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Form **990-PF**

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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning 12/1/2011 **, and ending** 11/30/2012

Name of foundation THE SYLVAN C COLEMAN FOUNDATION		A Employer identification number 13-6091160
Number and street (or P O box number if mail is not delivered to street address) Room/suite BNY Mellon, N A - P O Box 185		B Telephone number (see instructions) (212) 922-6636
City or town, state, and ZIP code Pittsburgh PA 15230-0185		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 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) ▶ \$ 3,192,021		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>		

Part I	Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>	(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 (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	0	0		
4	Dividends and interest from securities	54,566	54,142		
5 a	Gross rents		0		
b	Net rental income or (loss)	0			
6 a	Net gain or (loss) from sale of assets not on line 10	-17,525			
b	Gross sales price for all assets on line 6a	478,842			
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10 a	Gross sales less returns and allowances	0			
b	Less Cost of goods sold	0			
c	Gross profit or (loss) (attach schedule)	0			
11	Other income (attach schedule)	0	0	0	
12	Total. Add lines 1 through 11	37,041	54,142	0	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)	0	0	0	0
b	Accounting fees (attach schedule)	0	0	0	0
c	Other professional fees (attach schedule)	21,404	17,123	0	4,281
17	Interest				
18	Taxes (attach schedule) (see instructions)	35,374	1,394	0	0
19	Depreciation (attach schedule) and depletion	0	0	0	
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	506	256	0	250
24	Total operating and administrative expenses. Add lines 13 through 23	57,284	18,773	0	4,531
25	Contributions, gifts, grants paid	135,000			135,000
26	Total expenses and disbursements. Add lines 24 and 25	192,284	18,773	0	139,531
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-155,243			
b	Net investment income (if negative, enter -0-)		35,369		
c	Adjusted net income (if negative, enter -0-)			0	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	0	0	
	2	Savings and temporary cash investments	686,350	251,851	251,851
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use	0	0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	2,295,594	2,562,354	2,940,170
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	0	0	0	
14	Land, buildings, and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	
15	Other assets (describe)	0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,981,944	2,814,205	3,192,021	
Liabilities	17	Accounts payable and accrued expenses	0	0	
	18	Grants payable			
	19	Deferred revenue	0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe)	0	0	
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	2,981,944	2,814,205	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	2,981,944	2,814,205		
31	Total liabilities and net assets/fund balances (see instructions)	2,981,944	2,814,205		

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	2,981,944
2	Enter amount from Part I, line 27a	2	-155,243
3	Other increases not included in line 2 (itemize)	3	0
4	Add lines 1, 2, and 3	4	2,826,701
5	Decreases not included in line 2 (itemize) See Attached Statement	5	12,496
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,814,205

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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	0	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	146,946	3,269,023	0.044951
2009	135,376	3,119,421	0.043398
2008	209,405	2,804,568	0.074666
2007			0.000000
2006			0.000000
2 Total of line 1, column (d)			2 0.163015
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.054338
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 3,203,860
5 Multiply line 4 by line 3			5 174,091
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 354
7 Add lines 5 and 6			7 174,445
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			8 139,531

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <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	707
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	707
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	707
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	20,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	20,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	19,293
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 1,000 Refunded <input type="checkbox"/>	11	18,293

Part VII-A Statements Regarding Activities

	Yes	No
1 a		X
b		X
c		X
d		
e		
2		X
3		X
4 a		X
4 b	N/A	
5		X
6	X	
7	X	
8 a		
8 b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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 ▶ N/A	X		
14	The books are in care of ▶ BNY Mellon, N.A. Telephone no ▶ (212) 922-6636 Located at ▶ P O Box 185 Pittsburgh PA ZIP+4 ▶ 15230-0185			
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 ▶		Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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 ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here **5b** N/A

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 **N/A**
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 **6b** X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CLARENCE B COLEMAN 2557 MERCED STREET SAN LEANDRO CA 9	TRUSTEE 1-10	NONE	NONE	NONE
JOAN F COLEMAN 5530 FERNHOFF ROAD OAKLAND CA 94619	TRUSTEE 1-10	NONE	NONE	NONE
		00	0	0
		00	0	0

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
.....		0
.....		0
.....		0
.....		0
.....		0
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount	
1 NONE		
2		
All other program-related investments See instructions		
3 NONE	0	
Total. Add lines 1 through 3		NONE

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	2,731,271
b	Average of monthly cash balances	1b	521,379
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,252,650
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,252,650
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	48,790
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,203,860
6	Minimum investment return. Enter 5% of line 5	6	160,193

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	160,193
2a	Tax on investment income for 2011 from Part VI, line 5	2a	707
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	707
3	Distributable amount before adjustments Subtract line 2c from line 1	3	159,486
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	159,486
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	159,486

