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

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 , and ending

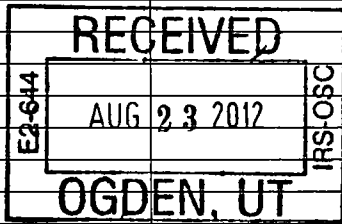
Name of foundation MAY AND STANLEY SMITH CHARITABLE TRUST		A Employer identification number 94-6622075
Number and street (or P.O. box number if mail is not delivered to street address) 2320 MARINSHIP WAY	Room/suite 150	B Telephone number 415-332-0166
City or town, state, and ZIP code SAUSALITO, CA 94965		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 351,353,477. (Part I, column (d) must be on cash basis.)	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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	44,414,622.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	11,231.			STATEMENT 1
4 Dividends and interest from securities	7,519,456.	4,218,177.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	16,069,781.			
b Gross sales price for all assets on line 6a 156975247.				
7 Capital gain net income (from Part IV, line 2)		0.		
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	133,365.	0.		STATEMENT 3
12 Total. Add lines 1 through 11	68,148,455.	4,218,177.		
13 Compensation of officers, directors, trustees, etc	337,671.			255,275.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 4	16,938.			4,412.
b Accounting fees STMT 5	32,422.			16,711.
c Other professional fees STMT 6	2,412,883.			719,240.
17 Interest				
18 Taxes STMT 7	168,962.			235.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 8	57,151.			2,300.
24 Total operating and administrative expenses. Add lines 13 through 23	3,026,027.			998,173.
25 Contributions, gifts, grants paid	13,063,780.			11,372,771.
26 Total expenses and disbursements. Add lines 24 and 25	16,089,807.	N/A		12,370,944.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	52,058,648.			
b Net investment income (if negative, enter -0-)		4,218,177.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED AUG 27 2012

Revenue

Operating and Administrative Expenses



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		10,753,554.	13,689,275.	13,689,275.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶ 899,799.		1,013,385.	899,799.	899,799.
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable		58,000,000.	8,000,000.	8,000,000.
	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 11		257,021,181.	259,919,129.	259,919,129.
	c	Investments - corporate bonds STMT 12		25,111,459.	25,137,713.	25,137,713.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 13		45,109,902.	43,707,561.	43,707,561.	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		397,009,481.	351,353,477.	351,353,477.	
Liabilities	17	Accounts payable and accrued expenses		597,326.	445,748.	
	18	Grants payable		3,080,491.	4,771,500.	
	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)		3,677,817.	5,217,248.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		149,058,259.	193,472,881.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		244,273,405.	152,663,348.		
30	Total net assets or fund balances		393,331,664.	346,136,229.		
31	Total liabilities and net assets/fund balances		397,009,481.	351,353,477.		

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	393,331,664.
2	Enter amount from Part I, line 27a	2	52,058,648.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	445,390,312.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	99,254,083.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	346,136,229.

Part IV Capital Gains and Losses for Tax on Investment Income

N/A

(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			
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			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
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
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

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	168,727.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	168,727.
3 Add lines 1 and 2	4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	5	168,727.
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	146,715.
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	57,000.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	203,715.
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	34,988.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 34,988. Refunded <input type="checkbox"/>	11	0.

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
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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.	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) <input type="checkbox"/> CA		
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

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.ADMINISTRUSTLLC.COM	X		
14	The books are in care of ► ADMINITRUST LLC Telephone no ► 415-332-0166 Located at ► 2320 MARINSHIP WAY, STE. 150, SAUSALITO, CA ZIP+4 ► 94965			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ► CANADA		X	No

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) N/A	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	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)

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

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

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

	5b	X
	6b	X
	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
RUTH M. COLLINS 2320 MARINSHIP WAY, SUITE 150 SAUSALITO, CA 94965	TRUSTEE 10.00	125,000.	0.	0.
JOHN P COLLINS, JR. 2320 MARINSHIP WAY, SUITE 150 SAUSALITO, CA 94965	TRUSTEE 10.00	103,767.	0.	0.
DAVID C CUNEO 2320 MARINSHIP WAY, SUITE 150 SAUSALITO, CA 94965	TRUSTEE 10.00	87,671.	0.	0.
DANIEL F. PIOMBO 2320 MARINSHIP WAY, SUITE 150 SAUSALITO, CA 94965	TRUSTEE 10.00	21,233.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
COLLINS & COMPANY - 100 LARKSPUR LANDING CIRCLE, LARKSPUR, CA 94939	INVESTMENT MANAGER	1,672,883.
ADMINISTRUST LLC 2320 MARINSHIP WAY, SAUSALITO, CA 94965	TRUST ADMINISTRATION	740,000.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	332,137,887.
b	Average of monthly cash balances	1b	10,985,884.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	343,123,771.
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	343,123,771.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,146,857.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	337,976,914.
6	Minimum investment return. Enter 5% of line 5	6	16,898,846.

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	16,898,846.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	168,727.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	168,727.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	16,730,119.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	16,730,119.
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	16,730,119.

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	12,370,944.
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	12,370,944.
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	12,370,944.

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				16,730,119.
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 ▶ \$ 12,370,944.				
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				12,370,944.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				4,359,175.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 14

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
VARIOUS ORGANIZATIONS - SEE ATTACHED DETAILS				11,372,771.
Total			▶ 3a	11,372,771.
b Approved for future payment				
VARIOUS ORGANIZATIONS - SEE ATTACHED DETAILS				4,056,500.
Total			▶ 3b	4,056,500.

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

MAY AND STANLEY SMITH CHARITABLE TRUST

Employer identification number

94-6622075

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 MAY AND STANLEY SMITH CHARITABLE TRUST	Employer identification number 94-6622075
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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
1	MAY SMITH TRUST 2320 MARINSHIP WAY NO. 150 SAUSALITO, CA 94965	\$ 4,649,947.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	MAY SMITH TRUST 2320 MARINSHIP WAY NO. 150 SAUSALITO, CA 94965	\$ 39,764,675.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization MAY AND STANLEY SMITH CHARITABLE TRUST	Employer identification number 94-6622075
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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
2	MARKETABLE SECURITIES - SEE ATTACHED STATEMENT FOR DETAILS	\$ 39,764,675.	09/14/11
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization MAY AND STANLEY SMITH CHARITABLE TRUST	Employer identification number 94-6622075
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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

(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

(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

(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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST INCOME	11,231.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11,231.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FOREIGN DIVIDENDS	2,085,361.	0.	2,085,361.
FOREIGN INTEREST	1,215,918.	0.	1,215,918.
US BOND INTEREST	1,037,904.	0.	1,037,904.
US CORPORATE DIVIDENDS	3,178,449.	0.	3,178,449.
US DIVIDENDS ON CASH	1,824.	0.	1,824.
TOTAL TO FM 990-PF, PART I, LN 4	7,519,456.	0.	7,519,456.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FOREIGN CURRENCY ADJUSTMENTS - REALIZED	133,365.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	133,365.	0.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	16,938.			4,412.
TO FM 990-PF, PG 1, LN 16A	16,938.			4,412.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	32,422.			16,711.
TO FORM 990-PF, PG 1, LN 16B	32,422.			16,711.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	1,672,883.			0.
CONSULTANT	0.			3,240.
ADMINISTRATION COSTS	740,000.			716,000.
TO FORM 990-PF, PG 1, LN 16C	2,412,883.			719,240.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	168,727.			0.
CA FILING FEES	235.			235.
TO FORM 990-PF, PG 1, LN 18	168,962.			235.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK FEES	54,851.			0.	
MEMBERSHIPS	2,300.			2,300.	
TO FORM 990-PF, PG 1, LN 23	57,151.			2,300.	

FOOTNOTES

STATEMENT 9

2011 RELATED PARTY FOOTNOTE:

A TRUSTEE OF THE TRUST WAS A CO-OWNER OF THE COMPANY THAT PROVIDES INVESTMENT MANAGEMENT SERVICES TO THE TRUST. THE INVESTMENT MANAGEMENT COMPANY WAS NOT PAID ANY COMMISSIONS (WHICH ARE INCLUDED IN THE PURCHASE AND SALES PRICE OF THE SECURITIES). IN 2011 THE COMPANY EARNED \$1,672,883 IN FEES.

A TRUSTEE OWNS THE COMPANY THAT PROVIDES ADMINISTRATIVE SERVICES TO THE TRUST. THE COMPANY WAS PAID \$740,000 IN 2011.

A TRUSTEE OF THE TRUST IS A PARTNER IN THE COMPANY THAT PROVIDES TAX RETURN PREPARATION SERVICES TO THE TRUST. THE COMPANY WAS PAID \$8,100 IN 2011.

THE PAYMENT OF COMPENSATION TO THESE DISQUALIFIED PERSONS FOR PERSONAL SERVICES IS REASONABLE AND NECESSARY IN CARRYING OUT THE EXEMPT PURPOSE OF THE PRIVATE FOUNDATION AND ARE NOT CONSIDERED ACTS OF SELF DEALING.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
DESCRIPTION		AMOUNT	
DECREASE IN CONTRIBUTION RECEIVABLE		50,000,000.	
UNREALIZED LOSSES AND FOREIGN CURRENCY ADJUSTMENTS		49,254,083.	
TOTAL TO FORM 990-PF, PART III, LINE 5		99,254,083.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	11
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK		259,919,129.	259,919,129.
TOTAL TO FORM 990-PF, PART II, LINE 10B		259,919,129.	259,919,129.

FORM 990-PF	CORPORATE BONDS	STATEMENT	12
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (US)		25,137,713.	25,137,713.
TOTAL TO FORM 990-PF, PART II, LINE 10C		25,137,713.	25,137,713.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	13	
DESCRIPTION		VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT BONDS (CANADIAN)		COST	43,707,561.	43,707,561.
TOTAL TO FORM 990-PF, PART II, LINE 13			43,707,561.	43,707,561.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RUTH COLLINS, ADMINITRUST LLC (WEBSITE: WWW.ADMINITRUSTLLC.COM)
2320 MARINSHIP WAY, SUITE 150
SAUSALITO, CA 94965

TELEPHONE NUMBER

415-332-0166

FORM AND CONTENT OF APPLICATIONS

SEE WEBSITE FOR APPLICATION GUIDELINES: WWW.ADMINITRUSTLLC.COM

ANY SUBMISSION DEADLINES

NO SUBMISSION DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO GRANTS TO ORGANIZATIONS RECEIVING SIGNIFICANT GOVERNMENT FUNDING.
PARTICULAR INTERESTS: CHILDREN, ELDERLY, DISABLED, DISADVANTAGED

May and Stanley Smith Charitable Trust
94-6622075
Form 990-PF - Part VII-B Line 5c
For Year Ended December 31, 2011

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

Grantee:

May Wong Smith Trust
c/o School of Economics and Finance
University of Saint Andrews
Castlecliffe
Saint Andrews
Fife KY16 9AJ
Scotland

Date Paid in Current Tax Year:

\$300,000 paid on 11/4/2011

Total Paid:

\$300,000 paid on 11/4/2011

\$300,000 Total

Purpose:

To establish a permanent endowment fund to further the mission of the May Wong Smith Trust: establishing and maintaining St. Leonard's College as part of the University of St. Andrews, and providing fellowships, scholarships, and prizes to students in the University of St. Andrews, assisting such students financially and generally looking after their welfare.

Amount of Grant Spent by Grantee:

\$0 spent in 2011

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.

