1,374 shares Vanguard Midcap ETF</u>	\$ <u>111514.</u>	<u>05/26/11</u>
87	<u>1,809 shares Vanguard MSCI Emerging Markets ETF</u>	\$ <u>86506.</u>	<u>05/26/11</u>
88	<u>562 shares Vanguard Small Cap ETF</u>	\$ <u>43988.</u>	<u>05/26/11</u>
89	<u>4,819 shares Vanguard Total Bond Market ETF</u>	\$ <u>393038.</u>	<u>05/26/11</u>

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
90	2,294 shares Wisdomtree Large Cap Dividend Fund	\$ 113369.	05/26/11
93	18 shares Allergan	\$ 1507.	11/30/11
94	22 shares American Express	\$ 1102.	11/30/11
95	24 shares Ameriprise Financial	\$ 1040.	11/30/11
96	28 shares Amerisourcebergen	\$ 3058.	11/30/11
97	8 shares Apple Inc	\$ 927.	11/30/11

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>98</u>	<u>32 shares AT&T</u>	\$ <u>337.</u>	<u>11/30/11</u>
<u>99</u>	<u>62 shares Bank of America Corp</u>	\$ <u>923.</u>	<u>11/30/11</u>
<u>100</u>	<u>14 shares Borg Warner</u>	\$ <u>1047.</u>	<u>11/30/11</u>
<u>111</u>	<u>28 shares Covidien</u>	\$ <u>1275.</u>	<u>11/30/11</u>
<u>112</u>	<u>10 shares Cummins Inc</u>	\$ <u>963.</u>	<u>11/30/11</u>
<u>113</u>	<u>20 shares Dollar Tree Inc</u>	\$ <u>1630.</u>	<u>11/30/11</u>

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>114</u>	<u>22 shares Dover Corp</u> _____ _____	\$ <u>1209.</u>	<u>11/30/11</u>
<u>115</u>	<u>24 shares DuPont EI De Nemours & Co</u> _____ _____	\$ <u>1145.</u>	<u>11/30/11</u>
<u>116</u>	<u>22 shares Eaton Corp</u> _____ _____	\$ <u>988.</u>	<u>11/30/11</u>
<u>117</u>	<u>28 shares Ebay Inc</u> _____ _____	\$ <u>829.</u>	<u>11/30/11</u>
<u>118</u>	<u>56 shares EMC Corp</u> _____ _____	\$ <u>1289.</u>	<u>11/30/11</u>
<u>119</u>	<u>26 shares EQT Corporation</u> _____ _____	\$ <u>1612.</u>	<u>11/30/11</u>

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>120</u>	<u>16 shares Equity Residential Sh Ben</u> <u>Int REIT</u>	\$ <u>883.</u>	<u>11/30/11</u>
<u>121</u>	<u>14 shares Estee Lauder Cos</u>	\$ <u>1652.</u>	<u>11/30/11</u>
<u>122</u>	<u>40 Exxon Mobil Corp</u>	\$ <u>3218.</u>	<u>11/30/11</u>
<u>123</u>	<u>4 shares Google</u>	\$ <u>1050.</u>	<u>11/30/11</u>
<u>124</u>	<u>58 shares Intel Corp</u>	\$ <u>2398.</u>	<u>11/30/11</u>
<u>125</u>	<u>10 shares IBM</u>	\$ <u>1445.</u>	<u>11/30/11</u>

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
126	16 shares JM Smucker Co	\$ 1880.	11/30/11
127	32 shares Johnson & Johnson	\$ 1216.	11/30/11
128	12 shares Joy Global Inc	\$ 2071.	11/30/11
129	50 shares JP Morgan Chase & Co	\$ 1095.	11/30/11
130	24 shares Kraft Foods	\$ 1549.	11/30/11
131	26 shares Limited Brands	\$ 1101.	11/30/11

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>132</u>	<u>50 shares Macy's</u> _____ _____	\$ <u>1617.</u>	<u>11/30/11</u>
<u>133</u>	<u>46 shares Mattel</u> _____ _____	\$ <u>1325.</u>	<u>11/30/11</u>
<u>134</u>	<u>14 shares McDonald's</u> _____ _____	\$ <u>1337.</u>	<u>11/30/11</u>
<u>135</u>	<u>18 shares Merck & Co</u> _____ _____	\$ <u>644.</u>	<u>11/30/11</u>
<u>136</u>	<u>72 shares Microsoft</u> _____ _____	\$ <u>1842.</u>	<u>11/30/11</u>
<u>137</u>	<u>22 shares Moody's Corp</u> _____ _____	\$ <u>764.</u>	<u>11/30/11</u>