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	139,531
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	139,531
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	139,531

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				159,486
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			132,898	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	0			
b From 2007	0			
c From 2008	0			
d From 2009	0			
e From 2010	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>139,531</u>				
a Applied to 2010, but not more than line 2a			132,898	
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				6,633
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				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				152,853
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

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

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

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

CLARENCE B COLEMAN 2557 MERCED ST SAN LEANDRO CA 94577

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

LETTER

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total				▶ 3a 135,000
b <i>Approved for future payment</i> NONE				
Total				▶ 3b 0

THE SYLVAN C COLEMAN FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ALAMEDA COUNTY FOOD BANK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 1,000

Name

ALAMEDA COUNTY MEALS OF WHEELS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 1,000

Name

CHARLOTTE MAXWELL COMPLIMENTARY CLINIC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 1,000

Name

DR SUSAN LOVE'S FOUNDATION (ARMY OF WOMAN)

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 1,000

Name

GLOBAL FUND FOR WOMEN

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 1,000

Name

NATIONAL JEWISH MEDICAL & RESEARCH (LUNG LINE)

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY		
Purpose of grant/contribution GENERAL OPERATING PURPOSES			Amount 1,000

THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 2 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ANN MARTIN CHILDREN'S CENTER

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 10,000
---	------------------

Name

ALAN GUTTMACHER INSTITUTE

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 2,000
---	-----------------

Name

AMERICAN JEWISH COMMITTEE

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 2,000
---	-----------------

Name

CITY SLICKER FARM

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 2,000
---	-----------------

Name

DR BREM FOUNDATION

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 2,000
---	-----------------

Name

JEWISH COMMUNITY FEDERATION OF THE GREATER EAST BAY

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 2,000
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THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 3 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

NARAL-PRO CHOICE AMERICA FOUNDATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

Name

ACLU

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

U CONN NEAG CANCER CENTER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

AMERICAN WORLD JEWISH SERVICE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

DOCTORS WITHOUT BORDERS

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

NATIONAL DANCE EDUCATION ORG

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 4 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

A SAFE PLACE

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 5,000
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Name

ACCESS/WOMEN'S HEALTH RIGHTS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 5,000
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Name

ALIVE!

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 5,000
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Name

CENTER FOR REPRODUCTIVE RIGHTS

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 5,000
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Name

HOUSE OF RUTH

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 5,000
---	-----------------

Name

MAR MONTE PLANNED PARENTHOOD (CONTRACEPTIVE SERVICES)

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 5,000
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THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 5 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
SECOND HARVEST
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 5,000
---	-----------------

Name
WOMEN'S CANCER RESOURCE CENTER
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 5,000
---	-----------------

Name
FINCA
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 500
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Name
WBGO RADIO STATION
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 500
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Name
ALAMEDA POINT COLLABORATIVE
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 6,000
---	-----------------

Name
BREAST CANCER ACTION
Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL OPERATING PURPOSES	Amount 6,000
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THE SYLVAN C COLEMAN FOUNDATION

13-6091160 Page 6 of 6

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BUILDING FUTURES WITH WOMEN

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

6,000

Name

DANCE PLACE (DC WHEEL PRODUCTIONS)

