Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation: FORD S N & ADA FUND PFDN 20 -102060339260

A Employer identification number: 34-0842282

Number and street (or P O box number if mail is not delivered to street address): 4900 TIEDEMAN RD. OH-01-49-0150

Room/suite:

B Telephone number (see instructions): (419) 525-7661

City or town, state, and ZIP code: BROOKLYN, OH 44144-2302

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 10,790,181.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	269,568.	269,568.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	450,840.			
	b Gross sales price for all assets on line 6a 2,923,186.				
	7 Capital gain net income (from Part IV, line 2)		450,840.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-29,475.	-29,475.		STMT 2
	12 **Total.** Add lines 1 through 11	690,933.	690,933.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	44,522.	33,392.		11,131.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	3,000.	NONE	NONE	3,000.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	10,001.	807.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	220.			220.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	57,743.	34,199.	NONE	14,351.
	25 Contributions, gifts, grants paid	413,500.			413,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	471,243.	34,199.	NONE	427,851.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	219,690.			
	b **Net investment income** (if negative, enter -0-)		656,734.		
	c **Adjusted net income** (if negative, enter -0-)				

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 6	9,223,325.	9,443,014.	10,790,181.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	9,223,325.	9,443,014.	10,790,181.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	9,223,325.	9,443,014.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	9,223,325.	9,443,014.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	9,223,325.	9,443,014.	

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	9,223,325.
2 Enter amount from Part I, line 27a	2	219,690.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	9,443,015.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	1.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,443,014.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	22,342.		22,342.	
b				
c				
d				
e				

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				

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	450,840.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	559,412.	10,430,570.	0.053632
2009	511,992.	9,476,119.	0.054030
2008	614,882.	11,265,277.	0.054582
2007	565,700.	12,717,275.	0.044483
2006	550,700.	11,909,689.	0.046240

2	**Total** of line 1, column (d)	2	0.252967
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050593
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	11,021,016.
5	Multiply line 4 by line 3	5	557,586.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,567.
7	Add lines 5 and 6	7	564,153.
8	Enter qualifying distributions from Part XII, line 4	8	427,851.

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)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	13,135.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	13,135.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	13,135.
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 6,468.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c 21,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	27,468.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	14,333.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 13,136. **Refunded** ▶		11	1,197.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KEYBANK, N.A. Telephone no. ▶ (419)259-8815

Located at ▶ THREE SEAGATE, TOLEDO, OH ZIP + 4 ▶ 43604

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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)	2b		X
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)*	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

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

		Yes	No
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 [X] 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 [X] No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes [X] No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes [X] 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 [X] No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes [X] 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 [X] No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		44,522.	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	11,188,849.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	11,188,849.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	11,188,849.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	167,833.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,021,016.
6	**Minimum investment return.** Enter 5% of line 5	6	551,051.

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	551,051.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	13,135.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	13,135.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	537,916.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	537,916.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	537,916.

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	427,851.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	427,851.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	427,851.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				537,916.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			371,815.	
b Total for prior years 20 09 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 NONE				
b From 2007 NONE				
c From 2008 NONE				
d From 2009 NONE				
e From 2010 NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 427,851.				
a Applied to 2010, but not more than line 2a			371,815.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				56,036.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				481,880.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007 NONE				
b Excess from 2008 NONE				
c Excess from 2009 NONE				
d Excess from 2010 NONE				
e Excess from 2011 NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 9

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
SEE STATEMENT 11				
Total ▶ 3a				413,500.
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	269,568.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-29,475.	
8 Gain or (loss) from sales of assets other than inventory			18	450,840.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				690,933.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 690,933.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
7	PARTNERSHIP INCOME

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Jeffrey K. Koogler, VP | 11/01/2012 | Vice President

Signature of officer or trustee | Date | Title

KEYBANK BY: J.K. KOOGLER

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2011-01-15
BUS DATE 2011-01-14
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SAR ID TAC000PCRR41