Date of Report(s) Received from Grantee:

No report was due or received this year. First report will be due in 2012 and will be included in next year's return

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2011

3a. Paid during the year

Recipient Name and address	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 Paid in 2011
999 Club London, England	N/A	Foreign Public Charity - Equivalent	Programs Serving Vulnerable Adults & Children	\$15,000
Action for Kids London, England	N/A	Foreign Public Charity - Equivalent	Work Related Learning Program	\$60,000
Age Exchange London, England	N/A	Foreign Public Charity - Equivalent	Creative Caring Program for the Elderly	\$35,000
Agua Para La Vida Berkeley, CA	N/A	501(c)3 Public Charity	Sanitation Project for Mongallo-Negrowas	\$35,000
The Aidis Trust London, England	N/A	Foreign Public Charity - Equivalent	Assistive Technology for Disabled People	\$20,000
Alice Lloyd College Pippa Passes, KY	N/A	501(c)3 Public Charity	Tuition and Fees for Needy Students	\$15,000
Alisa Ann Ruch Burn Foundation Burbank, CA	N/A	501(c)3 Public Charity	2011 Champ Camp	\$10,000
Alley's House Dallas, TX	N/A	501(c)3 Public Charity	Services for Teen Mothers	\$15,000
Alonzo King LINES Ballet San Francisco, CA	N/A	501(c)3 Public Charity	Ballet School Summer Program Financial Aid	\$20,000
Alzheimer's Family Services Center Huntington Beach, CA	N/A	501(c)3 Public Charity	Health Management and Prevention Services	\$15,000
Ambassadors of Hope and Opportunity Mill Valley, CA	N/A	501(c)3 Public Charity	Programs for Homeless & At-Risk Youth	\$10,000
America SCORES New York, NY	N/A	501(c)3 Public Charity	National Program Support	\$30,000
American Association of People with Disabilities Washington, DC	N/A	501(c)3 Public Charity	Summer Internship Program	\$50,000
American Conservatory Theater San Francisco, CA	N/A	501(c)3 Public Charity	Theater in Schools Program	\$15,000
American Foundation for the Blind New York, NY	N/A	501(c)3 Public Charity	FamilyConnect Program	\$100,000
Amery Area Senior Citizens Amery, WI	N/A	501(c)3 Public Charity	Senior Center Operating Support	\$7,500
Arc of the United States Washington, DC	N/A	501(c)3 Public Charity	School-to-Community Transitions Project	\$200,000
Art & Creativity for Healing Laguna Niguel, CA	N/A	501(c)3 Public Charity	Healing for Heroes and Their Families	\$10,000
Art Education for the Blind Inc / Art Beyond Sight New York, NY	N/A	501(c)3 Public Charity	Dressing for Success Program	\$25,000
Arts Unbound Orange, NJ	N/A	501(c)3 Public Charity	Generations: Developing Senior Artists	\$12,000
Assistance League of Reno-Sparks Reno, NV	N/A	501(c)3 Public Charity	Food Pantry for the Elderly	\$7,500
Association for Community Living in Boulder County Longmont, CO	N/A	501(c)3 Public Charity	Developmentally Disabled Advocacy & Training	\$7,500
Association for Independent Living Dallas, TX	N/A	501(c)3 Public Charity	AFIL WAY Program	\$20,000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2011

Recipient Name and address	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 Paid in 2011
At The Crossroads San Francisco, CA	N/A	501(c)3 Public Charity	Outreach & Support for Homeless Youth	\$25,000
Athletic Scholars Advancement Program San Francisco, CA	N/A	501(c)3 Public Charity	Athletics & College-Bound Support Activities	\$20,000
Autism Speaks New York, NY	N/A	501(c)3 Public Charity	Baker Summer Camp Scholarship Program	\$25,000
Avenidas Palo Alto, CA	N/A	501(c)3 Public Charity	Subsidize Adult Day Health Care for Seniors	\$10,000
The BASIC Fund San Francisco, CA	N/A	501(c)3 Public Charity	Scholarships for inner-city children	\$100,000
Berkeley East Bay Humane Society Inc Berkeley, CA	N/A	501(c)3 Public Charity	Pets Are Wonderful Support/East Bay	\$12,000
Berkeley Symphony Orchestra Berkeley, CA	N/A	501(c)3 Public Charity	Music in the Schools Program	\$15,000
Best Buddies International Miami, FL	N/A	501(c)3 Public Charity	Best Buddies Jobs Program	\$75,000
A Better Chance New York, NY	N/A	501(c)3 Public Charity	College Preparatory Schools Program	\$75,000
Big Brothers Big Sisters of the Illinois Capital Region Springfield, IL	N/A	501(c)3 Public Charity	Mentoring Children of Prisoners Program	\$7,500
Big Creek People in Action Inc War, WV	N/A	501(c)3 Public Charity	Family Resource Center	\$20,000
Blind Babies Foundation Oakland, CA	N/A	501(c)3 Public Charity	General support	\$100,000
Blind in Business London, England	N/A	Foreign Public Charity - Equivalent	Skill Building & Employment Services	\$40,000
Blue Bear School of Music San Francisco, CA	N/A	501(c)3 Public Charity	STAR Music Education Program	\$10,000
Blue Planet Network Redwood City, CA	N/A	501(c)3 Public Charity	Five Clean Water & Sanitation Projects	\$150,000
Boys & Girls Clubs of Marin and Southern Sonoma Counties Petaluma, CA	N/A	501(c)3 Public Charity	Davidson Afterschool Program	\$30,000
Boys Hope Girls Hope of San Francisco Inc San Francisco, CA	N/A	501(c)3 Public Charity	Growth & Development of Youth Scholars	\$30,000
Bread & Roses Corte Madera, CA	N/A	501(c)3 Public Charity	Outreach to Elders & Developmentally Disabled	\$35,000
The Bread Project Berkeley, CA	N/A	501(c)3 Public Charity	Job Training and Employment Program	\$30,000
Breakthrough Collaborative San Francisco, CA	N/A	501(c)3 Public Charity	Support to Implement Strategic Plan	\$120,000
Bresee Foundation Los Angeles, CA	N/A	501(c)3 Public Charity	Afterschool Youth Programs	\$75,000
Bridge House Boulder, CO	N/A	501(c)3 Public Charity	Services for the Homeless	\$7,500
The Bristol Home Buffalo, NY	N/A	501(c)3 Public Charity	Low-Income Elderly Subsidized Living Expenses	\$6,000
BUILD Redwood City, CA	N/A	501(c)3 Public Charity	Youth Entrepreneurship & Achievement Program	\$100,000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2011

Recipient Name and address	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 Paid in 2011
buildOn Stamford, CT	N/A	501(c)3 Public Charity	Bay Area After School Program	\$30,000
Camarillo Hospice Camarillo, CA	N/A	501(c)3 Public Charity	Bereavement Support and Education	\$7,000
Caminos Pathways Learning Center San Francisco, CA	N/A	501(c)3 Public Charity	Computer & Job Training for Latina Women	\$50,000
Camp Breakaway San Remo, Australia	N/A	Foreign Public Charity - Equivalent	Camps for Children & Adults with Disabilities	\$25,000
Camp for All Foundation Houston, TX	N/A	501(c)3 Public Charity	Programs and Activities Fund	\$15,000
Canadian National Institute for the Blind Vancouver, BC Canada	N/A	Foreign Public Charity - Equivalent	BC-Yukon Division Programs and Services	\$50,000
Cancer Support Community Washington, DC	N/A	501(c)3 Public Charity	Kid Support Program Expansion in US & Canada	\$50,000
Canine Companions for Independence Santa Rosa, CA	N/A	501(c)3 Public Charity	SE Service & National Hearing Dog Programs	\$30,000
Canine Partners Midhurst, England	N/A	Foreign Public Charity - Equivalent	Training of Assistance Dogs	\$33,000
Cape Eleuthera Foundation Inc Lawrenceville, NJ	N/A	501(c)3 Public Charity	Deep Creek Middle School Student Support	\$25,000
Career Collaborative Boston, MA	N/A	501(c)3 Public Charity	Job and Employment-Retention Services	\$25,000
CAREGIVERS Volunteers Assisting the Elderly Ventura, CA	N/A	501(c)3 Public Charity	Supportive Assistance for Frail Elderly	\$20,000
CASA of Sonoma County Kenwood, CA	N/A	501(c)3 Public Charity	Transitional Services Program Expansion	\$30,000
Cazadero Performing Arts Camp Berkeley, CA	N/A	501(c)3 Public Charity	2010 and 2011 Scholarship Program	\$15,000
Cenikor Foundation Houston, TX	N/A	501(c)3 Public Charity	Substance Abuse Treatment Programs	\$10,000
The Center for Enriched Living Riverwoods, IL	N/A	501(c)3 Public Charity	Transportation Costs	\$12,000
Center for Music by People with Disabilities Missoula, MT	N/A	501(c)3 Public Charity	Music Classes for People with Disabilities	\$6,000
The Center of Concern Park Ridge, IL	N/A	501(c)3 Public Charity	Senior Support & Geriatric Counseling Program	\$10,000
Centrepont Soho Limited London, England	N/A	Foreign Public Charity - Equivalent	Workwise Program for Homeless Young Adults	\$60,000
Children of the Night Van Nuys, CA	N/A	501(c)3 Public Charity	Child Victims of Prostitution Home & School	\$15,000
Children's Arts Umbrella Association Vancouver, BC Canada	N/A	Foreign Public Charity - Equivalent	Arts Outreach at the Focus Foundation of BC	\$20,000
Children's Day School San Francisco, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$12,500
Children's Theatre Company Minneapolis, MN	N/A	501(c)3 Public Charity	Neighborhood Bridges Program	\$5,000

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Children's Vision First San Francisco, CA	N/A	501(c)3 Public Charity	Free Vision Services for Low-Income Children	\$10,000
Churchie Foundation Limited Queensland, Australia	N/A	Foreign Public Charity - Equivalent	Old Boys' Overseas Study Scholarships	\$40,000
Churchie Foundation Limited Queensland, Australia	N/A	Foreign Public Charity - Equivalent	Refurbishment of Morris Hall	\$250,000
Churchie Foundation Limited Queensland, Australia	N/A	Foreign Public Charity - Equivalent	Scholarships and Bursaries	\$100,000
Cinnabar Theater Petaluma, CA	N/A	501(c)3 Public Charity	Cinnabar Young Repertory Theater	\$15,000
City House Plano, TX	N/A	501(c)3 Public Charity	Emergency & Residential Services for Youth	\$10,000
Clayton Dabney Foundation for Kids with Cancer Dallas, TX	N/A	501(c)3 Public Charity	'Medicine of the Heart' Program	\$10,000
Cleo Eulau Center Mountain View, CA	N/A	501(c)3 Public Charity	Resiliency Programs for Disadvantaged Youth	\$25,000
College Bound Cerritos, CA	N/A	501(c)3 Public Charity	Saturday School Program	\$100,000
The College of the Holy Cross Worcester, MA	N/A	501(c)3 Public Charity	Departments of Music and Economics	\$100,000
College Summit Inc Washington, DC	N/A	501(c)3 Public Charity	College Readiness Program in the Bay Area	\$60,000
College Track Oakland, CA	N/A	501(c)3 Public Charity	College Preparatory & College Success Programs	\$100,000
Colorado UpLift Denver, CO	N/A	501(c)3 Public Charity	Mentoring Programs for At-Risk Youth	\$30,000
Common Threads Chicago, IL	N/A	501(c)3 Public Charity	Los Angeles Site Program Support	\$30,000
Communities in Schools of Seattle Seattle, WA	N/A	501(c)3 Public Charity	Student Intervention & School-Wide Programs	\$10,000
Community Music Center San Francisco, CA	N/A	501(c)3 Public Charity	Youth Music Instruction & Performance Programs	\$25,000
Community Partners Los Angeles, CA	N/A	501(c)3 Public Charity	Farmer-Veteran Coalition: Mentoring of Military Veterans in Agriculture	\$20,000
Community Preparatory School Providence, RI	N/A	501(c)3 Public Charity	Annual Scholarship Fund	\$10,000
Community-Word Project New York, NY	N/A	501(c)3 Public Charity	Classroom Collaborative Arts Residencies	\$10,000
Concern Worldwide US Inc New York, NY	N/A	501(c)3 Public Charity	Continued Integrated Water Management on La Gonave	\$50,452
Contact the Elderly London, England	N/A	Foreign Public Charity - Equivalent	Lifeline of Friendship Groups	\$30,000
Contra Costa Interfaith Housing Walnut Creek, CA	N/A	501(c)3 Public Charity	Youth Education & Family Support Services	\$10,000
Cooperative for Education Cincinnati, OH	N/A	501(c)3 Public Charity	Western Highlands Education Development	\$75,000
Counsel and Care London, England	N/A	Foreign Public Charity - Equivalent	Advice Service for the Elderly & their Carers	\$25,000
Covenant House Vancouver Vancouver, BC Canada	N/A	Foreign Public Charity - Equivalent	Services for Homeless Youth	\$25,000