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

6,000

Name

PROJECT HOPE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

6,000

Name

JEWISH FAMILY & CHILDREN'S SERVICES

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

7,000

Name

NATIONAL WOMENS HEALTH NETWORK

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

7,000

Name

DR CARLSON-STANFORD CANCER CENTER

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

8,000

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
10584091350	THE SYLVAN C CO	G0408V102	AON PLC	410	23,288.00	20,371.46
10584091350	THE SYLVAN C CO	G1151C101	ACCENTURE PLC-CL A	240	16,300.80	11,795.94
10584091350	THE SYLVAN C CO	G2554F113	COVIDIEN PLC	320	18,595.20	15,013.76
10584091350	THE SYLVAN C CO	G47791101	INGERSOLL-RAND PLC	420	20,487.60	17,108.91
10584091350	THE SYLVAN C CO	G491BT108	INVERSCO LTD	960	23,990.40	22,993.77
10584091350	THE SYLVAN C CO	N6596X109	NXP SEMICONDUCTORS N V	550	13,464.00	13,733.15
10584091350	THE SYLVAN C CO	00206R102	AT&T INC	260	8,873.80	7,763.08
10584091350	THE SYLVAN C CO	009158106	AIR PRODS & CHEMS INC	150	12,441.00	13,324.20
10584091350	THE SYLVAN C CO	023135106	AMAZON COM INC	88	22,180.40	17,245.50
10584091350	THE SYLVAN C CO	037833100	APPLE INC	142	83,109.76	18,869.41
10584091350	THE SYLVAN C CO	054937107	B B & T CORPORATION	500	14,085.00	12,690.92
10584091350	THE SYLVAN C CO	05569M301	BNY MELLON INCOME STOCK-M	10,907.53	78,316.09	63,700.00
10584091350	THE SYLVAN C CO	05569M509	BNY MELLON M/C MULTI-STRATEG	18,814.31	223,890.30	185,000.00
10584091350	THE SYLVAN C CO	05569M566	BNY MELLON INTERNAT APPREC-M	7,787.27	89,475.74	112,010.01
10584091350	THE SYLVAN C CO	05569M806	BNY MELLON S/C MULTI-STRATEG	5,910.67	68,386.49	75,000.00
10584091350	THE SYLVAN C CO	05569M814	BNY MELLON INTERMEDIATE BD-M	20,032.05	265,825.33	250,000.00
10584091350	THE SYLVAN C CO	05569M855	BNY MELLON EMERGING MKTS-M	38,282.02	373,054.74	360,000.00
10584091350	THE SYLVAN C CO	111320107	BROADCOM CORP CL A	650	21,047.00	22,135.04
10584091350	THE SYLVAN C CO	143658300	CARNIVAL CORP	460	17,783.60	21,853.68
10584091350	THE SYLVAN C CO	149123101	CATERPILLAR INC	210	17,900.40	13,122.48
10584091350	THE SYLVAN C CO	150870103	CELANESE CORP -SER A	360	14,774.40	14,950.08
10584091350	THE SYLVAN C CO	15189T107	CENTERPOINT ENERGY INC	900	17,757.00	17,979.54
10584091350	THE SYLVAN C CO	166764100	CHEVRON CORPORATION	215	22,723.35	19,934.38
10584091350	THE SYLVAN C CO	191216100	COCA - COLA CO	560	21,235.20	12,653.20
10584091350	THE SYLVAN C CO	20030N101	COMCAST CORP CL A	750	27,896.25	22,826.14
10584091350	THE SYLVAN C CO	22160K105	COSTCO WHSL CORP NEW	190	19,744.80	13,681.52
10584091350	THE SYLVAN C CO	254687106	WALT DISNEY CO/THE	610	30,292.60	13,225.05
10584091350	THE SYLVAN C CO	260003108	DOVER CORP	290	18,441.10	17,995.08
10584091350	THE SYLVAN C CO	261980494	DREYFUS EMG MKT DEBT LOC C-I	2,153.23	32,707.65	32,600.00
10584091350	THE SYLVAN C CO	261980759	DREYFUS HIGH YIELD-I	10,141.26	66,932.36	74,767.43
10584091350	THE SYLVAN C CO	261986582	DREYFUS GLOBAL REAL ES SEC-I	4,160.88	34,202.50	30,000.00
10584091350	THE SYLVAN C CO	26203E604	DREYFUS/NEWTON INTERN EQTY-I	3,353.45	57,545.27	50,000.00
10584091350	THE SYLVAN C CO	268648102	E M C CORP MASS	390	9,679.80	9,612.81
10584091350	THE SYLVAN C CO	278058102	EATON CORP	446	23,263.36	22,686.72
10584091350	THE SYLVAN C CO	30219G108	EXPRESS SCRIPTS HOLDING CO	420	22,617.00	19,848.34
10584091350	THE SYLVAN C CO	30231G102	EXXON MOBIL CORP	280	24,679.20	20,923.84
10584091350	THE SYLVAN C CO	307000109	FAMILY DLR STORES INC	180	12,816.00	12,535.56
10584091350	THE SYLVAN C CO	35671D857	FREEPOT MCMORAN COPPER & GO	386	15,057.86	10,398.05
10584091350	THE SYLVAN C CO	369604103	GENERAL ELECTRIC COMPANY	760	16,058.80	1,972.04
10584091350	THE SYLVAN C CO	375558103	GILEAD SCIENCES INC	330	24,750.00	13,430.64
10584091350	THE SYLVAN C CO	406216101	HALLIBURTON CO	550	18,342.50	20,281.41
10584091350	THE SYLVAN C CO	437076102	HOME DEPOT INC	440	28,630.80	15,231.92
10584091350	THE SYLVAN C CO	438516106	HONEYWELL INTL INC	330	20,238.90	9,426.86