:K-RG-OFF-ACCOUNT '0-10-206-0339260 ISCAL YEAR CODE 1231

ACCOUNT NAME FORD S N & ADA FUND PFDN AS OF 12-31-2010

TAX ANALYST/NAME 560 SHANNON RILEY 419-259-8815

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
G98290102	XL GROUP PLC FGN COM	32,730.00	0.00	27,945.00	1,500.000
H5833N103	NOBLE CORP FGN COM	107,310.00	0.00	95,567.00	3,000.000
000375204	ABB LTD SPONS ADR	44,900.00	0.00	43,980.00	2,000.000
002824AS9	ABBOTT LABORATORIES NOTE DTD 05/12/06 5.60% DUE 05/15/11	203,938.00	0.00	200,064.00	200,000.000
002824100	ABBOTT LABS COM	81,447.00	0.00	41,100.42	1,700.000
00724F101	ADOBE SYSTEMS INC COM	38,475.00	0.00	40,162.50	1,250.000
009158106	AIR PRODUCTS & CHEMICALS INC COM	90,950.00	0.00	41,814.00	1,000.000
020002101	ALLSTATE CORP COM	15,940.00	0.00	31,425.00	500.000
023135106	AMAZON COM INC COM	90,000.00	0.00	38,448.00	500.000
031162100	AMGEN INC COM	164,700.00	0.00	101,984.25	3,000.000
037411105	APACHE CORP COM	59,615.00	0.00	51,124.25	500.000
037833100	APPLE INC COM	225,792.00	0.00	92,222.52	700.000
053015103	AUTOMATIC DATA PROCESSING INC COM	148,096.00	0.00	115,934.03	3,200.000
054303102	AVON PRODS INC COM	29,060.00	0.00	30,159.90	1,000.000
060505104	BANK OF AMERICA CORP COM	26,680.00	0.00	36,579.80	2,000.000
064149107	BANK OF NOVA SCOTIA FGN COM	57,200.00	0.00	47,420.00	1,000.000
071813109	BAXTER INTERNATIONAL INC COM	25,310.00	0.00	29,877.00	500.000

K-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
'0-10-206-0339260 FORD S N & ADA FUND PFDN 560 SHANNON RILEY 419-259-8815
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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
088606108	BHP BILLITON LTD SPONS ADR	46,460.00	0.00	19,104.00	500.000
093001402	WILLIAM BLAIR INTL GROWTH FD OPEN-END FUND CL N	386,050.93	0.00	358,252.88	17,668.235
126650100	CVS/CAREMARK CORP COM	69,540.00	0.00	59,165.00	2,000.000
151020104	CELGENE CORP COM	36,962.50	0.00	35,263.19	625.000
165167107	CHESAPEAKE ENERGY CORP COM	51,820.00	0.00	66,427.00	2,000.000
17275R102	CISCO SYS INC COM	143,633.00	0.00	98,152.00	7,100.000
194162103	COLGATE' PALMOLIVE CO COM	60,277.50	0.00	46,905.00	750.000
1941989B5	KT SMALL CAP FUND	377,937.86	0.00	311,585.79	3,954.148
222816100	COVANCE INC COM	77,115.00	0.00	59,258.55	1,500.000
231021106	CUMMINS INC COM	82,507.50	0.00	35,276.48	750.000
244199105	DEERE & CO COM	49,830.00	0.00	50,097.60	600.000
24702R101	DELL INC COM	27,100.00	0.00	54,760.00	2,000.000
253868103	DIGITAL REALTY TRUST INC REIT	25,770.00	0.00	25,109.80	500.000
254687106	WALT DISNEY CO COM	75,020.00	0.00	61,155.50	2,000.000
25490A101	DIRECTV COM CL A	29,947.50	0.00	29,804.93	750.000
260003108	DOVER CORP COM	58,450.00	0.00	34,693.48	1,000.000
26875P101	EOG RESOURCES INC COM	68,557.50	0.00	49,972.50	750.000
278058102	EATON CORP COM	50,755.00	0.00	21,082.00	500.000

ıK-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
291011104	EMERSON ELEC CO COM	28,585.00	0.00	11,535.00	500.000
302130109	EXPEDITORS INTL WASH INC COM	68,250.00	0.00	42,552.03	1,250.000
30231G102	EXXON MOBIL CORP COM	142,584.00	0.00	79,407.53	1,950.000
3134A4HF4	FREDDIE MAC NOTE DTD 09/25/01 5.50% DUE 09/15/11	207,158.00	0.00	210,588.00	200,000.000
31359MQV8	FANNIE MAE NOTE DTD 02/18/03 4.75% DUE 02/21/13	108,307.00	0.00	99,014.00	100,000.000
31380WD76	FANNIE MAE POOL 452026 DTD 11/01/98 6.500% DUE 11/01/28	7,858.38	0.00	14,290.79	6,988.830
31390F5R6	FANNIE MAE POOL 645356 DTD 06/01/02 6.50% DUE 06/01/32	8,330.36	0.00	10,377.33	7,408.580
31400SNB1	FANNIE MAE POOL 696186 DTD 04/01/03 5.50% DUE 04/01/18	31,946.62	0.00	35,111.77	29,627.390
31406BD98	FANNIE MAE POOL 804828 DTD 12/01/04 5.00% DUE 01/01/20	34,871.86	0.00	34,042.43	32,589.307
31407PLH9	FANNIE MAE POOL 836528 DTD 09/01/05 5.00% DUE 10/01/20	33,708.12	0.00	31,647.39	31,553.640
31428X106	FEDEX CORP COM	79,058.50	0.00	85,865.01	850.000
315616102	F5 NETWORKS INC COM	97,620.00	0.00	41,272.13	750.000
354713109	FRANKLIN SMALL-MID CAP GROWTH FD OPEN END FUND CL A	309,466.19	0.00	240,334.78	8,294.457
35671D857	FREEPORT-MCMORAN COPPER & GOLD COM	60,045.00	0.00	41,028.00	500.000
369604AY9	GENERAL ELECTRIC CO NOTE	160,345.50	0.00	155,319.00	150,000.000