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De Marillac Academy San Francisco, CA	N/A	501(c)3 Public Charity	Student Scholarships for 2009/10 and 2010/11	\$35,000
Denver Rescue Mission Denver, CO	N/A	501(c)3 Public Charity	STAR Transitional Housing Program	\$20,000
Diabetic Youth Foundation Concord, CA	N/A	501(c)3 Public Charity	Diabetes Education Camp Program	\$30,000
Diablo Ballet Walnut Creek, CA	N/A	501(c)3 Public Charity	PEEK Adopt-a-Class Program	\$5,000
Disabled Sports USA Rockville, MD	N/A	501(c)3 Public Charity	'I Can Do Anything' Adaptive Sports Program	\$75,000
Dominican Sisters of Mission San Jose Oakland, CA	N/A	501(c)3 Public Charity	Elementary Schools Music Project	\$250,622
Doorways for Women & Families Arlington, VA	N/A	501(c)3 Public Charity	Homeless & Domestic Violence Victim Services	\$40,000
DOROT New York, NY	N/A	501(c)3 Public Charity	Services for the Elderly	\$25,000
Downtown Cluster of Congregations, Inc. Washington, DC	N/A	501(c)3 Public Charity	Homeless Services Unit	\$25,000
DrawBridge San Rafael, CA	N/A	501(c)3 Public Charity	Admin Closure & Transitioning of Programs	\$5,000
Dream Foundation Santa Barbara, CA	N/A	501(c)3 Public Charity	Dreams for 25 Terminally Ill Adults	\$25,000
Each One Reach One South San Francisco, CA	N/A	501(c)3 Public Charity	Incarcerated Youth Rehabilitation Services	\$50,000
East End House Inc Cambridge, MA	N/A	501(c)3 Public Charity	School Age & Middle School Programs	\$35,000
Ebenezer School and Home for the Visually Impaired Ltd Hong Kong	N/A	Foreign Public Charity - Equivalent	Temporary Lifeguard for Swimming Pool	\$10,000
Educating Young Minds Los Angeles, CA	N/A	501(c)3 Public Charity	Supplemental Ed Programs for At-Risk Youth	\$20,000
El Porvenir Denver, CO	N/A	501(c)3 Public Charity	Water and Sanitation in Rural Nicaragua	\$20,000
Eldergivers San Francisco, CA	N/A	501(c)3 Public Charity	Art with Elders	\$10,000
ElderHelp San Diego, CA	N/A	501(c)3 Public Charity	Concierge Club Services for the Elderly	\$20,000
EPiC Arts London, England	N/A	Foreign Public Charity - Equivalent	Arts Programs for the Disabled in the U K	\$30,000
Every Child Counts Abaco, Bahamas	N/A	Foreign Public Charity - Equivalent	Special Education School in Abaco, Bahamas	\$20,000
Exhale Oakland, CA	N/A	501(c)3 Public Charity	Post-Abortion Counseling Services	\$25,000
Fabretto Children's Foundation Arlington, VA	N/A	501(c)3 Public Charity	SAT Program Secondary Ed. in Rural Nicaragua	\$50,000
Facing History and Ourselves Brookline, MA	N/A	501(c)3 Public Charity	Student Engagement in Underserved Schools	\$50,000
Families First Parenting Programs Inc Cambridge, MA	N/A	501(c)3 Public Charity	Parenting Education for Low-Income Families	\$12,000

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Family Care Center of Catawba Valley Hickory, NC	N/A	501(c)3 Public Charity	Emergency & Transitional Residential Programs	\$5,000
Family Gateway Inc Dallas, TX	N/A	501(c)3 Public Charity	Transitional Services for Homeless Families	\$20,000
FINCA Washington, DC	N/A	501(c)3 Public Charity	Microfinance Activities in Haiti Uganda & DRC	\$100,000
First Graduate San Francisco, CA	N/A	501(c)3 Public Charity	Academic Support & Mentoring	\$75,000
The Fistula Foundation San Jose, CA	N/A	501(c)3 Public Charity	Fistula Treatment, Prevention, & Education	\$15,000
Flyaway Productions San Francisco, CA	N/A	501(c)3 Public Charity	Art & Activism Apprenticeship - Summer 2012	\$7,500
Food Bank of Contra Costa and Solano Concord, CA	N/A	501(c)3 Public Charity	Senior Food Program	\$15,000
Foundation Center San Francisco, CA	N/A	501(c)3 Public Charity	San Francisco Library and Learning Center	\$5,000
Freedom from Hunger Davis, CA	N/A	501(c)3 Public Charity	Microfinance, Health, & Education	\$100,000
Freedom Guide Dogs for the Blind Cassville, NY	N/A	501(c)3 Public Charity	Guide Dog Training and Placement	\$10,000
Friends for Youth Inc Redwood City, CA	N/A	501(c)3 Public Charity	General Operating Support	\$50,000
Friendship Adult Day Care Center Santa Barbara, CA	N/A	501(c)3 Public Charity	Help Elders At-Risk Today Program	\$20,000
The Friendship Club Nevada City, CA	N/A	501(c)3 Public Charity	Healthy Choices Now! Project	\$10,000
Glacier Institute Kalispell, MT	N/A	501(c)3 Public Charity	Discovery School & Camp Scholarship Funding	\$10,000
Global Glimpse San Francisco, CA	N/A	501(c)3 Public Charity	Expansion of the Global Scholar Program	\$10,000
Guadalupe Center Immokalee, FL	N/A	501(c)3 Public Charity	Afterschool Tutoring & Summer Enrichment	\$20,000
Guiding Eyes for the Blind Yorktown Heights, NY	N/A	501(c)3 Public Charity	Special Needs Program	\$25,000
Halleck Creek Ranch Nicasio, CA	N/A	501(c)3 Public Charity	Breaking Barriers Scholarship Fund	\$10,000
Hanna Boys Center Sonoma, CA	N/A	501(c)3 Public Charity	Summer School Read to Succeed Program	\$15,000
HealthRight International New York, NY	N/A	501(c)3 Public Charity	Community Newborn Health Services in Kenya	\$75,000
Hesperian Foundation Berkeley, CA	N/A	501(c)3 Public Charity	Development of Healthcare Manuals	\$100,000
Hispanic College Fund Washington, DC	N/A	501(c)3 Public Charity	2011 Hispanic Youth Institute	\$50,000
Holy Family Day Home San Francisco, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$10,000
A Home Away from Homelessness San Francisco, CA	N/A	501(c)3 Public Charity	Homeless Youth Academic & Enrichment Support	\$30,000
Homeward Bound of Marin Novato, CA	N/A	501(c)3 Public Charity	Family Services Program	\$60,000

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Homework Central San Mateo, CA	N/A	501(c)3 Public Charity	Tutoring for English Learning Students	\$10,000
Hong Kong Alzheimer's Disease Association Kowloon, Hong Kong	N/A	Foreign Public Charity - Equivalent	New Community Support Service Center	\$100,000
Hong Kong Youth Arts Foundation Quarry Bay, Hong Kong	N/A	Foreign Public Charity - Equivalent	X'tra Special Arts Project	\$25,500
Hope CommUnity Center Apopka, FL	N/A	501(c)3 Public Charity	Strong Families - Strong Futures Program	\$30,000
The Hope Program Brooklyn, NY	N/A	501(c)3 Public Charity	Job Training, Placement, and Advancement	\$35,000
House Research Institute Los Angeles, CA	N/A	501(c)3 Public Charity	Hearing Healthcare for Disadvantaged Children	\$10,000
Immaculate Conception Academy San Francisco, CA	N/A	501(c)3 Public Charity	Tuition assistance	\$100,000
IN SPIRIT Woodacre, CA	N/A	501(c)3 Public Charity	Services for Quadriplegics	\$15,000
Inter Care - Medical Aid for Africa Leicester, England	N/A	Foreign Public Charity - Equivalent	New Medicines Program	\$35,000
Intercambio Uniting Communities Boulder, CO	N/A	501(c)3 Public Charity	English & Financial Literacy Educ'n Programs	\$10,000
International Development Exchange San Francisco, CA	N/A	501(c)3 Public Charity	Local Education Initiatives	\$60,000
International Hearing Dog Inc Henderson, CO	N/A	501(c)3 Public Charity	Hearing Dog Training & Educational Awareness	\$10,000
Iona Senior Services Washington, DC	N/A	501(c)3 Public Charity	Services for Seniors	\$25,000
IVUmed Salt Lake City, UT	N/A	501(c)3 Public Charity	Pediatric Surgical Training & Service Program	\$40,000
Jewish Social Service Agency Rockville, MD	N/A	501(c)3 Public Charity	Senior Services Program	\$25,000
Jewish Vocational Service San Francisco, CA	N/A	501(c)3 Public Charity	Work Resource Program for FY 2012	\$50,000
JobTrain Menlo Park, CA	N/A	501(c)3 Public Charity	Work, Academic, and Life-Skills Training	\$30,000
The Joseph Sams School Inc Fayetteville, GA	N/A	501(c)3 Public Charity	Scholarship Program	\$15,000
Juma Ventures San Francisco, CA	N/A	501(c)3 Public Charity	Education, Job Training, & Career Services	\$75,000
Jumpstart Boston, MA	N/A	501(c)3 Public Charity	Early Childhood Education, Tutoring, & Mentoring	\$75,000
Kala Art Institute Berkeley, CA	N/A	501(c)3 Public Charity	Artists-in-Schools Program	\$5,000
KEEN Washington, DC	N/A	501(c)3 Public Charity	Recreation Activities for Disabled Youth	\$25,000
KickStart San Francisco, CA	N/A	501(c)3 Public Charity	Market-Based Solution to Eradicate Poverty	\$100,000
Kids' Turn San Francisco, CA	N/A	501(c)3 Public Charity	Kids' Turn in the United Kingdom	\$15,000
KSDS Inc Washington, KS	N/A	501(c)3 Public Charity	Training for Guide, Service, and Social Dogs	\$10,000

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Lawyers' Committee for Civil Rights of the San Francisco Bay Area San Francisco, CA	N/A	501(c)3 Public Charity	Legal Services for Entrepreneurs	\$35,000
Leap Imagination in Learning San Francisco, CA	N/A	501(c)3 Public Charity	Arts & Architecture Residency Program	\$10,000
Liberty's Kitchen New Orleans, LA	N/A	501(c)3 Public Charity	Youth Development Program	\$20,000
Life's Kitchen Boise, ID	N/A	501(c)3 Public Charity	Food Service & Life Skills Training	\$20,000
Little Bit Therapeutic Riding Center Woodinville, WA	N/A	501(c)3 Public Charity	Scholarship Program	\$7,500
Little Brothers - Friends of the Elderly Cincinnati, OH	N/A	501(c)3 Public Charity	Visiting Volunteer Program	\$15,000
Little Brothers - Friends of the Elderly of Greater Philadelphia Philadelphia, PA	N/A	501(c)3 Public Charity	Outreach to Isolated, Low-Income Elderly	\$10,000
Living Paintings Newbury, England	N/A	Foreign Public Charity - Equivalent	Living Picture Groups	\$32,000
Lowcountry Food Bank Charleston, SC	N/A	501(c)3 Public Charity	Food Works Program	\$10,000
Lyford Cay Foundation New York, NY	N/A	501(c)3 Public Charity	FOCUS Academic and College Prep Program	\$85,000
Magic Me London, England	N/A	Foreign Public Charity - Equivalent	Intergenerational Arts Activities	\$30,000
Making the Right Connections Los Angeles, CA	N/A	501(c)3 Public Charity	Gang Prevention Summer Programs 2011 & 2012	\$25,000
Making Waves Education Program Richmond, CA	N/A	501(c)3 Public Charity	Educational Programs for At-Risk Youth	\$50,000
Mama's Kitchen San Diego, CA	N/A	501(c)3 Public Charity	Critical Illness Nutrition Program	\$15,000
Mano a Mano International Partners Mendota Heights, MN	N/A	501(c)3 Public Charity	Medical Supervision and Training in Bolivia	\$30,000
Marin Advocates for Children San Rafael, CA	N/A	501(c)3 Public Charity	Court Appointed Special Advocates	\$10,000
Marin Brain Injury Network Larkspur, CA	N/A	501(c)3 Public Charity	Services for Adults with Brain Injury	\$20,000
Marin Humane Society Novato, CA	N/A	501(c)3 Public Charity	Side-by-Side Pet Care Assistance Program	\$20,000
Marion Medical Mission Marion, IL	N/A	501(c)3 Public Charity	Shallow Well Sustainability Program	\$50,000
Marrriott Foundation for People with Disabilities Bethesda, MD	N/A	501(c)3 Public Charity	Bridges from School to Work	\$60,000
May Wong Smith Trust St Andrews, Scotland	N/A	Foreign Exempt Non-Equivalent Organization*	General Endowment	\$300,000
Meals of Marin San Rafael, CA	N/A	501(c)3 Public Charity	Food Program for Critically Ill Adults	\$20,000