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>138</u>	<u>20 shares National Oilwell Varco</u>	\$ <u>1434.</u>	<u>11/30/11</u>
<u>139</u>	<u>26 shares Northeast Utilities</u>	\$ <u>900.</u>	<u>11/30/11</u>
<u>140</u>	<u>16 shares OGE Energy Corp</u>	\$ <u>847.</u>	<u>11/30/11</u>
<u>141</u>	<u>58 shares Oracle Corp</u>	\$ <u>1818.</u>	<u>11/30/11</u>
<u>142</u>	<u>82 shares Pfizer</u>	\$ <u>1646.</u>	<u>11/30/11</u>
<u>143</u>	<u>12 shares PPG Industries</u>	\$ <u>1053.</u>	<u>11/30/11</u>

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>144</u>	<u>28 shares Procter & Gamble</u> _____ _____	\$ <u>1808.</u>	<u>11/30/11</u>
<u>145</u>	<u>28 shares Qualcomm</u> _____ _____	\$ <u>1534.</u>	<u>11/30/11</u>
<u>146</u>	<u>8 shares Shire</u> _____ _____	\$ <u>811.</u>	<u>11/30/11</u>
<u>147</u>	<u>22 shares Target Corp</u> _____ _____	\$ <u>1159.</u>	<u>11/30/11</u>
<u>148</u>	<u>26 shares Hershey Co</u> _____ _____	\$ <u>1500.</u>	<u>11/30/11</u>
<u>149</u>	<u>14 shares Tiffany & Co</u> _____ _____	\$ <u>939.</u>	<u>11/30/11</u>

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>150</u>	<u>14 shares Union Pacific Corp</u> _____ _____	\$ <u>1448.</u>	<u>11/30/11</u>
<u>151</u>	<u>16 shares United Technologies</u> _____ _____	\$ <u>1226.</u>	<u>11/30/11</u>
<u>152</u>	<u>24 shares Unitedhealth Group</u> _____ _____	\$ <u>1170.</u>	<u>11/30/11</u>
<u>153</u>	<u>42 shares Vodafone Group</u> _____ _____	\$ <u>1140.</u>	<u>11/30/11</u>
<u>154</u>	<u>22 shares Walmart Stores</u> _____ _____	\$ <u>1296.</u>	<u>11/30/11</u>
<u>155</u>	<u>48 shares Wells Fargo & Company</u> _____ _____	\$ <u>1241.</u>	<u>11/30/11</u>

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
156	<u>16 shares Whole Foods Mkt Inc</u>	\$ <u>1090.</u>	<u>11/30/11</u>
157	<u>44 shares Wisconsin Energy Corp</u>	\$ <u>1460.</u>	<u>11/30/11</u>
158	<u>355 shares Artisan Mid Cap Value Fund</u>	\$ <u>7562.</u>	<u>11/30/11</u>
159	<u>169 shares Artisan Small Cap Value Fund</u>	\$ <u>2797.</u>	<u>11/30/11</u>
160	<u>1,644 shares Baird Intermediate Bond Fund</u>	\$ <u>18216.</u>	<u>11/30/11</u>
161	<u>487 shares Dodge & Cox International Stock Fund</u>	\$ <u>15004.</u>	<u>11/30/11</u>

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
162	587 shares Eaton Vance Global Macro Absolute Return Fund	\$ 5805.	11/30/11
163	3,262 shares Federated Strategic Value Dividend fund	\$ 15429.	11/30/11
164	1,821 shares Fidelity Advisor Floating High Income Fund	\$ 17518.	11/30/11
165	305 shares Goldman Sachs Growth Opportunities Fund	\$ 7189.	11/30/11
166	285 shares Harbor International Fund	\$ 15638.	11/30/11
167	1,162 shares Harding Loevner International Equity Portfolio	\$ 16117.	11/30/11

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
168	<u>114 shares Ishares Barclays 1--3 Year ETF</u>	\$ <u>11832.</u>	<u>11/30/11</u>
169	<u>196 shares Ishares MSCI EAFE Index Fund ETF</u>	\$ <u>10043.</u>	<u>11/30/11</u>
170	<u>6,726 shares JP Morgan US Large Cap Core Plus Fund</u>	\$ <u>135125.</u>	<u>11/30/11</u>
171	<u>1,878 shares Pimco Commodity Real Return Strategy Fund</u>	\$ <u>14686.</u>	<u>11/30/11</u>
172	<u>7.141 shares Pimco Funds Total Return Bond Fund</u>	\$ <u>76980.</u>	<u>11/30/11</u>
173	<u>2,914 shares Prudential Jennison 20/20 Focus Fund</u>	\$ <u>47440.</u>	<u>11/30/11</u>