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	DTD 01/28/03 5.00% DUE 02/01/13				
369604103	GENERAL ELEC CO COM	118,885.00	0.00	63,693.67	6,500.000
36962G3T9	GENERAL ELECT CAP CORP MED TERM NT DTD 04/21/08 4.80% DUE 05/01/13	106,909.00	0.00	99,135.00	100,000.000
377372AA5	GLAXOSMITHKLINE CAP INC NOTE DTD 04/06/04 4.375% DUE 04/15/14	107,821.00	0.00	99,800.00	100,000.000
38141G104	GOLDMAN SACHS GROUP INC COM	21,020.00	0.00	21,210.00	125.000
38259P508	GOOGLE INC COM CL A	133,643.25	0.00	101,013.25	225.000
428236103	HEWLETT PACKARD CO COM	58,940.00	0.00	48,429.99	1,400.000
458140100	INTEL CORP COM	126,180.00	0.00	68,284.24	6,000.000
45865V100	INTERCONTINENTALEXCHANGE INC COM	44,681.25	0.00	42,701.25	375.000
459200101	INTERNATIONAL BUSINESS MACHS COM	73,380.00	0.00	41,130.00	500.000
459902102	INTERNATIONAL GAME TECHNOLOGY COM	26,535.00	0.00	28,590.00	1,500.000
46428R107	ISHARES S&P GSCI COMMODITY INDEX CLOSED-END FUND	59,675.00	0.00	54,278.53	1,750.000
464287176	ISHARES BARCLAYS TIPS BOND FUND CLOSED-END FUND	215,040.00	0.00	204,807.61	2,000.000
464287226	ISHARES BARCLAYS AGGREGATE BD FD CLOSED-END FUND	317,250.00	0.00	305,529.13	3,000.000
464287242	ISHARES IBOXX $INVESTMENT BD FD CLOSED-END FUND	216,880.00	0.00	210,731.75	2,000.000
464287465	ISHARES MSCI EAFE INDEX FUND CLOSED-END FUND	174,660.00	0.00	161,289.80	3,000.000
464288612	ISHARES BARCLAYS INTER GVT/CR BD CLOSED-END FUND	161,820.00	0.00	154,761.75	1,500.000

IK-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
:0-10-206-0339260 FORD S N & ADA FUND PFDN 560 SHANNON RILEY 419-259-8815
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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
46625H100	JP MORGAN CHASE & CO COM	63,630.00	0.00	55,056.00	1,500.000
478160104	JOHNSON & JOHNSON COM	160,810.00	0.00	144,382.01	2,600.000
48203R104	JUNIPER NETWORKS INC COM	36,920.00	0.00	37,120.00	1,000.000
48242W106	KBR INC COM	45,705.00	0.00	29,484.00	1,500.000
55273G298	MFS INTL DIVERSIFICATION FD OPEN-END CL I	349,992.94	0.00	340,876.54	25,715.866
580135101	MCDONALDS CORP COM	115,140.00	0.00	33,510.00	1,500.000
585055106	MEDTRONIC INC COM	85,307.00	0.00	72,390.25	2,300.000
589331AL1	MERCK & CO INC NOTE DTD 11/14/06 5.125% DUE 11/15/11	103,868.00	0.00	100,017.00	100,000.000
59156R108	METLIFE INC COM	33,330.00	0.00	33,434.93	750.000
594918104	MICROSOFT CORP COM	97,685.00	0.00	10,328.12	3,500.000
61166W101	MONSANTO CO COM	26,115.00	0.00	32,446.76	375.000
65339F101	NEXTERA ENERGY INC COM	25,995.00	0.00	26,000.00	500.000
674599105	OCCIDENTAL PETE CORP DEL COM	88,290.00	0.00	73,204.92	900.000
68389X105	ORACLE CORP COM	188,582.50	0.00	80,418.75	6,025.000
693390700	PIMCO FUNDS-TOTAL RETURN FUND OPEN-END FUND INSTL CL	228,493.35	0.00	235,815.97	21,059.295
704549104	PEABODY ENERGY CORP COM	63,980.00	0.00	26,081.00	1,000.000
713448108	PEPSICO INC COM	114,327.50	0.00	72,584.65	1,750.000