10584091350	THE SYLVAN C CO	459200101	INTERNATIONAL BUSINESS MACHI	203	38,584 21	16,551 20
10584091350	THE SYLVAN C CO	46625H100	JP MORGAN CHASE & CO	310	12,734 80	9,393 00
10584091350	THE SYLVAN C CO	478366107	JOHNSON CONTROLS INC	450	12,393 00	13,580 51
10584091350	THE SYLVAN C CO	48121A670	HIGHBRIDGE DYNAMIC COMM STRA	1,599 28	23,925 35	36,000 00
10584091350	THE SYLVAN C CO	517834107	LAS VEGAS SANDS CORP	360	16,794 00	15,866 17
10584091350	THE SYLVAN C CO	532457108	LILLY ELI & CO	400	19,616 00	17,451 76
10584091350	THE SYLVAN C CO	565849106	MARATHON OIL CORP	730	22,520 50	21,162 54
10584091350	THE SYLVAN C CO	582839106	MEAD JOHNSON NUTRITION	180	12,274 20	12,770 16
10584091350	THE SYLVAN C CO	59156R108	METLIFE INC	520	17,258 80	17,767 44
10584091350	THE SYLVAN C CO	609207105	MONDELEZ INTERNATIONAL-W/I	980	25,372 20	22,505 69
10584091350	THE SYLVAN C CO	693475105	PNC FINANCIAL SERVICES GROUP	490	27,508 60	28,775 07
10584091350	THE SYLVAN C CO	713448108	PEPSICO INC	320	22,467 20	21,214 93
10584091350	THE SYLVAN C CO	717081103	PFIZER INC	1,360 00	34,027 20	7,292 49
10584091350	THE SYLVAN C CO	718172109	PHILIP MORRIS INTERNAT-W/I	220	19,773 60	13,612 26
10584091350	THE SYLVAN C CO	726505100	PLAINS EXPLORATION & PR-W/I	520	18,564 00	18,060 74
10584091350	THE SYLVAN C CO	742718109	PROCTER & GAMBLE CO	440	30,725 20	16,473 25
10584091350	THE SYLVAN C CO	747525103	QUALCOMM INC	550	34,991 00	32,241 31
10584091350	THE SYLVAN C CO	78356A160	GUGGENHEIM MANAGED FUTURE-Y	2,468 03	52,322 36	63,700 00
10584091350	THE SYLVAN C CO	79466L302	SALESFORCE COM INC	138	21,758 46	19,037 49
10584091350	THE SYLVAN C CO	806857108	SCHLUMBERGER LTD	280	20,053 60	19,424 73
10584091350	THE SYLVAN C CO	816851109	SEMPRA ENERGY	300	20,526 00	15,605 40
10584091350	THE SYLVAN C CO	82481R106	SHIRE PLC	170	14,727 10	14,585 07
10584091350	THE SYLVAN C CO	845467109	SOUTHWESTERN ENERGY CO	520	18,049 20	18,153 18
10584091350	THE SYLVAN C CO	857477103	STATE STREET CORP	500	22,220 00	20,749 61
10584091350	THE SYLVAN C CO	86271F578	DREYFUS SELECT MGER S/C GR-I	1,726 12	32,036 82	30,000 00
10584091350	THE SYLVAN C CO	86271F677	DREYFUS SELECT MGER S/C VL-I	1,675 04	33,232 83	30,000 00
10584091350	THE SYLVAN C CO	86271F768	DREYFUS PRE STRAT INTER ST-I	3,993 61	56,948 88	50,000 00
10584091350	THE SYLVAN C CO	87234N765	TCW EMERGING MARKETS INCOME	3,712 98	34,827 79	32,600 00
10584091350	THE SYLVAN C CO	88076W103	TERADATA CORPORATION	360	21,412 80	13,661 32
10584091350	THE SYLVAN C CO	881624209	TEVA PHARMACEUTICAL INDS ADR	550	22,192 50	22,464 03
10584091350	THE SYLVAN C CO	89417E109	THE TRAVELERS COMPANIES INC	240	16,996 80	15,274 44
10584091350	THE SYLVAN C CO	902973304	US BANCORP	610	19,678 60	16,200 38
10584091350	THE SYLVAN C CO	907818108	UNION PAC CORP	140	17,189 20	6,137 50
10584091350	THE SYLVAN C CO	913017109	UNITED TECHNOLOGIES CORP	260	20,828 60	11,514 10
10584091350	THE SYLVAN C CO	91913Y100	VALERO ENERGY CORP NEW	690	22,259 40	17,459 16
10584091350	THE SYLVAN C CO	92343V104	VERIZON COMMUNICATIONS INC	230	10,147 60	8,544 65
10584091350	THE SYLVAN C CO	942683103	WATSON PHARMACEUTICALS INC	210	18,482 10	10,707 48
10584091350	THE SYLVAN C CO	949746101	WELLS FARGO & COMPANY	930	30,699 30	29,519 86
10584091350	THE SYLVAN C CO	984332106	YAHOO INC	910	17,080 70	15,810 98
10584091350	THE SYLVAN C CO	988498101	YUM! BRANDS INC	210	14,086 80	9,793 58
10584091350	THE SYLVAN C CO	991061052	CRA (BNY MELLON, N A, MEMBE	240,041 33	240,041 33	240,041 33
10584091350	THE SYLVAN C CO	991061052	CRA (BNY MELLON, N A, MEMBE	11,810 11	11,810 11	11,810 11