Name of organization

Employer identification number

The Boudinot Foundation27-5271360**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>174</u>	<u>676 shares SPDR S&P 500 ETF Trust</u> _____ _____	\$ <u>84493.</u>	<u>11/30/11</u>
<u>175</u>	<u>84 shares T Rowe Price New Horizons Fund Inc</u> _____ _____	\$ <u>3010.</u>	<u>11/30/11</u>
<u>176</u>	<u>180 shares Vanguard Mid Cap ETF</u> _____ _____	\$ <u>13171.</u>	<u>11/30/11</u>
<u>177</u>	<u>252 shares Vanguard MSCI Emerging Markets ETF</u> _____ _____	\$ <u>10287.</u>	<u>11/30/11</u>
<u>178</u>	<u>75 shares Vanguard SSmall CAP ETF</u> _____ _____	\$ <u>5283.</u>	<u>11/30/11</u>
<u>179</u>	<u>673 shares Vanguard Total Bond Market ETF</u> _____ _____	\$ <u>56101.</u>	<u>11/30/11</u>

Employer identification number

27-5271360

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

[illegible]

Name of organization

Employer identification number

The Boudinot Foundation**27-5271360**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

The Boudinot Foundation

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 54 shares Shire PLC	D	12/31/00	06/14/11
b 294 shares Starbucks Corp	D	12/31/00	06/14/11
c 144 shares Hewlett Packard	D	12/31/00	06/14/11
d 103 shares Pfizer Inc	D	12/31/00	06/14/11
e 148 shares T Rowe Price Group Inc	D	12/31/00	06/14/11
f 11,807.448 shares Pimco Funds Total Return Bond F	D	12/31/00	06/24/11
g 5 shares Apple Inc	D	12/31/00	08/09/11
h 61 shares Celanese Corp	D	12/31/00	08/09/11
i 172 shares Centurylink Inc	D	12/31/00	08/09/11
j 102 shares Deere & Co	D	12/31/00	08/09/11
k 78 shares Hess Corporation	D	12/31/00	08/09/11
l 111 shares Limited Brands Inc	D	12/31/00	08/09/11
m 94 shares National Oilwell Varco Inc	D	12/31/00	08/09/11
n 37 shares Tiffany & Co	D	12/31/00	08/09/11
o 180 shares Walgreen Co	D	12/31/00	08/09/11

(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 4947.		4276.	671.
b 10363.		9739.	624.
c 4991.		4143.	848.
d 2116.		1677.	439.
e 8550.		9194.	-644.
f 130000.		127773.	2227.
g 1810.		1222.	588.
h 2431.		2502.	-71.
i 5583.		7290.	-1707.
j 6900.		8664.	-1764.
k 4189.		6115.	-1926.
l 3566.		3240.	326.
m 5798.		6298.	-500.
n 2330.		2310.	20.
o 6319.		7643.	-1324.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			671.
b			624.
c			848.
d			439.
e			-644.
f			2227.
g			588.
h			-71.
i			-1707.
j			-1764.
k			-1926.
l			326.
m			-500.
n			20.
o			-1324.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

The Boudinot Foundation

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	188 shares Cooper Industries	D	12/31/00	08/30/11
b	192 shares Texas Instruments	D	12/31/00	08/30/11
c	50 shares Apache Corporation	D	12/31/00	09/28/11
d	246 shares Walt Disney Co	D	12/31/00	09/28/11
e	61 shares Amerisourcebergen	D	12/31/00	10/26/11
f	57 shares Unitedhealth Group	D	12/31/00	10/26/11
g	198 shares Viacom	D	12/31/00	10/26/11
h	16 shares Apple	D	12/31/00	11/17/11
i	172 shares Baker Hughes	D	12/31/00	11/17/11
j	12 shares IBM Corp	D	12/31/00	11/17/11
k	Capital Gains Dividends			
l				
m				
n				
o				

(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 8693.		11182.	-2489.
b 5027.		6589.	-1562.
c 4203.		4035.	168.
d 7621.		10084.	-2463.
e 2481.		2183.	298.
f 2760.		1907.	853.
g 8581.		8345.	236.
h 6037.		3910.	2127.
i 9614.		10729.	-1115.
j 2212.		1028.	1184.
k 27212.			27212.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-2489.
b			-1562.
c			168.
d			-2463.
e			298.
f			853.
g			236.
h			2127.
i			-1115.
j			1184.
k			27212.
l			
m			
n			
o			

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	22256.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
54 shares Shire PLC		Donated	12/31/00	06/14/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
4947.	4939.	0.	0.	8.