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
722005667	PIMCO COMMODITY REALRETURN STRAT OPEN-END FUND INSTL CL	58,354.27	0.00	50,000.00	6,281.407
73935S105	POWERSHARES DB COMMODITY INDEX CLOSED-END FUND	66,120.00	0.00	57,172.00	2,400.000
74144T108	T ROWE PRICE GROUP INC COM	32,270.00	0.00	19,356.00	500.000
741503403	PRICELINE.COM INC COM	39,955.00	0.00	40,630.92	100.000
742718109	PROCTER & GAMBLE CO COM	96,495.00	0.00	82,644.33	1,500.000
74762E102	QUANTA SERVICES INC COM	19,920.00	0.00	21,480.00	1,000.000
7495200A1	KT SHORT TERM DEPOSIT FUND	149,664.36	0.00	149,664.36	149,664.360
78387GAK9	SBC COMMUNICATIONS INC NOTE DTD 08/19/02 5.875% DUE 08/15/12	107,740.00	0.00	101,542.00	100,000.000
806857108	SCHLUMBERGER LTD FGN COM	175,350.00	0.00	47,277.48	2,100.000
808513105	SCHWAB CHARLES CORP NEW COM	59,885.00	0.00	62,822.95	3,500.000
863667101	STRYKER CORP COM	53,700.00	0.00	48,635.36	1,000.000
874039100	TAIWAN SEMICONDUCTOR MFG CO SPONS ADR	50,398.26	0.00	36,169.72	4,019.000
879382208	TELEFONICA S A SPONS ADR	68,420.00	0.00	51,590.00	1,000.000
880208400	TEMPLETON GLOBAL BOND FUND OPEN-END FUND ADV CL	101,345.30	0.00	100,000.00	7,473.842
881624209	TEVA PHARMACEUTICAL INDS LTD SPONS ADR	130,325.00	0.00	95,646.55	2,500.000
883556102	THERMO FISHER SCIENTIFIC INC COM	66,432.00	0.00	44,240.04	1,200.000
912828BH2	UNITED STATES TREAS NTS DTD 08/15/03 4.25% DUE 08/15/13	108,875.00	0.00	100,398.44	100,000.000
912828CT5	UNITED STATES TREAS NTS	110,313.00	0.00	100,109.38	100,000.000