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Meals on Wheels of Northampton County Bethlehem, PA	N/A	501(c)3 Public Charity	Meal Subsidy Program	\$10,000
Meals on Wheels of the Salinas Valley Salinas, CA	N/A	501(c)3 Public Charity	Home-Delivered Meals in the Salinas Valley	\$20,000
MediSend International Dallas, TX	N/A	501(c)3 Public Charity	Biomedical Equipment Repair Training Program	\$50,000
MedShare International San Leandro, CA	N/A	501(c)3 Public Charity	Recycling of Healthcare Equipment & Supplies	\$50,000
Mercy Neighborhood Ministries Cincinnati, OH	N/A	501(c)3 Public Charity	Home Care for Low-Income Seniors	\$15,000
Meridian Gallery San Francisco, CA	N/A	501(c)3 Public Charity	Meridian Interns Program	\$15,000
Mindful Schools Oakland, CA	N/A	501(c)3 Public Charity	Mindfulness Training for Students & Teachers	\$30,000
Mission Dolores Academy San Francisco, CA	N/A	501(c)3 Public Charity	Tier II Tuition Assistance Program	\$10,000
Mona Foundation Kirkland, WA	N/A	501(c)3 Public Charity	Scholarships for Schools in Haiti	\$45,000
Moreau Catholic High School Hayward, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$10,000
Mountain Outreach Program Williamsburg, KY	N/A	501(c)3 Public Charity	Housing and Home Repair for the Needy	\$15,000
Multiple Sclerosis Quality of Life Project Monterey, CA	N/A	501(c)3 Public Charity	Case Management Program	\$10,000
National Center for Equine Facilitated Therapy Woodside, CA	N/A	501(c)3 Public Charity	Veterans Program Expansion	\$15,000
National Organization on Disability New York, NY	N/A	501(c)3 Public Charity	Wounded Warrior Careers Demonstration - NC	\$100,000
Neighborhood House Salt Lake City, UT	N/A	501(c)3 Public Charity	Low-income Children & Adult/Elderly Day Care	\$10,000
Nepal Youth Foundation Sausalito, CA	N/A	501(c)3 Public Charity	Indentured Daughters & Scholarship Programs	\$60,000
Network for Teaching Entrepreneurship Bay Area San Francisco, CA	N/A	501(c)3 Public Charity	Bay Area Youth Entrepreneurship Services	\$30,000
The NeuroMuscular Centre Winsford, England	N/A	Foreign Public Charity - Equivalent	Vocational Training Program	\$20,000
New Century Chamber Orchestra San Francisco, CA	N/A	501(c)3 Public Charity	Education Outreach Program	\$7,500
New Door Ventures San Francisco, CA	N/A	501(c)3 Public Charity	Youth Development Programs	\$75,000
New Futures Washington, DC	N/A	501(c)3 Public Charity	Post-Secondary Education & Employment Support	\$25,000
Oakland East Bay Symphony Oakland, CA	N/A	501(c)3 Public Charity	In-School Mentor and After-School Programs	\$25,000
Oakland Kids First Oakland, CA	N/A	501(c)3 Public Charity	PASS-2 Academic Peer Mentoring Program	\$25,000
Oakland Youth Chorus Oakland, CA	N/A	501(c)3 Public Charity	Music Education & Performances for Youth	\$40,000

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Office of Letters and Light Berkeley, CA	N/A	501(c)3 Public Charity	Young Writers Program	\$10,000
Okizu Foundation Novato, CA	N/A	501(c)3 Public Charity	Camps for Children with Cancer & Families	\$30,000
Olmsted Center for Sight Buffalo, NY	N/A	501(c)3 Public Charity	National Statler Center	\$100,000
Opera Piccola Oakland, CA	N/A	501(c)3 Public Charity	ArtGate Artist-in-Residence School Program	\$15,000
Opportunity Impact San Francisco, CA	N/A	501(c)3 Public Charity	Afterschool Program for At-Risk Youth	\$50,000
Outward Bound San Francisco, CA	N/A	501(c)3 Public Charity	Health and Education Collaboration Fund	\$15,000
Parca Burlingame, CA	N/A	501(c)3 Public Charity	Raji House	\$10,000
Park Day School Inc. Oakland, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$5,000
Partners for Youth with Disabilities Boston, MA	N/A	501(c)3 Public Charity	Disabled Youth One-to-One & Group Mentoring	\$20,000
Partners In Care Pasadena, MD	N/A	501(c)3 Public Charity	Service-Exchange to Help the Elderly	\$30,000
Peace4Kids Compton, CA	N/A	501(c)3 Public Charity	Services for Youth in Foster Care	\$30,000
Pets Are Wonderful Support San Francisco, CA	N/A	501(c)3 Public Charity	Companion Animal Support Services Program	\$15,000
Pets for the Elderly Foundation Wickliffe, OH	N/A	501(c)3 Public Charity	Companion Pet Adoptions for Seniors	\$15,000
Phoenix Employment Ministry Wilmington, NC	N/A	501(c)3 Public Charity	Employment Services for the Homeless	\$7,500
Piedmont Choirs Oakland, CA	N/A	501(c)3 Public Charity	Scholarship Program	\$7,500
A Place Called Home Los Angeles, CA	N/A	501(c)3 Public Charity	Youth Center for At-Risk Youth	\$50,000
Power To Be Victoria, BC Canada	N/A	Foreign Public Charity - Equivalent	Adaptive Recreation Program	\$60,000
Prevention International: No Cervical Cancer Oakland, CA	N/A	501(c)3 Public Charity	Cervical Cancer Screening & Treatment	\$20,000
Pro Mujer New York, NY	N/A	501(c)3 Public Charity	Microfinance, Business Training, & Healthcare	\$150,000
Project Angel Heart Denver, CO	N/A	501(c)3 Public Charity	Home-Delivered Meals for the Critically Ill	\$15,000
Project Avary Novato, CA	N/A	501(c)3 Public Charity	Services for Children of Incarcerated Parents	\$40,000
Project H.O.M.E. Philadelphia, PA	N/A	501(c)3 Public Charity	Teen Afterschool & College Access Programs	\$25,000
Project K.I.N.D. Riverside, CA	N/A	501(c)3 Public Charity	Project KIND Healthcare Services for Youth	\$10,000
Project Open Hand San Francisco, CA	N/A	501(c)3 Public Charity	Critically Ill & Senior Lunch Programs	\$20,000
Providence House Cleveland, OH	N/A	501(c)3 Public Charity	Safe Haven for Children of Families in Crisis	\$45,000
Pure Water for the World Rutland, VT	N/A	501(c)3 Public Charity	Hygiene Training & Clean Water in Honduras	\$28,000

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Ranfurly Homes for Children Nassau, Bahamas	N/A	Foreign Public Charity - Equivalent	Home for Orphaned, Abused, Abandoned Children	\$25,000
Raphael House San Francisco, CA	N/A	501(c)3 Public Charity	Residential Shelter Program	\$30,000
Reading Partners Oakland, CA	N/A	501(c)3 Public Charity	Literacy Intervention Program	\$60,000
The Redwoods Mill Valley, CA	N/A	501(c)3 Public Charity	Rental Assistance Fund	\$15,000
ReSurge International Mountain View, CA	N/A	501(c)3 Public Charity	Integrated Surgical & Medical Training	\$50,000
RISE Adventures Irving, TX	N/A	501(c)3 Public Charity	Therapeutic Recreation for the Disabled	\$15,000
Ronald McDonald House of San Francisco Inc San Francisco, CA	N/A	501(c)3 Public Charity	Lodging and Hospital Programs	\$7,500
Root Capital Cambridge, MA	N/A	501(c)3 Public Charity	Financing for Rural Small & Growing Businesses	\$100,000
Roseville Home Start Inc Roseville, CA	N/A	501(c)3 Public Charity	Housing for Homeless Families with Children	\$25,000
Sacred Heart Cathedral Preparatory San Francisco, CA	N/A	501(c)3 Public Charity	Piro Scholar Program 2009/2010 and 2010/2011	\$17,500
Sacred Heart Elementary School Los Angeles, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$12,500
Sacred Heart High School Los Angeles, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$15,000
Saint Aidan's Foundation Ltd Corinda, Australia	N/A	Foreign Public Charity - Equivalent	Music Excellence Bursaries	\$17,800
Saint Anne's Church Nassau, Bahamas	N/A	Foreign Public Charity - Equivalent	General Operating Support	\$15,000
Saint Anthony - Immaculate Conception School San Francisco, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$20,000
Saint Anthony Foundation San Francisco, CA	N/A	501(c)3 Public Charity	Senior Care Services	\$30,000
Saint Cecilia School San Francisco, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$5,000
Saint Christopher's Home North Point, Hong Kong	N/A	Foreign Public Charity - Equivalent	Support of Small Group Homes	\$15,000
Saint Frances Xavier Cabrini School Los Angeles, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$10,000
Saint Gabriel School San Francisco, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$6,250
Saint Ignatius School Los Angeles, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$12,500
Saint James School San Francisco, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$20,000
Saint John's Shelter for Women and Children Sacramento, CA	N/A	501(c)3 Public Charity	Help Homeless Mothers Become Self-Sustaining	\$30,000

* denotes expenditure responsibility grant

May and Stanley Smith Charitable Trust

94-6622075

Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2011

Recipient Name and address	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 Paid in 2011
Saint Louis Health Equipment Lending Program St. Louis, MO	N/A	501(c)3 Public Charity	Medical Equipment Recycle & Reuse Program	\$15,000
Saint Martin De Porres School Oakland, CA	N/A	501(c)3 Public Charity	Tuition Assistance to Families in Need	\$30,000
Saint Mary of the Angels School Ukiah, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$10,000
The Salvation Army - Bahamas Division Nassau, Bahamas	N/A	Foreign Public Charity - Equivalent	Erin H. Gilmour School	\$20,000
Samaritans Boston, MA	N/A	501(c)3 Public Charity	IM Hear_Program	\$10,000
San Antonio Lighthouse for the Blind San Antonio, TX	N/A	501(c)3 Public Charity	Seniors' Program	\$20,000
San Domenico School San Anselmo, CA	N/A	501(c)3 Public Charity	Virtuoso Program Scholarships 2009/2010 and 2010/2011	\$50,000
San Francisco Bay Area Little Brothers-Friends of the Elderly San Francisco, CA	N/A	501(c)3 Public Charity	Intergenerational Partnership Project	\$15,000
San Francisco Boys Chorus San Francisco, CA	N/A	501(c)3 Public Charity	Tuition Assistance and Scholarship Programs	\$25,000
San Francisco Court Appointed Special Advocate Program San Francisco, CA	N/A	501(c)3 Public Charity	Foster Children & Youth Volunteer Advocacy	\$50,000
San Francisco Food Bank & Marin Food Bank San Francisco, CA	N/A	501(c)3 Public Charity	San Francisco & Marin Senior Food Programs	\$60,000
San Francisco SPCA San Francisco, CA	N/A	501(c)3 Public Charity	Pet-A-Care Program	\$10,000
Santa Teresita Elementary School Los Angeles, CA	N/A	501(c)3 Public Charity	Tuition Assistance 2009/2010 and 2010/2011	\$12,500
Schools Mentoring and Resource Team San Francisco, CA	N/A	501(c)3 Public Charity	Academic Excellence Program	\$25,000
Search and Care New York, NY	N/A	501(c)3 Public Charity	Care & Support for Safe Elder Independence	\$20,000
Second Harvest Food Bank San Jose, CA	N/A	501(c)3 Public Charity	Brown Bag Program for Seniors	\$20,000
SeeAbility Epsom, England	N/A	Foreign Public Charity - Equivalent	Information Technology Tutors	\$40,000
Senior Assistance Center Denver, CO	N/A	501(c)3 Public Charity	Services for Low-Income Elderly	\$5,000
Senior Concerns Thousand Oaks, CA	N/A	501(c)3 Public Charity	Quality Services for Frail Seniors	\$50,000
Seva Canada Society Vancouver, BC Canada	N/A	Foreign Public Charity - Equivalent	Community Eye Care in Tanzania & Madagascar	\$35,000
The Shea Center San Juan Capistrano, CA	N/A	501(c)3 Public Charity	Therapeutic Riding for Disabled People	\$10,000
Sisters of the Road Portland, OR	N/A	501(c)3 Public Charity	Hot Meals / Barter Program	\$8,000

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Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2011