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
294 shares Starbucks Corp		Donated	12/31/00	06/14/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
10363.	10713.	0.	0.	-350.

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
144 shares Hewlett Packard		Donated	12/31/00	06/14/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
4991.	5263.	0.	0.	-272.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
103 shares Pfizer Inc	2116.	2153.	0.	0.	-37.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
148 shares T Rowe Price Group Inc	8550.	9194.	0.	0.	-644.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
11,807.448 shares Pimco Funds Total Return Bond Fund	130000.	130354.	0.	0.	-354.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
5 shares Apple Inc	1810.	1675.	0.	0.	135.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
61 shares Celanese Corp	2431.	3018.	0.	0.	-587.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
172 shares Centurylink Inc	5583.	7387.	0.	0.	-1804.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
102 shares Deere & Co	6900.	8664.	0.	0.	-1764.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
78 shares Hess Corporation	4189.	6115.	0.	0.	-1926.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Manner Acquired	Date Acquired	Date Sold			
111 shares Limited Brands Inc	Donated	12/31/00	08/09/11		
	3566.	4440.	0.	0.	-874.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Manner Acquired	Date Acquired	Date Sold			
94 shares National Oilwell Varco Inc	Donated	12/31/00	08/09/11		
	5798.	6820.	0.	0.	-1022.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Manner Acquired	Date Acquired	Date Sold			
37 shares Tiffany & Co	Donated	12/31/00	08/09/11		
	2330.	2813.	0.	0.	-483.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Manner Acquired	Date Acquired	Date Sold			
180 shares Walgreen Co	Donated	12/31/00	08/09/11		
	6319.	7866.	0.	0.	-1547.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
188 shares Cooper Industries	Donated	12/31/00	08/30/11	
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
8693.	11607.	0.	0.	-2914.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
192 shares Texas Instruments	Donated	12/31/00	08/30/11

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
5027.	6589.	0.	0.	-1562.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
50 shares Apache Corporation	Donated	12/31/00	09/28/11

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
4203.	6196.	0.	0.	-1993.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
246 shares Walt Disney Co	Donated	12/31/00	09/28/11

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
7621.	10084.	0.	0.	-2463.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
61 shares Amerisourcebergen	Donated	12/31/00	10/26/11

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2481.	2527.	0.	0.	-46.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
57 shares Unitedhealth Group	Donated	12/31/00	10/26/11

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2760.	2719.	0.	0.	41.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
198 shares Viacom	Donated	12/31/00	10/26/11

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
8581.	9890.	0.	0.	-1309.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
16 shares Apple	Donated	12/31/00	11/17/11

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
6037.	5360.	0.	0.	677.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
172 shares Baker Hughes	9614.	11497.	0.	0.	-1883.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
12 shares IBM Corp	2212.	2006.	0.	0.	206.

Capital Gains Dividends from Part IV 27212.

Total to Form 990-PF, Part I, line 6a 4445.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
PNC Bank	119921.	27212.	92709.
Total to Fm 990-PF, Part I, ln 4	119921.	27212.	92709.

Form 990-PF	Legal Fees			Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Stradley, Ronon, Stevens & Young, LLP	6465.	6465.			0.
To Fm 990-PF, Pg 1, ln 16a	6465.	6465.			0.

Form 990-PF	Other Professional Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
PNC Bank - Investment Advisory Fees	11061.	11061.			0.
To Form 990-PF, Pg 1, ln 16c	11061.	11061.			0.

Form 990-PF	Corporate Stock		Statement	5
Description	Book Value	Fair Market Value		
Allergan Inc	11813.	12635.		
American Express Co	9212.	8726.		
Ameriprise Financial Co	12089.	10226.		
Amerisourcebergen Corp	9450.	8591.		
Apple Inc	24163.	28755.		
AT&T Inc	8269.	8104.		
Bank of America Corp	5609.	2902.		
Borg Warner Inc	8489.	7776.		
Bristol Myers Squibb Co	8473.	9268.		
Capital One Financial Corp	11418.	9304.		
Celanese Corp	9476.	8544.		
Chevron Corporation	23345.	24046.		
Chubb Corp	10932.	11629.		
Cisco Systems Inc	7707.	7557.		
Citigroup Inc	8894.	6051.		
Coca Cola Co	10548.	11055.		
Comcast Corp	10546.	10361.		
Conocophillips	7469.	7797.		
Covidien	12857.	10802.		