CHARITABLE TRUSTS HOLDINGS REPORT

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0-206-0339260 FORD S N & ADA FUND PFDN 560 SHANNON RILEY 419-259-8815
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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	DTD 08/16/04 4.25% DUE 08/15/14				
912828DH0	UNITED STATES TREAS NTS INFL IDX DTD 01/18/05 1.625% DUE 01/15/15	122,134.24	0.00	114,466.04	114,537.000
912828DV9	UNITED STATES TREAS NTS DTD 05/16/05 4.125% DUE 05/15/15	110,117.00	0.00	99,046.88	100,000.000
913017109	UNITED TECHNOLOGIES CORP COM	78,720.00	0.00	63,705.00	1,000.000
917047102	URBAN OUTFITTERS INC COM	60,877.00	0.00	31,603.00	1,700.000
92343V104	VERIZON COMMUNICATIONS INC COM	60,826.00	0.00	48,627.73	1,700.000
92344TAA6	VERIZON PENNSYLVANIA NOTE DTD 11/13/01 5.650% DUE 11/15/11	156,072.00	0.00	149,590.50	150,000.000
92826C839	VISA INC COM CL A	35,190.00	0.00	33,135.00	500.000
928563402	VMWARE INC COM CL A	44,455.00	0.00	45,015.00	500.000
949746101	WELLS FARGO CO COM	116,212.50	0.00	87,455.73	3,750.000
983919101	XILINX INC COM	43,470.00	0.00	28,080.00	1,500.000
989701107	ZIONS BANCORP COM	60,575.00	0.00	46,074.75	2,500.000
9900874L9	PARADIGM EQUITIES FD I LLC HEDGE FUND CL A	96,525.00	0.00	0.00	96,525.000
998154231	CHARITABLE MID CAP FUND	489,839.70	0.00	399,914.07	2,730.937
999999USD	UNINVESTED CASH	9,209.47	-9,209.47	0.00	0.000
	*** TOTAL ***	11,309,287.71	-9,209.47	9,078,888.66	2,203,591.294
		- 9,209.47		439.24	RoC
		11,300,078.24		9,077,327.90	
		439.24 RoC		143,996.76 PTNRSHP ADJS	
		11,300,517.48		9,223,324.66	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		253,830.	253,830.
OID TIPS		4,058.	4,058.
COMMON TRUST FUNDS		11,680.	11,680.
	TOTAL	269,568.	269,568.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME	-29,475.	-29,475.
TOTALS	-29,475.	-29,475.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	3,000.			3,000.
TOTALS	3,000.	NONE	NONE	3,000.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	807.	807.
FEDERAL TAX PAYMENT - PRIOR YE	8,028.	
FEDERAL ESTIMATES - INCOME	500.	
FEDERAL ESTIMATES - PRINCIPAL	666.	
TOTALS	10,001.	807.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-PRINCI	200.	200.
OTHER NON-ALLOCABLE EXPENSE -	20.	20.
TOTALS	220.	220.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	C	9,443,014.	10,790,181.
TOTALS		9,443,014.	10,790,181.

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'0-10-206-0339260 FORD S N & ADA FUND PFDN 560 SHANNON RILEY 419-259-8815
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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
G98290102	XL GROUP PLC FGN COM	29,655.00	0.00	27,945.00	1,500.000
000375204	ABB LTD SPONS ADR	37,660.00	0.00	43,980.00	2,000.000
00078H158	ASTON/FAIRPOINTE MID CAP FUND OPEN-END FUND CL I	131,794.18	0.00	150,000.00	4,397.537
002824100	ABBOTT LABS COM	56,230.00	0.00	13,572.23	1,000.000
00724F101	ADOBE SYSTEMS INC COM	35,337.50	0.00	40,162.50	1,250.000
009158106	AIR PRODUCTS & CHEMICALS INC COM	85,190.00	0.00	41,814.00	1,000.000
020002101	ALLSTATE CORP COM	13,705.00	0.00	31,425.00	500.000
023135106	AMAZON COM INC COM	86,550.00	0.00	38,448.00	500.000
031162100	AMGEN INC COM	192,630.00	0.00	101,984.25	3,000.000
037411105	APACHE CORP COM	45,290.00	0.00	51,124.25	500.000
037833100	APPLE INC COM	283,500.00	0.00	92,222.52	700.000
054303102	AVON PRODS INC COM	17,470.00	0.00	30,159.90	1,000.000
05531FAH6	BB&T CORP MED TERM BK NT DTD 04/28/11 2.05% DUE 04/28/14	227,202.75	0.00	227,655.00	225,000.000
060505104	BANK OF AMERICA CORP COM	11,120.00	0.00	36,579.80	2,000.000
064149107	BANK OF NOVA SCOTIA FGN COM	49,810.00	0.00	47,420.00	1,000.000
067901108	BARRICK GOLD CORP FGN COM	33,937.50	0.00	38,834.93	750.000
088606108	BHP BILLITON LTD SPONS ADR	35,315.00	0.00	19,104.00	500.000

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
126650100	CVS/CAREMARK CORP COM	81,560.00	0.00	59,165.00	2,000.000
151020104	CELGENE CORP COM	42,250.00	0.00	35,263.19	625.000
17275R102	CISCO SYS INC COM	128,368.00	0.00	98,152.00	7,100.000
191216100	COCA COLA CO COM	139,940.00	0.00	122,820.00	2,000.000
194162103	COLGATE PALMOLIVE CO COM	69,292.50	0.00	46,905.00	750.000
1941989B5	KT SMALL CAP FUND	381,894.78	0.00	342,257.50	3,954.148
231021106	CUMMINS INC COM	66,015.00	0.00	35,276.48	750.000
244199105	DEERE & CO COM	46,410.00	0.00	50,097.60	600.000
253868103	DIGITAL REALTY TRUST INC REIT	33,335.00	0.00	25,109.80	500.000
254687106	WALT DISNEY CO COM	75,000.00	0.00	61,155.50	2,000.000
25490A101	DIRECTV COM CL A	32,070.00	0.00	29,804.93	750.000
268648102	EMC CORP COM	64,620.00	0.00	81,119.70	3,000.000
26875P101	EOG RESOURCES INC COM	73,882.50	0.00	49,972.50	750.000
278058102	EATON CORP COM	43,530.00	0.00	21,082.00	1,000.000
291011104	EMERSON ELEC CO COM	23,295.00	0.00	11,535.00	500.000
302130109	EXPEDITORS INTL WASH INC COM	51,200.00	0.00	42,552.03	1,250.000
30231G102	EXXON MOBIL CORP COM	165,282.00	0.00	79,407.53	1,950.000
31359MQV8	FANNIE MAE NOTE	105,031.00	0.00	99,014.00	100,000.000