Recipient Name and address	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 Paid in 2011
Skating Association for the Blind and Handicapped Inc Buffalo, NY	N/A	501(c)3 Public Charity	School Day Adaptive Ice Skating Program	\$10,000
Ski for Light Inc Minneapolis, MN	N/A	501(c)3 Public Charity	Cross Country Ski Event for the Disabled	\$3,000
Slide Ranch Muir Beach, CA	N/A	501(c)3 Public Charity	School & Community Program Scholarships	\$20,000
Somerville House Foundation South Brisbane, Australia	N/A	Foreign Public Charity - Equivalent	Bursary funding support for one economically disadvantaged student	\$21,367
Spark San Francisco, CA	N/A	501(c)3 Public Charity	Youth Empowerment Programs	\$25,000
Special Delivery San Diego San Diego, CA	N/A	501(c)3 Public Charity	Home-Delivered Meal Program	\$10,000
Special Equestrians Warrington, PA	N/A	501(c)3 Public Charity	Scholarships for Low-Income Clients	\$5,000
Spinal Injuries Association Milton Keynes, England	N/A	Foreign Public Charity - Equivalent	Advice Line and Employment Service	\$33,000
Steppingstone Foundation Inc Boston, MA	N/A	501(c)3 Public Charity	The Steppingstone Academy	\$50,000
Sudanese Education Fund Arlington, MA	N/A	501(c)3 Public Charity	Saturday Education Enrichment Program	\$10,000
Summer Search San Francisco, CA	N/A	501(c)3 Public Charity	Four-Part Program in San Francisco Bay Area	\$40,000
Super Stars Literacy Inc Oakland, CA	N/A	501(c)3 Public Charity	After School Literacy Program	\$25,000
Surrey Services for Seniors Berwyn, PA	N/A	501(c)3 Public Charity	Surrey Cares Program	\$20,000
Sustainable South Bronx Bronx, NY	N/A	501(c)3 Public Charity	Bronx Environmental Stewardship Training	\$80,000
Teach For America - Bay Area San Francisco, CA	N/A	501(c)3 Public Charity	Growth & Impact in the Bay Area	\$50,000
Team-Up for Youth Oakland, CA	N/A	501(c)3 Public Charity	Build Partnerships for After-School Sports	\$50,000
Technology Access Foundation Seattle, WA	N/A	501(c)3 Public Charity	TechStart Program 2011/12 and 2012/13	\$16,000
Teen Voices Boston, MA	N/A	501(c)3 Public Charity	SHOUT! and Boston Girls Writing Community	\$20,000
Therapeutic Riding of Tucson Tucson, AZ	N/A	501(c)3 Public Charity	Therapeutic Equine Programs	\$25,000
thesecondopinion San Francisco, CA	N/A	501(c)3 Public Charity	Medical Opinions for Cancer Patients	\$25,000
Thrive Bozeman, MT	N/A	501(c)3 Public Charity	Partnership Project for Strengthening Families	\$35,000
The Tides Center San Francisco, CA	N/A	501(c)3 Public Charity	Homeless Youth Alliance's Mental Health Program	\$15,000
Trillium Childhood Cancer Support Centre Hamilton, ON Canada	N/A	Foreign Public Charity - Equivalent	Camp Trillium for Children Living with Cancer	\$50,000
Trips for Kids Marin Mill Valley, CA	N/A	501(c)3 Public Charity	Bike Ride, Re-Cyclery, & Earn-a-Bike Programs	\$20,000
UCanDoIT London, England	N/A	Foreign Public Charity - Equivalent	IT Training for People with Disabilities	\$40,000

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May and Stanley Smith Charitable Trust

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Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2011

Recipient Name and address	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 Paid in 2011
UCP Wheels for Humanity North Hollywood, CA	N/A	501(c)3 Public Charity	Volunteer Program	\$10,000
United Ministries Greenville, SC	N/A	501(c)3 Public Charity	Adult Education Program	\$15,000
United Through Reading San Diego, CA	N/A	501(c)3 Public Charity	Military, Transitions, & Grandparent Programs	\$10,000
The Unusual Suspects Theatre Company Los Angeles, CA	N/A	501(c)3 Public Charity	Theatre Residencies for At-Risk Youth	\$30,000
Upwardly Global San Francisco, CA	N/A	501(c)3 Public Charity	Career Pathways for Skilled Immigrants	\$50,000
Villa Maria School Stamford, CT	N/A	501(c)3 Public Charity	Brian Fitzgerald Tuition Assistance Program	\$5,000
Village Enterprise San Carlos, CA	N/A	501(c)3 Public Charity	Livelihood Development in Rural East Africa	\$35,000
Visiting Neighbors New York, NY	N/A	501(c)3 Public Charity	Supportive Services to Frail Elderly	\$20,000
Water For People Denver, CO	N/A	501(c)3 Public Charity	Sustainable Water & Sanitation Services for Malawi	\$100,000
Water.org Kansas City, MO	N/A	501(c)3 Public Charity	Community-Led Water & Sanitation Program	\$75,000
Wellspring Detroit, MI	N/A	501(c)3 Public Charity	Academic & Recreation Program	\$15,000
West Marin Senior Services Point Reyes Station, CA	N/A	501(c)3 Public Charity	Keeping Rural Seniors in their Homes	\$10,000
Whizz-Kidz London, England	N/A	Foreign Public Charity - Equivalent	Kidz Unlimited	\$40,000
Wilderness Inquiry Minneapolis, MN	N/A	501(c)3 Public Charity	Gateway to Adventure Program	\$35,000
Wildlife Associates Half Moon Bay, CA	N/A	501(c)3 Public Charity	Institute of Nature Awareness	\$10,000
Women's Action to Gain Economic Security Oakland, CA	N/A	501(c)3 Public Charity	Expanding Women's Economic & Career Security	\$75,000
Women's Cancer Resource Center Oakland, CA	N/A	501(c)3 Public Charity	Supports for Women with Cancer	\$25,000
Women's Initiative for Self Employment San Francisco, CA	N/A	501(c)3 Public Charity	Expansion of microenterprise training and supportive services	\$250,000
World Association for Children and Parents Seattle, WA	N/A	501(c)3 Public Charity	Stay-in-School Project	\$8,280
World Savvy San Francisco, CA	N/A	501(c)3 Public Charity	Media & Arts Program	\$20,000
WRBH Reading Radio for the Blind New Orleans, LA	N/A	501(c)3 Public Charity	Reading Radio Station	\$10,000
YMCA of Greater Manchester Manchester, NH	N/A	501(c)3 Public Charity	START Dropout Prevention Program	\$10,000
Youth Enrichment Strategies Richmond, CA	N/A	501(c)3 Public Charity	Nature-Based Programming for At-Risk Youth	\$20,000
Youth Music Monterey Monterey, CA	N/A	501(c)3 Public Charity	South County Strings Program	\$7,500

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For Year Ended December 31, 2011

Recipient Name and address	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 Paid in 2011
Zen Hospice Project San Francisco, CA	N/A	501(c)3 Public Charity	Volunteer Caregiver Program	\$40,000

Total ▶ **3a** **\$11,372,771**

3b. Approved during the year for future payment

Recipient Name and address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Future Payment Amount
Age Exchange London, England	N/A	Foreign Public Charity - Equivalent	Creative Caring Program for the Elderly	\$35,000
Alice Lloyd College Pippa Passes, KY	N/A	501(c)3 Public Charity	Tuition and Fees for Needy Students	\$15,000
Alisa Ann Ruch Burn Foundation Burbank, CA	N/A	501(c)3 Public Charity	2011 Champ Camp	\$10,000
Alonzo King LINES Ballet San Francisco, CA	N/A	501(c)3 Public Charity	Ballet School Summer Program Financial Aid	\$20,000
American Association of People with Disabilities Washington, DC	N/A	501(c)3 Public Charity	Summer Internship Program	\$50,000
Amery Area Senior Citizens Amery, WI	N/A	501(c)3 Public Charity	Senior Center Operating Support	\$7,500
Arc of the United States Washington, DC	N/A	501(c)3 Public Charity	School-to-Community Transitions Project	\$200,000
Art Education for the Blind Inc / Art Beyond Sight New York, NY	N/A	501(c)3 Public Charity	Dressing for Success Program	\$25,000
At The Crossroads San Francisco, CA	N/A	501(c)3 Public Charity	Outreach & Support for Homeless Youth	\$25,000
Avenidas Palo Alto, CA	N/A	501(c)3 Public Charity	Subsidize Adult Day Health Care for Seniors	\$10,000
Berkeley Symphony Orchestra Berkeley, CA	N/A	501(c)3 Public Charity	Music in the Schools Program	\$15,000
Best Buddies International Miami, FL	N/A	501(c)3 Public Charity	Best Buddies Jobs Program	\$75,000
Blind in Business London, England	N/A	Foreign Public Charity - Equivalent	Skill Building & Employment Services	\$40,000
Bread & Roses Corte Madera, CA	N/A	501(c)3 Public Charity	Outreach to Elders & Developmentally Disabled	\$35,000
Breakthrough Collaborative San Francisco, CA	N/A	501(c)3 Public Charity	Support to Implement Strategic Plan	\$120,000
BUILD Redwood City, CA	N/A	501(c)3 Public Charity	Youth Entrepreneurship & Achievement Program	\$100,000
buildOn Stamford, CT	N/A	501(c)3 Public Charity	Bay Area After School Program	\$30,000
Camarillo Hospice Camarillo, CA	N/A	501(c)3 Public Charity	Bereavement Support and Education	\$7,000

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For Year Ended December 31, 2011

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Camp Breakaway San Remo, Australia	N/A	Foreign Public Charity - Equivalent	Camps for Children & Adults with Disabilities	\$25,000
Camp for All Foundation Houston, TX	N/A	501(c)3 Public Charity	Programs and Activities Fund	\$15,000
Canadian National Institute for the Blind Vancouver, BC Canada	N/A	Foreign Public Charity - Equivalent	BC-Yukon Division Programs and Services	\$50,000
Canine Companions for Independence Santa Rosa, CA	N/A	501(c)3 Public Charity	SE Service & National Hearing Dog Programs	\$30,000
Canine Partners Midhurst, England	N/A	Foreign Public Charity - Equivalent	Training of Assistance Dogs	\$33,000
The Center for Enriched Living Riverwoods, IL	N/A	501(c)3 Public Charity	Transportation Costs	\$12,000
Center for Music by People with Disabilities Missoula, MT	N/A	501(c)3 Public Charity	Music Classes for People with Disabilities	\$6,000
Clayton Dabney Foundation for Kids with Cancer Dallas, TX	N/A	501(c)3 Public Charity	'Medicine of the Heart' Program	\$10,000
College Bound Cerritos, CA	N/A	501(c)3 Public Charity	Saturday School Program	\$100,000
College Track Oakland, CA	N/A	501(c)3 Public Charity	College Preparatory & College Success Programs	\$100,000
Community-Word Project New York, NY	N/A	501(c)3 Public Charity	Classroom Collaborative Arts Residencies	\$10,000
Contact the Elderly London, England	N/A	Foreign Public Charity - Equivalent	Lifeline of Friendship Groups	\$30,000
Counsel and Care London, England	N/A	Foreign Public Charity - Equivalent	Advice Service for the Elderly & their Carers	\$25,000
Diabetic Youth Foundation Concord, CA	N/A	501(c)3 Public Charity	Diabetes Education Camp Program	\$30,000
Doorways for Women & Families Arlington, VA	N/A	501(c)3 Public Charity	Homeless & Domestic Violence Victim Services	\$40,000
DOROT New York, NY	N/A	501(c)3 Public Charity	Services for the Elderly	\$25,000
Dream Foundation Santa Barbara, CA	N/A	501(c)3 Public Charity	Dreams for 25 Terminally Ill Adults	\$25,000
Eldergivers San Francisco, CA	N/A	501(c)3 Public Charity	Art with Elders	\$10,000
Every Child Counts Abaco, Bahamas	N/A	Foreign Public Charity - Equivalent	Special Education School in Abaco, Bahamas	\$20,000
First Graduate San Francisco, CA	N/A	501(c)3 Public Charity	Academic Support & Mentoring	\$75,000
Food Bank of Contra Costa and Solano Concord, CA	N/A	501(c)3 Public Charity	Senior Food Program	\$15,000
Foundation Center San Francisco, CA	N/A	501(c)3 Public Charity	San Francisco Library and Learning Center	\$5,000
Freedom from Hunger Davis, CA	N/A	501(c)3 Public Charity	Microfinance, Health, & Education	\$100,000
Freedom Guide Dogs for the Blind Cassville, NY	N/A	501(c)3 Public Charity	Guide Dog Training and Placement	\$10,000

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For Year Ended December 31, 2011