TOTAL FOR A CCT#10584091350

3,192,021 09

2,814,204 84

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Valuation Method	Expense of Sale and Improvements	Depreciation	Net Gain or Loss
									Gross Sales Price	Cost or Other Basis				
									Securities		496,367		-17,525	
									Other sales		0		0	
52	X	SCHLUMBERGER LTD	806857108			3/9/2012		9/21/2012	3,730	3,830			-100	
53	X	SALESFORCE COM INC	79466L302			1/5/2011		1/18/2012	3,853	5,053			-1,200	
54	X	ROVI CORP	779376102			7/19/2011		4/16/2012	1,734	3,417			-1,683	
55	X	ROVI CORP	779376102			1/5/2011		4/16/2012	3,440	7,601			-4,161	
56	X	ROVI CORP	779376102			1/5/2011		4/13/2012	4,729	10,284			-5,555	
57	X	QEP RESOURCES INC	74733V100			7/20/2011		11/9/2012	9,966	12,722			-2,756	
58	X	NEWFIELD EXPL CO	651290108			6/21/2011		12/22/2011	6,354	11,154			-4,800	
59	X	NEWFIELD EXPL CO	651290108			7/20/2011		12/21/2011	2,958	5,743			-2,785	
60	X	NEWFIELD EXPL CO	651290108			12/15/2011		9/25/2012	4,068	3,249			819	
61	X	MERCK & CO INC	58933Y105			6/4/2012		9/25/2012	7,232	5,979			1,253	
62	X	KRAFT FOODS GROUP INC	50076Q106			1/5/2011		10/10/2012	9,740	6,940			2,800	
63	X	JOHNSON CONTROLS INC	478366107			9/30/2011		4/19/2012	18,246	18,548			-302	
64	X	JOHNSON & JOHNSON	478160104			7/12/2002		7/19/2012	6,647	5,757			890	
65	X	JP MORGAN CHASE & CO	46625H100			6/27/2011		7/2/2012	5,140	6,093			-953	
66	X	BAIDU, INC	056752108			6/27/2011		6/27/2012	2,118	2,517			-399	
67	X	BAIDU, INC	056752108			3/1/2012		6/27/2012	3,010	3,744			-734	
68	X	BAIDU, INC	056752108			4/26/2011		7/19/2012	6,053	4,943			1,110	
69	X	B & T CORPORATION	054937107			12/15/2011		9/26/2012	16,748	13,359			3,389	
70	X	MERCK & CO INC	58933Y105			6/20/2011		7/19/2012	7,327	6,037			1,290	
71	X	B & T CORPORATION	054937107			11/22/2006		3/15/2012	7,047	1,078			5,969	
72	X	APPLE INC	037833100			11/22/2006		3/1/2012	7,069	1,168			5,901	
73	X	APPLE INC	037833100			1/5/2011		4/3/2012	5,496	5,330			166	
74	X	AIR PRODS & CHEMS INC	009158106			1/5/2011		6/4/2012	11,667	12,802			-1,135	
75	X	AGILENT TECHNOLOGIES INC	00846U101			1/5/2011		11/16/2012	3,967	3,583			384	
76	X	AT&T INC	00206R102			1/5/2011		5/1/2012	4,985	4,479			506	
77	X	AT&T INC	00206R102			1/5/2011		2/10/2012	4,487	4,022			475	
78	X	CAMERON INTERNATIONAL C	13342B105			1/25/2011		2/10/2012	1,574	1,435			139	
79	X	CAMERON INTERNATIONAL C	13342B105			1/24/2011		8/13/2012	5,297	5,700			-403	
80	X	BRISTOL-MYERS SQUIBB CO	110122108			4/19/2012		8/10/2012	11,724	12,553			-829	
81	X	BRISTOL-MYERS SQUIBB CO	110122108			4/19/2012		8/10/2012	63	68			-5	
82	X	BRISTOL-MYERS SQUIBB CO	110122108			4/19/2012		8/10/2012	12,610	12,966			-356	
83	X	BRISTOL-MYERS SQUIBB CO	110122108			1/5/2011		12/15/2011	3,690	4,102			-412	
84	X	BAXTER INTERNATIONAL INC	071813109			1/9/2012		7/11/2012	1,411	1,722			-311	
85	X	BAIDU, INC	056752108			6/27/2011		7/11/2012	1,411	1,722			-311	
86	X	BAIDU, INC	056752108			6/27/2011		7/11/2012	1,411	1,722			-311	