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	DTD 02/18/03 4.75% DUE 02/21/13				
31380WD76	FANNIE MAE POOL 452026 DTD 11/01/98 6.500% DUE 11/01/28	6,254.42	0.00	12,773.13	5,471.170
31390F5R6	FANNIE MAE POOL 645356 DTD 06/01/02 6.50% DUE 06/01/32	4,791.28	0.00	7,187.69	4,218.940
31400SNB1	FANNIE MAE POOL 696186 DTD 04/01/03 5.50% DUE 04/01/18	27,098.42	0.00	30,293.42	24,809.040
31406BD98	FANNIE MAE POOL 804828 DTD 12/01/04 5.00% DUE 01/01/20	28,774.63	0.00	28,024.95	26,571.827
31407PLH9	FANNIE MAE POOL 836528 DTD 09/01/05 5.00% DUE 10/01/20	26,523.67	0.00	24,629.30	24,535.550
31428X106	FEDEX CORP COM	70,983.50	0.00	85,865.01	850.000
315616102	F5 NETWORKS INC COM	79,590.00	0.00	41,272.13	750.000
35671D857	FREEPORT-MCMORAN COPPER & GOLD COM	36,790.00	0.00	41,028.00	1,000.000
369604AY9	GENERAL ELECTRIC CO NOTE DTD 01/28/03 5.00% DUE 02/01/13	156,315.00	0.00	155,319.00	150,000.000
36962G3T9	GENERAL ELECT CAP CORP MED TERM NT DTD 04/21/08 4.80% DUE 05/01/13	104,688.00	0.00	99,135.00	100,000.000
377372AA5	GLAXOSMITHKLINE CAP INC NOTE DTD 04/06/04 4.375% DUE 04/15/14	108,223.00	0.00	99,800.00	100,000.000
38141G104	GOLDMAN SACHS GROUP INC COM	11,303.75	0.00	21,210.00	125.000
38259P508	GOOGLE INC COM CL A	145,327.50	0.00	101,013.25	225.000
411511306	HARBOR INTERNATIONAL FD OPEN-END FUND	318,405.07	0.00	330,000.00	6,070.640

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
428236103	HEWLETT PACKARD CO COM	36,064.00	0.00	48,429.99	1,400.000
458140100	INTEL CORP COM	145,500.00	0.00	68,284.24	6,000.000
45865V100	INTERCONTINENTALEXCHANGE INC COM	45,206.25	0.00	42,701.25	375.000
459200101	INTERNATIONAL BUSINESS MACHS COM	45,970.00	0.00	20,505.00	250.000
459902102	INTERNATIONAL GAME TECHNOLOGY COM	25,800.00	0.00	28,590.00	1,500.000
46428R107	ISHARES S&P GSCI COMMODITY INDEX CLOSED-END FUND	57,715.00	0.00	54,278.53	1,750.000
464287176	ISHARES BARCLAYS TIPS BOND FUND CLOSED-END FUND	233,380.00	0.00	204,807.61	2,000.000
464287226	ISHARES BARCLAYS AGGREGATE BD FD CLOSED-END FUND	330,750.00	0.00	305,529.13	3,000.000
464287242	ISHARES IBOXX $INVESTMENT BD FD CLOSED-END FUND	227,520.00	0.00	210,731.75	2,000.000
464287432	ISHARES BARCLAYS 20+ YR TREAS BD CLOSED-END FUND	24,250.00	0.00	18,531.98	200.000
464287465	ISHARES MSCI EAFE INDEX FUND CLOSED-END FUND	148,590.00	0.00	161,289.80	3,000.000
464288588	ISHARES BARCLAYS MBS BOND FUND CLOSED-END FUND	135,087.50	0.00	131,786.50	1,250.000
464288612	ISHARES BARCLAYS INTER GVT/CR BD CLOSED-END FUND	166,935.00	0.00	154,761.75	1,500.000
464288646	ISHARES BARCLAYS 1-3 YR CR BD FD CLOSED-END FUND	156,300.00	0.00	157,136.95	1,500.000
464288661	ISHARES BARCLAYS 3-7 YR TREAS BD CLOSED-END FUND	24,408.00	0.00	22,955.98	200.000
464289511	ISHARES 10+ YEAR CREDIT BOND CLOSED-END FUND	44,265.00	0.00	39,457.50	750.000
46625HHX1	JPMORGAN CHASE & CO SENIOR NT DTD 02/24/11 3.45% DUE 03/01/16	203,190.00	0.00	204,574.00	200,000.000