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Guiding Eyes for the Blind Yorktown Heights, NY	N/A	501(c)3 Public Charity	Special Needs Program	\$25,000
Halleck Creek Ranch Nicasio, CA	N/A	501(c)3 Public Charity	Breaking Barriers Scholarship Fund	\$10,000
Hesperian Foundation Berkeley, CA	N/A	501(c)3 Public Charity	Development of Healthcare Manuals	\$100,000
Hong Kong Youth Arts Foundation Quarry Bay, Hong Kong	N/A	Foreign Public Charity - Equivalent	X'tra Special Arts Project	\$25,500
The Hope Program Brooklyn, NY	N/A	501(c)3 Public Charity	Job Training, Placement, and Advancement	\$35,000
IN SPIRIT Woodacre, CA	N/A	501(c)3 Public Charity	Services for Quadriplegics	\$15,000
International Development Exchange San Francisco, CA	N/A	501(c)3 Public Charity	Local Education Initiatives	\$60,000
International Hearing Dog Inc Henderson, CO	N/A	501(c)3 Public Charity	Hearing Dog Training & Educational Awareness	\$10,000
JobTrain Menlo Park, CA	N/A	501(c)3 Public Charity	Work, Academic, and Life-Skills Training	\$30,000
The Joseph Sams School Inc Fayetteville, GA	N/A	501(c)3 Public Charity	Scholarship Program	\$15,000
Juma Ventures San Francisco, CA	N/A	501(c)3 Public Charity	Education, Job Training, & Career Services	\$75,000
Leap Imagination in Learning San Francisco, CA	N/A	501(c)3 Public Charity	Arts & Architecture Residency Program	\$10,000
Little Bit Therapeutic Riding Center Woodinville, WA	N/A	501(c)3 Public Charity	Scholarship Program	\$7,500
Little Brothers - Friends of the Elderly of Greater Philadelphia Philadelphia, PA	N/A	501(c)3 Public Charity	Outreach to Isolated, Low-Income Elderly	\$10,000
Living Paintings Newbury, England	N/A	Foreign Public Charity - Equivalent	Living Picture Groups	\$32,000
Lyford Cay Foundation New York, NY	N/A	501(c)3 Public Charity	FOCUS Academic and College Prep Program	\$85,000
Magic Me London, England	N/A	Foreign Public Charity - Equivalent	Intergenerational Arts Activities	\$30,000
Making the Right Connections Los Angeles, CA	N/A	501(c)3 Public Charity	Gang Prevention Summer Programs 2011 & 2012	\$25,000
Making Waves Education Program Richmond, CA	N/A	501(c)3 Public Charity	Educational Programs for At-Risk Youth	\$50,000
Mama's Kitchen San Diego, CA	N/A	501(c)3 Public Charity	Critical Illness Nutrition Program	\$15,000
Marin Brain Injury Network Larkspur, CA	N/A	501(c)3 Public Charity	Services for Adults with Brain Injury	\$20,000
Marin Humane Society Novato, CA	N/A	501(c)3 Public Charity	Side-by-Side Pet Care Assistance Program	\$20,000
Marriott Foundation for People with Disabilities Bethesda, MD	N/A	501(c)3 Public Charity	Bridges from School to Work	\$60,000

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For Year Ended December 31, 2011

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Meals on Wheels of Northampton County Bethlehem, PA	N/A	501(c)3 Public Charity	Meal Subsidy Program	\$10,000
Meals on Wheels of the Salinas Valley Salinas, CA	N/A	501(c)3 Public Charity	Home-Delivered Meals in the Salinas Valley	\$20,000
MedShare International San Leandro, CA	N/A	501(c)3 Public Charity	Recycling of Healthcare Equipment & Supplies	\$50,000
Mercy Neighborhood Ministries Cincinnati, OH	N/A	501(c)3 Public Charity	Home Care for Low-Income Seniors	\$15,000
Multiple Sclerosis Quality of Life Project Monterey, CA	N/A	501(c)3 Public Charity	Case Management Program	\$10,000
Nepal Youth Foundation Sausalito, CA	N/A	501(c)3 Public Charity	Indentured Daughters & Scholarship Programs	\$60,000
The NeuroMuscular Centre Winsford, England	N/A	Foreign Public Charity - Equivalent	Vocational Training Program	\$20,000
Okizu Foundation Novato, CA	N/A	501(c)3 Public Charity	Camps for Children with Cancer & Families	\$30,000
Olmsted Center for Sight Buffalo, NY	N/A	501(c)3 Public Charity	National Statler Center	\$100,000
Parca Burlingame, CA	N/A	501(c)3 Public Charity	Raji House	\$10,000
Partners for Youth with Disabilities Boston, MA	N/A	501(c)3 Public Charity	Disabled Youth One-to-One & Group Mentoring	\$20,000
Pets Are Wonderful Support San Francisco, CA	N/A	501(c)3 Public Charity	Companion Animal Support Services Program	\$15,000
Pets for the Elderly Foundation Wickliffe, OH	N/A	501(c)3 Public Charity	Companion Pet Adoptions for Seniors	\$15,000
A Place Called Home Los Angeles, CA	N/A	501(c)3 Public Charity	Youth Center for At-Risk Youth	\$50,000
Power To Be Victoria, BC Canada	N/A	Foreign Public Charity - Equivalent	Adaptive Recreation Program	\$60,000
Pro Mujer New York, NY	N/A	501(c)3 Public Charity	Microfinance, Business Training, & Healthcare	\$150,000
Project Angel Heart Denver, CO	N/A	501(c)3 Public Charity	Home-Delivered Meals for the Critically Ill	\$15,000
Project Avary Novato, CA	N/A	501(c)3 Public Charity	Services for Children of Incarcerated Parents	\$40,000
Project Open Hand San Francisco, CA	N/A	501(c)3 Public Charity	Critically Ill & Senior Lunch Programs	\$20,000
Raphael House San Francisco, CA	N/A	501(c)3 Public Charity	Residential Shelter Program	\$30,000
Reading Partners Oakland, CA	N/A	501(c)3 Public Charity	Literacy Intervention Program	\$60,000
Saint John's Shelter for Women and Children Sacramento, CA	N/A	501(c)3 Public Charity	Help Homeless Mothers Become Self-Sustaining	\$30,000
Saint Louis Health Equipment Lending Program St. Louis, MO	N/A	501(c)3 Public Charity	Medical Equipment Recycle & Reuse Program	\$15,000

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For Year Ended December 31, 2011

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The Salvation Army - Bahamas Division Nassau, Bahamas	N/A	Foreign Public Charity - Equivalent	Erin H. Gilmour School	\$20,000
San Francisco Food Bank & Marin Food Bank San Francisco, CA	N/A	501(c)3 Public Charity	San Francisco & Marin Senior Food Programs	\$60,000
Second Harvest Food Bank San Jose, CA	N/A	501(c)3 Public Charity	Brown Bag Program for Seniors	\$20,000
Seva Canada Society Vancouver, BC Canada	N/A	Foreign Public Charity - Equivalent	Community Eye Care in Tanzania & Madagascar	\$35,000
Special Equestrians Warrington, PA	N/A	501(c)3 Public Charity	Scholarships for Low-Income Clients	\$5,000
Summer Search San Francisco, CA	N/A	501(c)3 Public Charity	Four-Part Program in San Francisco Bay Area	\$40,000
Surrey Services for Seniors Berwyn, PA	N/A	501(c)3 Public Charity	Surrey Cares Program	\$20,000
Teach For America - Bay Area San Francisco, CA	N/A	501(c)3 Public Charity	Growth & Impact in the Bay Area	\$50,000
Technology Access Foundation Seattle, WA	N/A	501(c)3 Public Charity	TechStart Program 2011/12 and 2012/13	\$16,000
Therapeutic Riding of Tucson Tucson, AZ	N/A	501(c)3 Public Charity	Therapeutic Equine Programs	\$25,000
Thrive Bozeman, MT	N/A	501(c)3 Public Charity	Partnership Project for Strengthening Families	\$35,000
Trillium Childhood Cancer Support Centre Hamilton, ON Canada	N/A	Foreign Public Charity - Equivalent	Camp Trillium for Children Living with Cancer	\$50,000
UCanDoIT London, England	N/A	Foreign Public Charity - Equivalent	IT Training for People with Disabilities	\$40,000
UCP Wheels for Humanity North Hollywood, CA	N/A	501(c)3 Public Charity	Volunteer Program	\$10,000
United Through Reading San Diego, CA	N/A	501(c)3 Public Charity	Military, Transitions, & Grandparent Programs	\$10,000
Upwardly Global San Francisco, CA	N/A	501(c)3 Public Charity	Career Pathways for Skilled Immigrants	\$100,000
Villa Maria School Stamford, CT	N/A	501(c)3 Public Charity	Brian Fitzgerald Tuition Assistance Program	\$5,000
Water.org Kansas City, MO	N/A	501(c)3 Public Charity	Community-Led Water & Sanitation Program	\$75,000
Wellspring Detroit, MI	N/A	501(c)3 Public Charity	Academic & Recreation Program	\$15,000
Whizz-Kidz London, England	N/A	Foreign Public Charity - Equivalent	Kidz Unlimited	\$40,000
Wilderness Inquiry Minneapolis, MN	N/A	501(c)3 Public Charity	Gateway to Adventure Program	\$35,000
Women's Action to Gain Economic Security Oakland, CA	N/A	501(c)3 Public Charity	Expanding Women's Economic & Career Security	\$75,000
Women's Cancer Resource Center Oakland, CA	N/A	501(c)3 Public Charity	Supports for Women with Cancer	\$25,000
World Savvy San Francisco, CA	N/A	501(c)3 Public Charity	Media & Arts Program	\$20,000

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For Year Ended December 31, 2011

Recipient Name and address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Future Payment Amount
<i>Total</i>			<i>3b</i>	\$4,056,500

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SECURITY POSITIONS REPORT
THE MAY & STANLEY SMITH CHARITABLE TRUST
U.S. EQUITY PORTFOLIO

December 31, 2011

Reporting Currency: US Dollar

Quantity	Security	Total Cost	Market Value
US SECTOR SPECIFIC EQUITIES			
90,000	MARKET VECTORS AGRIBUSINESS	4,804,593.00	4,243,500.00
US COMMON STOCK			
93,600	ABBOTT LABORATORIES	4,243,192.00	5,263,128.00
147,000	AECOM TECHNOLOGY CORPORATION	3,996,848.00	3,023,790.00
11,900	APPLE COMPUTER INC	4,168,002.00	4,819,500.00
119,000	ARCH COAL INC	3,647,943.00	1,726,690.00
262,000	BANK OF AMERICA	4,317,339.00	1,456,720.00
131,000	BANK OF NEW YORK MELLON CORPORATION	3,658,636.00	2,608,210.00
101,000	BE AEROSPACE INC	3,926,151.00	3,909,710.00
100,000	BERKSHIRE HATHAWAY INC CL B	7,534,709.00	7,630,000.00
19,400	BLACKROCK INC	3,433,291.80	3,457,856.00
29,500	BOEING CO	2,098,618.00	2,163,825.00
33,400	CATERPILLAR INC	3,517,083.40	3,026,040.00
46,600	CHEVRON CORP	3,483,702.35	4,958,240.00
272,500	CISCO SYSTEMS INC	5,825,050.50	4,926,800.00
35,500	CUMMINS INC	3,702,472.00	3,124,710.00
47,100	DEERE & CO	4,093,475.00	3,643,185.00
167,000	EMC CORP	3,577,057.00	3,597,180.00
70,700	EXXON MOBIL CORP	4,952,000.00	5,992,532.00
85,200	FREEMONT-MCMORAN COPPER & GOLD INC	4,561,283.00	3,134,508.00
107,000	GENERAL CABLE CORP	4,301,371.00	2,676,070.00
307,000	GENERAL ELECTRIC CO	4,861,003.50	5,498,370.00
106,000	GENERAL MOTORS COMPANY	3,738,631.00	2,148,620.00
24,800	GOLDMAN SACHS GROUP INC	3,971,099.50	2,242,664.00
9,725	GOOGLE INC CL A	5,425,229.89	6,281,377.50
83,500	HALLIBURTON CO	4,373,094.00	2,881,585.00
122,000	HEWLETT-PACKARD CO	5,281,545.16	3,142,720.00
65,000	HONEYWELL INTERNATIONAL INC	3,633,668.00	3,532,750.00
66,000	HOSPIRA INC	3,512,281.00	2,004,420.00
72,000	ILLINOIS TOOL WORKS	3,596,505.00	3,363,120.00
91,200	J.P. MORGAN CHASE & CO	3,716,050.62	3,032,400.00
89,000	JOHNSON CONTROLS INC	3,500,028.00	2,782,140.00
96,300	MARATHON OIL CORP	2,703,828.19	2,818,701.00
89,000	METLIFE INC	3,567,098.00	2,775,020.00
189,500	MICROSOFT CORP	5,260,372.00	4,919,420.00
190,000	MYLAN LABS INC	4,337,557.00	4,077,400.00
151,000	ORACLE CORP	4,272,960.50	3,873,150.00
63,000	PEPSICO INC	3,792,344.70	4,180,050.00
35,200	ROCKWELL COLLINS INC	2,076,338.00	1,949,024.00
49,800	UNITED PARCEL SERVICE CL B	3,603,323.40	3,644,862.00
71,200	UNITED TECHNOLOGIES CORP	4,820,969.79	5,204,008.00
75,000	WAL-MART STORES INC	3,811,510.50	4,482,000.00
137,000	WELLS FARGO & CO	3,561,504.00	3,775,720.00
		166,455,165.80	149,748,215.50
INTERNATIONAL EQUITIES			
178,000	ABB LTD - SPON ADR	3,585,993.00	3,351,740.00
71,000	ANHEUSER-BUSCH INBEV NV	3,913,367.00	4,330,290.00
268,000	ISHARES FTSE/XINHUA CHINA 25 FUND	10,860,231.00	9,345,160.00