Line 16c (990-PF) - Other Fees

		21,404	17,123	0	4,281
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BNY MELLON, N.A.	34,882	17,123		4,281
2	BNY MELLON, N.A. - FEE REIMBURSE	-13,478			
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,394	1,394		
2	PRIOR YEAR EXCISE TAX DUE	13,980			
3	ESTIMATED EXCISE PAYMENTS	20,000			
4					
5					
6					
7					
8					
9					
10					
		35,374	1,394	0	0

Line 23 (990-PF) - Other Expenses

	Description	506 Revenue and Expenses per Books	256 Net Investment Income	0 Adjusted Net Income	250 Disbursements for Charitable Purposes
1	NY STATE AG FILING FEE	250			250
2	ISHARES K-1 OTHER DEDUCTIONS	256	256		
3					
4					
5					
6					
7					
8					
9					

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

		2,295,594	2,562,354	2,367,649	2,940,170
		Book Value	Book Value	FMV	FMV
	Description	Beg. of Year	End of Year	Beg. of Year	End of Year
1	CORPORATE STOCK	2,295,594	2,562,354	2,367,649	2,940,170
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1	YEAR END SALE - CUSIP 004764106 ACME PACKET INC	1	6,545
2	ISHARES K-1 ADJUSTMENT	2	5,951
3	Total	3	12,496