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
46625H100	JP MORGAN CHASE & CO COM	49,875.00	0.00	55,056.00	1,500.000
478160104	JOHNSON & JOHNSON COM	170,508.00	0.00	144,382.01	2,600.000
48203R104	JUNIPER NETWORKS INC COM	20,410.00	0.00	37,120.00	1,000.000
48242W106	KBR INC COM	41,805.00	0.00	29,484.00	1,500.000
579780206	MCCORMICK & CO INC COM	63,025.00	0.00	61,598.00	1,250.000
580135101	MCDONALDS CORP COM	150,495.00	0.00	33,510.00	1,500.000
58155Q103	MCKESSON CORP COM	66,223.50	0.00	67,727.92	850.000
585055106	MEDTRONIC INC COM	87,975.00	0.00	72,390.25	2,300.000
59156R108	METLIFE INC COM	23,385.00	0.00	33,434.93	750.000
594918104	MICROSOFT CORP COM	90,860.00	0.00	10,328.12	3,500.000
61166W101	MONSANTO CO COM	26,276.25	0.00	32,446.76	375.000
641224415	NEUBERGER BERMAN EMERG MKTS EQTY OPEN-END FUND INSTL CL	303,097.35	0.00	350,000.00	22,123.894
65339F101	NEXTERA ENERGY INC COM	30,440.00	0.00	26,000.00	500.000
674599105	OCCIDENTAL PETE CORP DEL COM	84,330.00	0.00	73,204.92	900.000
68389X105	ORACLE CORP COM	154,541.25	0.00	80,418.75	6,025.000
693390700	PIMCO FUNDS-TOTAL RETURN FUND OPEN-END FUND INSTL CL	352,213.09	0.00	360,815.97	32,402.308
704549104	PEABODY ENERGY CORP COM	33,110.00	0.00	26,081.00	1,000.000
713448108	PEPSICO INC	116,112.50	0.00	72,584.65	1,750.000

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	COM				
722005667	PIMCO COMMODITY REALRETURN STRAT OPEN-END FUND INSTL CL	42,056.70	0.00	51,133.04	6,430.688
73755L107	POTASH CORP OF SASKATCHEWAN INC FGN COM	41,280.00	0.00	55,849.90	1,000.000
73935S105	POWERSHARES DB COMMODITY INDEX CLOSED-END FUND	64,416.00	0.00	57,172.00	2,400.000
74144T108	T ROWE PRICE GROUP INC COM	28,475.00	0.00	19,356.00	500.000
741503403	PRICELINE.COM INC COM	46,771.00	0.00	40,630.92	100.000
742718109	PROCTER & GAMBLE CO COM	100,065.00	0.00	82,644.33	1,500.000
747525103	QUALCOMM INC COM	49,230.00	0.00	49,555.17	900.000
7495200A1	KT SHORT TERM DEPOSIT FUND	195,730.80	108,684.58	304,415.38	304,415.380
78387GAK9	SBC COMMUNICATIONS INC NOTE DTD 08/19/02 5.875% DUE 08/15/12	103,233.00	0.00	101,542.00	100,000.000
806857108	SCHLUMBERGER LTD FGN COM	143,451.00	0.00	47,277.48	2,100.000
867224107	SUNCOR ENERGY INC FGN COM	86,490.00	0.00	134,861.10	3,000.000
880208400	TEMPLETON GLOBAL BOND FUND OPEN-END FUND ADV CL	93,047.15	0.00	100,590.43	7,522.001
881624209	TEVA PHARMACEUTICAL INDS LTD SPONS ADR	100,900.00	0.00	95,646.55	2,500.000
883556102	THERMO FISHER SCIENTIFIC INC COM	53,964.00	0.00	44,240.04	1,200.000
89233P5E2	TOYOTA MOTOR CREDIT CORP MED TERM NT DTD 09/15/11 2.00% DUE 09/15/16	126,243.75	0.00	125,963.75	125,000.000
912828BH2	UNITED STATES TREAS NTS DTD 08/15/03 4.25% DUE 08/15/13	106,461.00	0.00	100,398.44	100,000.000
912828CT5	UNITED STATES TREAS NTS	110,156.00	0.00	100,109.38	100,000.000