COLLINS & COMPANY LLC

WEALTH MANAGERS

SECURITY POSITIONS REPORT
THE MAY & STANLEY SMITH CHARITABLE TRUST
U.S. EQUITY PORTFOLIO

December 31, 2011

Reporting Currency: US Dollar

Quantity	Security	Total Cost	Market Value
468,000	ISHARES MSCI AUSTRALIA INDEX	10,522,582.00	10,033,920.00
87,000	ISHARES MSCI BRAZIL INDEX FUND	6,732,483.00	4,992,930.00
59,500	NOVARTIS AG - ADR	3,601,368.00	3,401,615.00
87,000	PETROLEO BRASILEIRO S A - ADR	3,760,443.00	2,161,950.00
110,000	TEVA PHARMACEUTICAL-SP ADR	4,557,727.15	4,439,600.00
107,000	VALE SA	<u>3,709,907.00</u>	<u>2,295,150.00</u>
		51,244,101.15	44,352,355.00
COMMODITIES			
142,000	MARKET VECTORS GOLD MINERS	8,652,683.00	7,303,060.00
30,200	SPDR GOLD TRUST	<u>3,848,726.00</u>	<u>4,590,098.00</u>
		12,501,409.00	11,893,158.00
INCOME INVESTMENTS			
170,000	ANNALY CAPITAL MANAGEMENT INC	2,523,806.00	2,713,200.00
TOTAL PORTFOLIO		237,529,075	212,950,429



COLLINS & COMPANY_{LLC}

WEALTH MANAGERS

PORTFOLIO APPRAISAL
THE WAY & STANLEY SMITH CHARITABLE TRUST
CANADIAN EQUITY PORTFOLIO
ROYAL TRUST ACCT

December 31, 2011

US \$

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
CANADIAN COMMON STOCK							
20,000	AGRIUM INC COM	78.53	1,570,673.79	66.95	1,339,017.16	3.2	0.2
35,000	BANK OF MONTREAL	56.30	1,970,474.50	54.71	1,914,923.78	4.6	5.0
50,000	BANK OF NOVA SCOTIA	49.70	2,485,044.81	49.77	2,488,382.65	6.0	4.9
55,000	BARRICK GOLD CORP	38.75	2,131,324.97	45.19	2,485,200.57	6.0	1.1
45,000	CALFRAC WELL SERVICES LTD	30.86	1,388,876.07	27.90	1,255,695.75	3.0	0.5
42,000	CANADIAN IMPRL BK COMM COM	68.35	2,870,723.91	72.25	3,034,407.14	7.3	4.7
45,000	CANADIAN NATURAL RESOURCES	35.25	1,586,370.44	37.35	1,680,869.92	4.0	0.9
90,000	ENSIGN ENERGY SERVICES INC	15.14	1,362,941.75	15.91	1,431,933.75	3.4	2.0
65,000	FINNING INTERNATIONAL INC	24.64	1,601,751.98	21.75	1,413,477.71	3.4	2.3
35,000	GOLDCORP INC	47.46	1,661,107.66	44.27	1,549,278.88	3.7	0.9
81,500	NEXEN INC	22.09	1,799,996.23	15.87	1,293,503.70	3.1	1.2
40,000	POTASH CORP SASK INC COM	46.08	1,843,136.61	41.23	1,649,196.04	3.9	0.9
32,000	RESEARCH IN MOTION	84.54	2,705,421.42	14.49	463,701.76	1.1	0.0
60,000	ROYAL BANK OF CANADA	29.91	1,794,479.33	50.89	3,053,617.08	7.3	3.8
115,000	SINO-FOREST CORPORATION	18.24	2,098,047.72	4.90	562,982.50	1.3	0.0
70,000	SUNCOR ENERGY INC	32.09	2,246,177.94	28.77	2,013,617.06	4.8	1.4
120,000	TALISMAN ENERGY INC	15.87	1,904,954.59	12.71	1,525,046.16	3.7	1.9
65,000	TECK RESOURCES LTD - CLASS B SHARES	35.43	2,303,245.44	35.16	2,285,366.26	5.5	1.7
38,500	TORONTO DOMINION BANK	60.29	2,321,130.05	74.70	2,875,778.25	6.9	3.3
95,000	TRANSFORCE INC	12.87	1,222,962.57	12.68	1,204,537.77	2.9	1.9
90,000	TRICAN WELL SERVICE LTD	10.87	978,020.69	17.18	1,546,488.45	3.7	0.6
150,000	YAMANA GOLD INC	11.64	1,746,639.07	14.71	2,205,912.30	5.3	0.8
			41,593,501.56		39,272,934.67	94.1	2.2



COLLINS & COMPANY_{llc}
 WEALTH MANAGERS

PORTFOLIO APPRAISAL
THE MAY & STANLEY SMITH CHARITABLE TRUST
U.S. FIXED-INCOME PORTFOLIO

December 31, 2011

Reporting Currency: US Dollar

Quantity/ Par Value	Security Description	Unit Cost	Total Cost	Price	Market Value	Accrued Interest	Market Value +Accrued Interest	Unrealized Gain/Loss	% G/L	Yield To Mat	Annual Income
US PREFERRED STOCK											
228,500	ISHARES S&P PFD STK INDEX FUND	38.85	8,876,981.00	35.62	8,139,170.00		8,139,170.00	-737,811.00	-8.3		568,965
BOND FUNDS - ETF											
10,000	ISHARES IBOXX HIGH YIELD CORP BOND FUND	85.79	857,900.00	89.43	894,300.00		894,300.00	36,400.00	4.2		67,100
17,850	ISHARES IBOXX INV GR CORP BD	112.88	2,014,908.00	113.76	2,030,616.00		2,030,616.00	15,708.00	0.8		89,071
			<u>2,872,808.00</u>		<u>2,924,916.00</u>		<u>2,924,916.00</u>	<u>52,108.00</u>	<u>1.8</u>		<u>156,171</u>
CORPORATE BONDS											
1,100,000	ESTEE LAUDER CO INC 6.000% Due 01-15-12	104.79	1,152,737.00	100.14	1,101,504.80	30,433.33	1,131,938.13	-51,232.20	-4.4	2.25	66,000
1,000,000	JP MORGAN CHASE & CO 6.625% Due 03-15-12	107.83	1,078,253.00	101.04	1,010,400.00	19,506.94	1,029,906.94	-67,853.00	-6.3	1.50	66,250
1,000,000	CATERPILLAR FINANCIAL SERVICES CORP	103.42	1,034,173.00	103.93	1,039,318.00	3,233.33	1,042,551.33	5,145.00	0.5	0.62	48,500
1,000,000	4.850% Due 12-07-12 JOHN DEERE CAPITAL CORP	102.93	1,029,303.00	104.20	1,042,001.00	1,925.00	1,043,926.00	12,698.00	1.2	0.56	49,500
600,000	4.950% Due 12-17-12 CPG PARTNERS LP	105.26	631,545.00	102.60	615,614.40	16,600.00	632,214.40	-15,930.60	-2.5	3.42	36,000
2,000,000	6.000% Due 01-15-13 GENERAL ELECTRIC CAPITAL CORP	105.83	2,116,603.00	104.63	2,092,520.00	50,261.11	2,142,781.11	-24,083.00	-1.1	0.96	109,000
1,000,000	5.450% Due 01-15-13 PEPSICO INC	104.25	1,042,503.00	104.62	1,046,250.00	17,566.67	1,063,816.67	3,747.00	0.4	0.51	46,500
800,000	4.650% Due 02-15-13 VERIZON COMMUNICATIONS	99.75	798,003.00	103.94	831,552.80	13,146.67	844,699.47	33,549.80	4.2	0.81	34,800
1,000,000	4.350% Due 02-15-13 AMERICAN EXPRESS BK FSB	100.60	1,006,023.00	104.56	1,045,579.00	11,458.33	1,057,037.33	39,556.00	3.9	1.90	55,000
1,000,000	5.500% Due 04-16-13 GOLDMAN SACHS 4.750% Due 07-15-13	98.97	989,653.00	101.36	1,013,597.00	21,902.78	1,035,499.78	23,944.00	2.4	3.82	47,500



COLLINS & COMPANY LLC

WEALTH MANAGERS

PORTFOLIO APPRAISAL
THE MAY & STANLEY SMITH CHARITABLE TRUST
U.S. FIXED-INCOME PORTFOLIO

December 31, 2011

Reporting Currency: US Dollar

Quantity/ Par Value	Security Description	Unit Cost	Total Cost	Price	Market Value	Accrued Interest	Market Value +Accrued Interest	Unrealized Gain/Loss	% G/L	Yield To Mat	Annual Income
850,000	PRUDENTIAL FINANCIAL INC 4.500% Due 07-15-13	98.51	837,372.00	103.71	881,529.90	17,637.50	899,167.40	44,157.90	5.3	2.03	38,250
850,000	NEW YORK LIFE GLOBAL FDG 5.375% Due 09-15-13	105.16	893,863.00	106.72	907,108.10	13,452.43	920,560.53	13,245.10	1.5	1.37	45,687
750,000	CONOCOPHILLIPS 4.750% Due 02-01-14	102.65	769,855.50	108.06	810,418.50	14,843.75	825,262.25	40,563.00	5.3	0.84	35,625
1,000,000	MORGAN STANLEY 4.750% Due 04-01-14	101.81	1,018,083.00	98.56	985,604.00	11,875.00	997,479.00	-32,479.00	-3.2	5.43	47,500
1,000,000	CHARLES SCHWAB CORP 4.950% Due 06-01-14	99.27	992,703.00	108.44	1,084,365.00	4,125.00	1,088,490.00	91,662.00	9.2	1.39	49,500
1,000,000	BELLSOUTH CORP 5.200% Due 09-15-14	101.24	1,012,363.00	110.62	1,106,197.00	15,311.11	1,121,508.11	93,834.00	9.3	1.20	52,000
1,200,000	CITIGROUP INC 5.000% Due 09-15-14	97.48	1,169,775.00	98.97	1,187,652.00	17,666.67	1,205,318.67	17,877.00	1.5	5.40	60,000
1,000,000	AMGEN INC 4.850% Due 11-18-14	97.58	975,803.00	108.45	1,084,486.00	5,793.06	1,090,279.06	108,683.00	11.1	1.82	48,500
1,100,000	MERRILL LYNCH & CO 5.300% Due 09-30-15	103.01	1,133,124.00	96.18	1,057,988.80	14,575.00	1,072,563.80	-75,135.20	-6.6	6.46	58,300
750,000	MORGAN STANLEY 3.450% Due 11-02-15	98.38	737,815.50	92.23	691,725.00	4,240.62	695,965.62	-46,090.50	-6.2	5.73	25,875
750,000	GOLDMAN SACHS GROUP INC 3.625% Due 02-07-16	99.40	745,465.50	97.10	728,287.50	10,875.00	739,162.50	-17,178.00	-2.3	4.40	27,187
900,000	MERRILL LYNCH 6.050% Due 05-16-16	105.38	948,378.00	94.34	849,097.80	6,806.25	855,904.05	-99,280.20	-10.5	7.58	54,450
			22,113,396.50		22,212,796.60	323,235.56	22,536,032.16	99,400.10	0.4	2.57	1,101,925

TOTAL PORTFOLIO 33,863,186 33,276,883

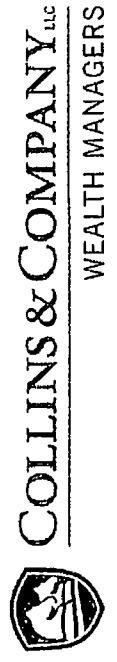


COLLINS & COMPANY LLC
 WEALTH MANAGERS

PORTFOLIO APPRAISAL
THE MAY & STANLEY SMITH CHARITABLE TRUST
CANADIAN FIXED-INCOME PORTFOLIO
ROYAL TRUST ACCT
December 31, 2011

Reporting Currency: US Dollar

Quantity/ Par Value	Security Description	Unit Cost	Total Cost	Price	Market Value	Accrued Interest	Market Value +Accrued Interest	Unrealized Gain/Loss	% G/L	Yield To Mat	Annual Income
13,000,000	CANADIAN GOVERNMENT BONDS GOVERNMENT OF CANADA	101.55	13,201,752.40	99.02	12,873,148.05	39,231.06	12,912,379.12	-328,604.35	-2.5	1.01	477,311
10,325,000	3.750% Due 06-01-12 GOVERNMENT OF CANADA	95.76	9,886,963.18	101.38	10,467,174.54	29,081.28	10,496,255.82	580,211.35	5.9	0.98	353,822
10,000,000	3.500% Due 06-01-13 GOVERNMENT OF CANADA	98.19	9,818,804.50	102.60	10,260,380.54	24,142.19	10,284,522.73	441,576.04	4.5	0.99	293,730
10,000,000	3.000% Due 06-01-14 GOVERNMENT OF CANADA	104.20	10,419,978.30	101.07	10,106,857.66	16,094.79	10,122,952.45	-313,120.64	-3.0	1.25	195,820
	2.000% Due 06-01-16		43,327,498.38		43,707,560.79	108,549.33	43,816,110.12	380,062.41	0.9	1.05	1,320,684