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		19,551	340												
	Long Term CG Distributions	19,551													
	Short Term CG Distributions		340												
1	NXP SEMICONDUCTORS N V	N6596X109		5/5/2011	11/5/2012		496,367	1,804	0	2,200	-396	0	0	0	-37,416
2	NXP SEMICONDUCTORS N V	N6596X109		5/3/2011	11/5/2012		2,319	2,319	0	2,916	-597	0	0	0	-597
3	NXP SEMICONDUCTORS N V	N6596X109		5/3/2011	3/6/2012		4,033	4,033	0	5,832	-1,799	0	0	0	-1,799
4	NXP SEMICONDUCTORS N V	N6596X109		5/2/2011	3/6/2012		1,344	1,344	0	1,987	-643	0	0	0	-643
5	NOBLE CORPORATION	H5833N103		2/10/2012	9/27/2012		12,788	12,788	0	13,958	-1,170	0	0	0	-1,170
6	ACCENTURE PLC-CL A	G1151C101		7/2/2012	9/28/2012		4,198	4,198	0	3,623	575	0	0	0	575
7	ACCENTURE PLC-CL A	G1151C101		10/27/2011	9/28/2012		1,399	1,399	0	1,216	183	0	0	0	183
8	ACCENTURE PLC-CL A	G1151C101		10/27/2011	1/9/2012		4,134	4,134	0	4,862	-728	0	0	0	-728
9	YUMI BRANDS INC	988498101		9/27/2010	7/11/2012		3,101	3,101	0	2,332	769	0	0	0	769
10	YUMI BRANDS INC	988498101		10/28/2011	7/11/2012		5,581	5,581	0	4,865	716	0	0	0	716
11	VERIZON COMMUNICATIONS INC	92343V104		1/5/2011	6/19/2012		4,806	4,806	0	4,088	718	0	0	0	718
12	VALERO ENERGY CORP NEW	91913Y100		1/5/2011	9/27/2012		4,692	4,692	0	3,468	1,224	0	0	0	1,224
13	VALERO ENERGY CORP NEW	91913Y100		1/5/2011	8/15/2012		4,859	4,859	0	3,930	929	0	0	0	929
14	TEXAS INSTRUMENTS INC	882508104		1/12/2012	9/27/2012		3,324	3,324	0	3,753	-429	0	0	0	-429
15	TEXAS INSTRUMENTS INC	882508104		1/10/2012	9/27/2012		5,817	5,817	0	6,379	-562	0	0	0	-562
16	TEXAS INSTRUMENTS INC	882508104		1/14/2011	9/27/2012		4,986	4,986	0	5,743	-757	0	0	0	-757
17	TEXAS INSTRUMENTS INC	882508104		1/14/2011	5/17/2012		3,834	3,834	0	4,148	-314	0	0	0	-314
18	TEXAS INSTRUMENTS INC	882508104		1/14/2011	3/9/2012		2,902	2,902	0	2,872	30	0	0	0	30
19	TEXAS INSTRUMENTS INC	882508104		1/19/2012	3/9/2012		2,579	2,579	0	2,708	-129	0	0	0	-129
20	TEXAS INSTRUMENTS INC	882508104		1/18/2012	3/9/2012		1,290	1,290	0	1,323	-33	0	0	0	-33
21	TERADATA CORPORATION	88076W103		9/27/2010	2/10/2012		621	621	0	379	242	0	0	0	242
22	TERADATA CORPORATION	88076W103		8/19/2011	2/10/2012		4,347	4,347	0	3,097	1,250	0	0	0	1,250
23	STATE STREET CORP	857477103		1/5/2011	4/27/2012		5,554	5,554	0	5,613	-59	0	0	0	-59
24	JP MORGAN CHASE & CO	46625H100		1/16/2001	7/19/2012		1,389	1,389	0	1,491	-92	0	0	0	-92
25	ISHARES S&P GSCI COMMODITY-IND	46428R107		6/29/2009	10/25/2012		32,373	32,373	0	30,666	1,707	0	0	0	1,707
26	INTERNATIONAL BUSINESS MACHINES	459200101		3/15/2012	6/1/2012		5,129	5,129	0	5,562	-433	0	0	0	-433
27	INTERNATIONAL BUSINESS MACHINES	459200101		1/28/1987	1/1/2012		3,780	3,780	0	668	3,112	0	0	0	3,112
28	INTERNATIONAL BUSINESS MACHINES	459200101		1/26/1987	1/10/2012		3,454	3,454	0	604	2,850	0	0	0	2,850
29	INTERNATIONAL BUSINESS MACHINES	459200101		8/11/2011	1/10/2012		2,909	2,909	0	2,658	251	0	0	0	251
30	HALLIBURTON CO	406216101		1/5/2011	9/21/2012		3,246	3,246	0	3,540	-294	0	0	0	-294
31	EXXON MOBIL CORP	30231G102		1/5/2011	3/9/2012		13,492	13,492	0	11,956	1,536	0	0	0	1,536
32	E M C CORP MASS	268648102		4/7/2011	1/17/2012		493	493	0	524	-31	0	0	0	-31
33	E M C CORP MASS	268648102		4/19/2011	11/7/2012		3,694	3,694	0	3,979	-285	0	0	0	-285
34	E M C CORP MASS	268648102		4/19/2011	11/5/2012		1,485	1,485	0	1,592	-107	0	0	0	-107
35	E M C CORP MASS	268648102		4/1/2011	11/5/2012		9,898	9,898	0	10,735	-837	0	0	0	-837
36	E M C CORP MASS	268648102		4/1/2011	1/18/2012		451	451	0	537	-86	0	0	0	-86
37	E M C CORP MASS	268648102		7/19/2011	1/18/2012		2,706	2,706	0	3,277	-571	0	0	0	-571
38	DUKE ENERGY CORP	26441C105		9/28/2011	1/27/2012		12,484	12,484	0	11,864	620	0	0	0	620
39	DEERE & CO	244199105		1/5/2011	2/16/2012		16,569	16,569	0	16,468	101	0	0	0	101
40	COMCAST CORP CL A	20030N101		6/19/2012	11/19/2012		2,147	2,147	0	1,893	254	0	0	0	254
41	COMCAST CORP CL A	20030N101		7/11/2012	11/19/2012		2,147	2,147	0	1,896	251	0	0	0	251
42	COMCAST CORP CL A	20030N101		7/11/2012	10/9/2012		3,908	3,908	0	3,477	431	0	0	0	431
43	COCA - COLA CO	191216100		7/30/2003	6/1/2012		1,462	1,462	0	904	558	0	0	0	558
44	COCA - COLA CO	191216100		3/1/2011	6/1/2012		5,116	5,116	0	4,565	551	0	0	0	551
45	CITIGROUP INC	172967424		3/24/2011	7/19/2012		4,038	4,038	0	6,761	-2,723	0	0	0	-2,723
46	CITIGROUP INC	172967424		1/5/2011	7/19/2012		9,085	9,085	0	16,785	-7,700	0	0	0	-7,700
47	CITIGROUP INC	172967424		1/5/2011	1/27/2012		4,262	4,262	0	6,871	-2,609	0	0	0	-2,609
48	CITIGROUP INC	172967424		7/30/2003	1/27/2012		2,131	2,131	0	31,752	-29,621	0	0	0	-29,621
49	CAMERON INTERNATIONAL CORP	13342B105		5/9/2011	2/10/2012		7,871	7,871	0	6,939	932	0	0	0	932
50	CAMERON INTERNATIONAL CORP	13342B105		1/26/2011	2/10/2012		112	112	0	102	10	0	0	0	10
51	SHIRE PLC	82481R106		3/14/2011	12/15/2011		3,940	3,940	0	3,484	456	0	0	0	456
52	SCHLUMBERGER LTD	806857108		3/9/2012	9/21/2012		3,730	3,730	0	3,830	-100	0	0	0	-100
53	SALESFORCE COM INC	79466L302		1/5/2011	1/18/2012		3,853	3,853	0	5,053	-1,200	0	0	0	-1,200
54	ROVI CORP	779376102		7/19/2011	4/16/2012		1,734	1,734	0	3,417	-1,683	0	0	0	-1,683
55	ROVI CORP	779376102		1/5/2011	4/16/2012		3,440	3,440	0	7,601	-4,161	0	0	0	-4,161
56	ROVI CORP	779376102		1/5/2011	4/13/2012		4,729	4,729	0	10,284	-5,555	0	0	0	-5,555
57	QEP RESOURCES INC	74733V100		1/5/2011	11/9/2012		9,966	9,966	0	12,722	-2,756	0	0	0	-2,756
58	NEWFIELD EXPL CO	651290108		7/20/2011	12/22/2011		374	374	0	718	-344	0	0	0	-344