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Cummins Inc	8161.	6866.
Dollar Tree Inc	11074.	14129.
Dover Corp	11610.	10681.
DuPont EI De Nemours & Co	10084.	8973.
Eaton Corp	9399.	8184.
Ebay Inc	7267.	7219.
EMC Corp	13080.	10210.
EQT Corp	11589.	11889.
Equity Residential Sh Ben Int REIT	8021.	7642.
Estee Lauder Cos	11811.	13029.
Exxon Mobil Corp	27111.	27971.
General Electric Co	10644.	10030.
Google Inc	14833.	18085.
Intel Corp	11133.	11931.
IBM Corp	13583.	14710.
JM Smucker Co	10649.	10787.
Johnson & Johnson	18049.	17903.
Joy Global Inc	7297.	7122.
JP Morgan Chase & Co	17170.	13899.
Kraft Foods	6836.	7323.
Limited Brands	8501.	8514.
Macy's	11951.	13516.
Mattel Inc	10390.	10882.
McDonald's Corp	9777.	11538.
Merck & Co	5809.	6032.
Microsoft Corp	15114.	15836.
Moody's Corp	7706.	6366.
National Oilwell Varco	12061.	11422.
Northeast Utilities	7477.	7647.
OGE Energy Corp	7085.	7939.
Oracle Corp	16114.	12466.
Pfizer Inc	14207.	14780.
PPG Industries Inc	8369.	8015.
Procter & Gamble Co	15178.	15343.
Qualcomm Inc	13224.	12745.
Shire PLC	6665.	7481.
Target Corp	9492.	9578.
The Hershey Company	12410.	13962.
Tiffany & Co	8619.	7620.
Union Pacific Corp	11772.	12077.
United Technologies Corp	11592.	9940.
Unitedhealth Group	9613.	10187.
Vodafone Group	9163.	9867.
Walmart Stores	10581.	11474.
Wells Fargo & Co	11213.	11244.
Whole Foods Mkt Inc	7902.	9811.
Wisconsin Energy Corp	11778.	13145.
Total to Form 990-PF, Part II, line 10b	733923.	732139.

Form 990-PF

Other Investments

Statement 6

Description	Valuation Method	Book Value	Fair Market Value
Artisan Mid Cap Value Fund	COST	72290.	64838.
Artisan Small Cap Value Fund	COST	28379.	24073.
Baird Intermediate Bond Fund	COST	150598.	150216.
Diamond Hill Long-Short Fund	COST	47504.	47336.
Dodge & Cox International Stock Fund	COST	146360.	119095.
Eaton Vance Global Macro Absolute Return Fund	COST	48379.	46792.
Federated Strategic Value Dividend Fund	COST	131187.	134292.
Fidelity Advisor Floating High Income Fund	COST	146201.	143217.
Goldman Sachs Growth Opportunities Fund	COST	69707.	60405.
Harbor International Fund	COST	150533.	126247.
Harding Loevner International Equity Portfolio	COST	150560.	131395.
Ishares Barclay 1-3 Year Cred	COST	98095.	97427.
Ishares MSCI EAFE Index Fund	COST	97505.	81477.
JP MORGAN US Large Cap Core Plus Fund	COST	352078.	333645.
Pimco Commodity Real Return Strategy Fund	COST	150364.	105989.
Pimco Funds Total Return Bond Fund	COST	516091.	509972.
Prudential Jennison 20/20 Focus Fund	COST	271556.	242501.
SPDR S&P 500 ETF Trust	COST	753084.	715727.
T Rowe Price New Horizons Fund	COST	31008.	26604.
Templeton Global Bond Fund	COST	130748.	117878.
Vanguard Mid Cap ETF	COST	124684.	111795.
Vanguard MSCI Emerging Market ETF	COST	96793.	78751.
Vanguard Small Cap ETF	COST	49271.	44380.
Vanguard Total Bond Market ETF	COST	449139.	458802.
Wisdomtree Large Cap Dividend Fund	COST	128172.	127576.
Total to Form 990-PF, Part II, line 13		4390286.	4100430.

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets	48000.
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