MAY SMITH TRUST
 TRANSFER TO
 MAY & STANLEY SMITH CHARITABLE TRUST

Transfer Date	Sym	Security Name	Shares	Closing Price 09/13/11	Transfer Value
9/13/2011	ABB	ABB LTD - SPON ADR	28,000	\$ 18.03	\$ 504,840
9/13/2011	BUD	ANHEUSER-BUSCH INBEV NV	11,000	\$ 50.17	\$ 551,870
9/13/2011	NVS	NOVARTIS AG - ADR	9,500	\$ 55.24	\$ 524,780
9/13/2011	PBR	PETROLEO BRASILEIRO S.A. - ADR	12,000	\$ 26.39	\$ 316,680
9/13/2011	TEVA	TEVA PHARMACEUTICAL-SP ADR	11,500	\$ 38.19	\$ 439,185
9/13/2011	VALE	VALE SA	17,000	\$ 26.77	\$ 455,090
9/13/2011	ABT	ABBOTT LABORATORIES	8,000	\$ 50.58	\$ 404,640
9/13/2011	ABT	ABBOTT LABORATORIES	1,000	\$ 50.58	\$ 50,580
9/13/2011	ABT	ABBOTT LABORATORIES	2,500	\$ 50.58	\$ 126,450
9/13/2011	ABT	ABBOTT LABORATORIES	2,100	\$ 50.58	\$ 106,218
9/13/2011	ACM	AECOM TECHNOLOGY CORPORATION	22,000	\$ 21.16	\$ 465,520
9/13/2011	AAPL	APPLE COMPUTER INC	1,900	\$ 384.62	\$ 730,778
9/13/2011	ACI	ARCH COAL INC	19,000	\$ 19.21	\$ 364,990
9/13/2011	BK	BANK OF NEW YORK MELLON CORPORATION	21,000	\$ 20.46	\$ 429,660
9/13/2011	BAC	BANK OF AMERICA	37,000	\$ 7.00	\$ 259,000
9/13/2011	BAC	BANK OF AMERICA	10,000	\$ 7.00	\$ 70,000
9/13/2011	BEAV	BE AEROSPACE INC	16,000	\$ 31.84	\$ 509,440
9/13/2011	BRK/B	BERKSHIRE HATHAWAY INC CL B	15,000	\$ 68.85	\$ 1,032,750
9/13/2011	BLK	BLACKROCK INC	3,400	\$ 151.22	\$ 514,148
9/13/2011	BA	BOEING CO	4,500	\$ 62.85	\$ 282,825
9/13/2011	CAT	CATERPILLAR INC	5,400	\$ 85.02	\$ 459,108
9/13/2011	CVX	CHEVRON CORP	6,600	\$ 95.93	\$ 633,138
9/13/2011	CVX	CHEVRON CORP	1,000	\$ 95.93	\$ 95,930
9/13/2011	CSCO	CISCO SYSTEMS INC	18,500	\$ 16.35	\$ 302,475
9/13/2011	CSCO	CISCO SYSTEMS INC	5,000	\$ 16.35	\$ 81,750
9/13/2011	CSCO	CISCO SYSTEMS INC	5,000	\$ 16.35	\$ 81,750
9/13/2011	CSCO	CISCO SYSTEMS INC	9,000	\$ 16.35	\$ 147,150
9/13/2011	GLW	CORNING INC	25,000	\$ 13.70	\$ 342,500
9/13/2011	GLW	CORNING INC	5,000	\$ 13.70	\$ 68,500
9/13/2011	CMI	CUMMINS INC	5,500	\$ 92.20	\$ 507,100
9/13/2011	DE	DEERE & CO	7,100	\$ 76.56	\$ 543,576
9/13/2011	EMC	EMC CORP	27,000	\$ 21.87	\$ 590,490
9/13/2011	XOM	EXXON MOBIL CORP	7,200	\$ 71.65	\$ 515,880
9/13/2011	XOM	EXXON MOBIL CORP	1,000	\$ 71.65	\$ 71,650
9/13/2011	XOM	EXXON MOBIL CORP	2,500	\$ 71.65	\$ 179,125
9/13/2011	FCX	FREEPORT-MCMORAN COPPER & GOLD INC	9,200	\$ 42.00	\$ 386,400
9/13/2011	FCX	FREEPORT-MCMORAN COPPER & GOLD INC	2,400	\$ 42.00	\$ 100,800
9/13/2011	FCX	FREEPORT-MCMORAN COPPER & GOLD INC	3,600	\$ 42.00	\$ 151,200
9/13/2011	BGC	GENERAL CABLE CORP	17,000	\$ 26.84	\$ 456,280
9/13/2011	GE	GENERAL ELECTRIC CO	40,000	\$ 15.41	\$ 616,400
9/13/2011	GE	GENERAL ELECTRIC CO	12,000	\$ 15.41	\$ 184,920
9/13/2011	GM	GENERAL MOTORS COMPANY	16,000	\$ 22.00	\$ 352,000
9/13/2011	GS	GOLDMAN SACHS GROUP INC	3,400	\$ 104.09	\$ 353,906

MAY SMITH TRUST
TRANSFER TO
MAY & STANLEY SMITH CHARITABLE TRUST

Transfer Date	Sym	Security Name	Shares	Closing Price 09/13/11	Transfer Value
9/13/2011	GS	GOLDMAN SACHS GROUP INC	400	\$ 104.09	\$ 41,636
9/13/2011	GOOG	GOOGLE INC CL A	825	\$ 529.52	\$ 436,854
9/13/2011	GOOG	GOOGLE INC CL A	200	\$ 529.52	\$ 105,904
9/13/2011	GOOG	GOOGLE INC CL A	300	\$ 529.52	\$ 158,856
9/13/2011	GOOG	GOOGLE INC CL A	400	\$ 529.52	\$ 211,808
9/13/2011	HAL	HALLIBURTON CO	13,500	\$ 39.49	\$ 533,115
9/13/2011	HPQ	HEWLETT-PACKARD CO	10,200	\$ 22.70	\$ 231,540
9/13/2011	HPQ	HEWLETT-PACKARD CO	1,000	\$ 22.70	\$ 22,700
9/13/2011	HPQ	HEWLETT-PACKARD CO	2,000	\$ 22.70	\$ 45,400
9/13/2011	HPQ	HEWLETT-PACKARD CO	2,400	\$ 22.70	\$ 54,480
9/13/2011	HPQ	HEWLETT-PACKARD CO	1,400	\$ 22.70	\$ 31,780
9/13/2011	HON	HONEYWELL INTERNATIONAL INC	10,000	\$ 44.57	\$ 445,700
9/13/2011	HSP	HOSPIRA INC	11,000	\$ 39.51	\$ 434,610
9/13/2011	ITW	ILLINOIS TOOL WORKS	12,000	\$ 43.41	\$ 520,920
9/13/2011	HYG	ISHARES IBOXX HIGH YIELD CORP BOND FUND	9,600	\$ 85.79	\$ 823,584
9/13/2011	HYG	ISHARES IBOXX HIGH YIELD CORP BOND FUND	400	\$ 85.79	\$ 34,316
9/13/2011	EWZ	ISHARES MSCI BRAZIL INDEX FUND	12,000	\$ 59.86	\$ 718,320
9/13/2011	EWA	ISHARES MSCI AUSTRALIA INDEX	38,000	\$ 22.29	\$ 847,020
9/13/2011	EWA	ISHARES MSCI AUSTRALIA INDEX	30,000	\$ 22.29	\$ 668,700
9/13/2011	EWC	ISHARES MSCI CANADA	17,000	\$ 28.26	\$ 480,420
9/13/2011	EWC	ISHARES MSCI CANADA	19,000	\$ 28.26	\$ 536,940
9/13/2011	EWC	ISHARES MSCI CANADA	3,000	\$ 28.26	\$ 84,780
9/13/2011	EWC	ISHARES MSCI CANADA	50,000	\$ 28.26	\$ 1,413,000
9/13/2011	FXI	ISHARES FTSE/XINHUA CHINA 25 FUND	24,000	\$ 35.88	\$ 861,120
9/13/2011	FXI	ISHARES FTSE/XINHUA CHINA 25 FUND	19,000	\$ 35.88	\$ 681,720
9/13/2011	PFF	ISHARES S&P PFD STK INDEX FUND	21,500	\$ 36.52	\$ 785,137
9/13/2011	PFF	ISHARES S&P PFD STK INDEX FUND	19,000	\$ 36.52	\$ 693,842
9/13/2011	PFF	ISHARES S&P PFD STK INDEX FUND	13,000	\$ 36.52	\$ 474,734
9/13/2011	LQD	ISHARES IBOXX INV GR CORP BD	10,000	\$ 112.88	\$ 1,128,800
9/13/2011	LQD	ISHARES IBOXX INV GR CORP BD	6,000	\$ 112.88	\$ 677,280
9/13/2011	LQD	ISHARES IBOXX INV GR CORP BD	1,850	\$ 112.88	\$ 208,828
9/13/2011	JCI	JOHNSON CONTROLS INC	14,000	\$ 28.74	\$ 402,360
9/13/2011	JPM	J.P. MORGAN CHASE & CO	8,200	\$ 32.49	\$ 266,418
9/13/2011	JPM	J.P. MORGAN CHASE & CO	2,000	\$ 32.49	\$ 64,980
9/13/2011	JPM	J.P. MORGAN CHASE & CO	4,000	\$ 32.49	\$ 129,960
9/13/2011	MRO	MARATHON OIL CORP	16,300	\$ 24.58	\$ 400,654
9/13/2011	MPC	MARATHON PETROLEUM CORP	8,150	\$ 35.34	\$ 288,021
9/13/2011	MOO	MARKET VECTORS AGRIBUSINESS	15,000	\$ 49.99	\$ 749,850
9/13/2011	GDX	MARKET VECTORS GOLD MINERS	22,000	\$ 64.39	\$ 1,416,580
9/13/2011	MA	MASTERCARD INC	1,200	\$ 328.86	\$ 394,632
9/13/2011	MA	MASTERCARD INC	500	\$ 328.86	\$ 164,430
9/13/2011	MA	MASTERCARD INC	200	\$ 328.86	\$ 65,772
9/13/2011	MET	METLIFE INC	14,000	\$ 30.55	\$ 427,700
9/13/2011	MSFT	MICROSOFT CORP	14,500	\$ 26.04	\$ 377,580

MAY SMITH TRUST
 TRANFER TO
 MAY & STANLEY SMITH CHARITABLE TRUST

Transfer Date	Sym	Security Name	Shares	Closing Price 09/13/11	Transfer Value
9/13/2011	MSFT	MICROSOFT CORP	5,000	\$ 26.04	\$ 130,200
9/13/2011	MSFT	MICROSOFT CORP	5,000	\$ 26.04	\$ 130,200
9/13/2011	MYL	MYLAN LABS INC	30,000	\$ 20.22	\$ 606,450
9/13/2011	ORCL	ORACLE CORP	6,800	\$ 27.72	\$ 188,496
9/13/2011	ORCL	ORACLE CORP	12,000	\$ 27.72	\$ 332,640
9/13/2011	ORCL	ORACLE CORP	3,200	\$ 27.72	\$ 88,704
9/13/2011	ORCL	ORACLE CORP	4,000	\$ 27.72	\$ 110,880
9/13/2011	COL	ROCKWELL COLLINS INC	5,200	\$ 48.77	\$ 253,604
9/13/2011	GLD	SPDR GOLD TRUST	5,200	\$ 178.54	\$ 928,408
9/13/2011	UPS	UNITED PARCEL SERVICE CL B	7,800	\$ 64.67	\$ 504,426
9/13/2011	UTX	UNITED TECHNOLOGIES CORP	1,200	\$ 72.45	\$ 86,940
9/13/2011	UTX	UNITED TECHNOLOGIES CORP	7,000	\$ 72.45	\$ 507,150
9/13/2011	V	VISA INC	3,400	\$ 87.77	\$ 298,418
9/13/2011	V	VISA INC	1,100	\$ 87.77	\$ 96,547
9/13/2011	V	VISA INC	700	\$ 87.77	\$ 61,439
9/13/2011	WFC	WELLS FARGO & CO	22,000	\$ 24.36	\$ 535,920
Total Securities Transferred					\$ 39,764,675

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. MAY AND STANLEY SMITH CHARITABLE TRUST	Employer identification number (EIN) or <input checked="" type="checkbox"/> 94-6622075
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 2320 MARINSHIP WAY, NO. 150	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAUSALITO, CA 94965	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

ADMINISTRUST LLC

• The books are in the care of ▶ **2320 MARINSHIP WAY, STE. 150 - SAUSALITO, CA 94965**
Telephone No. ▶ **415-332-0166** FAX No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box ▶
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2011** or
▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 203,715.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 146,715.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 57,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.