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount		Totals		458,951		496,367		-37,416		0		0		0	
		Long Term CG Distributions	Short Term CG Distributions														
			19,551		340												
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses				
59	NEWFIELD EXPL CO	651290108		6/21/2011	12/22/2011	6,354	0	11,154	-4,800			0	-4,800				
60	NEWFIELD EXPL CO	651290108		7/20/2011	12/21/2011	2,958	0	5,743	-2,785			0	-2,785				
61	MERCK & CO INC	58933Y105		12/15/2011	9/25/2012	4,068	0	3,249	819			0	819				
62	MERCK & CO INC	58933Y105		6/4/2012	9/25/2012	7,232	0	5,979	1,253			0	1,253				
63	KRAFT FOODS GROUP INC	50076Q106		1/5/2011	10/10/2012	9,740	0	6,940	2,800			0	2,800				
64	JOHNSON CONTROLS INC	478366107		9/27/2010	7/11/2012	4,294	0	4,829	-535			0	-535				
65	JOHNSON & JOHNSON	478160104		9/30/2011	4/19/2012	18,246	0	18,548	-302			0	-302				
66	JP MORGAN CHASE & CO	46625H100		7/12/2002	7/19/2012	6,647	0	5,757	890			0	890				
67	BAIDU, INC	056752108		6/27/2011	7/2/2012	5,140	0	6,093	-953			0	-953				
68	BAIDU, INC	056752108		6/27/2011	6/27/2012	2,118	0	2,517	-399			0	-399				
69	BAIDU, INC	056752108		3/1/2012	6/27/2012	3,010	0	3,744	-734			0	-734				
70	B & T CORPORATION	054937107		4/26/2011	7/19/2012	6,053	0	4,943	1,110			0	1,110				
71	MERCK & CO INC	58933Y105		12/15/2011	9/26/2012	16,748	0	13,359	3,389			0	3,389				
72	B & T CORPORATION	054937107		6/20/2011	7/19/2012	7,327	0	6,037	1,290			0	1,290				
73	APPLE INC	037833100		11/22/2006	3/15/2012	7,047	0	1,078	5,969			0	5,969				
74	APPLE INC	037833100		11/22/2006	3/1/2012	7,069	0	1,168	5,901			0	5,901				
75	AIR PRODS & CHEMS INC	009158106		1/5/2011	4/3/2012	5,496	0	5,330	166			0	166				
76	AGILENT TECHNOLOGIES INC	00846U101		1/5/2011	6/4/2012	11,667	0	12,802	-1,135			0	-1,135				
77	AT&T INC	00206R102		1/5/2011	11/16/2012	3,967	0	3,583	384			0	384				
78	AT&T INC	00206R102		1/5/2011	5/1/2012	4,985	0	4,479	506			0	506				
79	CAMERON INTERNATIONAL CORP	13342B105		12/5/2011	2/10/2012	4,497	0	4,022	475			0	475				
80	CAMERON INTERNATIONAL CORP	13342B105		12/4/2011	2/10/2012	1,574	0	1,435	139			0	139				
81	BRISTOL-MYERS SQUIBB CO	110122108		4/19/2012	8/13/2012	5,297	0	5,700	-403			0	-403				
82	BRISTOL-MYERS SQUIBB CO	110122108		4/19/2012	8/10/2012	11,724	0	12,553	-829			0	-829				
83	BRISTOL-MYERS SQUIBB CO	110122108		4/19/2012	8/10/2012	63	0	68	-5			0	-5				
84	BAXTER INTERNATIONAL INC	071813109		1/5/2011	12/15/2011	12,610	0	12,966	-356			0	-356				
85	BAIDU, INC	056752108		1/9/2012	7/11/2012	3,690	0	4,102	-412			0	-412				
86	BAIDU, INC	056752108		6/27/2011	7/11/2012	1,411	0	1,722	-311			0	-311				

Part

	0	0	0
	Benefits	Expense Account	Explanation
1	NONE	NONE	
2	NONE	NONE	
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	4/10/2012	2	5,000
3 Second quarter estimated tax payment	5/9/2012	3	5,000
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment	11/9/2012	5	10,000
6 Other payments		6	
7 Total		7	20,000

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	132,898
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	132,898