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CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	DTD 08/16/04 4.25% DUE 08/15/14				
912828DH0	UNITED STATES TREAS NTS INFL IDX DTD 01/18/05 1.625% DUE 01/15/15	127,907.08	0.00	118,524.04	118,595.000
912828DV9	UNITED STATES TREAS NTS DTD 05/16/05 4.125% DUE 05/15/15	112,180.00	0.00	99,046.88	100,000.000
913017109	UNITED TECHNOLOGIES CORP COM	73,090.00	0.00	63,705.00	1,000.000
917047102	URBAN OUTFITTERS INC COM	46,852.00	0.00	31,603.00	1,700.000
92343V104	VERIZON COMMUNICATIONS INC COM	68,204.00	0.00	48,627.73	1,700.000
928563402	VMWARE INC COM CL A	41,595.00	0.00	45,015.00	500.000
949746101	WELLS FARGO CO COM	103,350.00	0.00	87,455.73	3,750.000
989701107	ZIONS BANCORP COM	40,700.00	0.00	46,074.75	2,500.000
998154231	CHARITABLE MID CAP FUND	439,596.20	0.00	435,008.56	2,730.937
9983223V1	PARADIGM EQTYS I LIQUIDATING TR HEDGE FUND CL A	99,998.38	0.00	0.00	99,998.380
	*** TOTAL ***	10,681,496.70	108,684.58	9,328,053.86	2,220,247.440
		108,684.58		114,960.52 PSHIP ADJUSTMENTS	
		10,790,181.28		9,443,014.38	

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

DESCRIPTION	AMOUNT
ROUNDING	1.
TOTAL	1.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
KEYBANK N.A.
ADDRESS:
P.O. BOX 10099
TOLEDO, OH 43699-0099
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 44,522.

OFFICER NAME:
JACK WELSH
ADDRESS:
C/O KEYBANK N.A.
MANSFIELD, OH
TITLE:
DISTRIBUTION COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
DEBORAH SCHENK
ADDRESS:
C/O KEYBANK N.A.
MANSFIELD, OH
TITLE:
DISTRIBUTION COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
ERIC BEHNKE
ADDRESS:
C/O KEYBANK N.A.
MANSFIELD, OH
TITLE:
DISTRIBUTION COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 44,522.

FORM 990PF, PART XV - LINES 2a - 2d
==================================

RECIPIENT NAME:
NICK GESOURAS; TRUST OFFICER
ADDRESS:
42 NORTH MAIN ST. KEYBANK N.A., TRUST DIVISION
MANSFIELD, OH 44902
RECIPIENT'S PHONE NUMBER: 419-525-7665
FORM, INFORMATION AND MATERIALS:
APPROPRIATE INFORMATION, INCLUDING INTENDED
USE
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
RICHLAND COUNTY, OHIO RESIDENTS; PRIMARILY
USED FOR SICK, AGED AND EDUCATION

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CATHOLIC CHARITIES
ADDRESS:
3 NORTH PARK STREET
MANSFIELD, OH 43902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEDICAL ASSTANCE FOR NEEDY AND AGED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 288,000.

RECIPIENT NAME:
FRIENDLY HOUSE
ADDRESS:
380 N. MULBERRY
MANSFIELD, OH 43902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CAMPERSHIP ASSISTANCE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
RICHLAND COUNTY FOUNDATION
ADDRESS:
24 W. THIRD ST
MANSFIELD, OH 43902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONAL ASSISTANCE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 75,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
COMMUNITY HEALTH ACCESS PROJECT
ADDRESS:
455 BOWMAN STREET
MANSFIELD, OH 44903
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC

RECIPIENT NAME:
ASHLAND UNIVERSITY
ADDRESS:
401 COLLEGE AVENUE
ASHLAND, OH 44805
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
THE DOMESTIC VIOLENCE SHELTER
ADDRESS:
P.O. BOX 1524
MANSFIELD, OH 44901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
OPERATIONAL ASSISTANCE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

TOTAL GRANTS PAID: 413,500.