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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning , and ending

G Check all that apply ☐ Initial return ☐ Final return ☒ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions	Name of foundation WARREN & VELDA WILSON FOUNDATION		A Employer identification number 47-0741012
	Number and street (or P O box number if mail is not delivered to street address) Room/suite C/O JOHN F FARRELL, PO BOX 1048		B Telephone number (see page 10 of the instructions) 800-352-3705
	City or town, state, and ZIP code HASTINGS NE 68902		C If exemption application is pending, check here ☐
			D 1 Foreign organizations, check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,007,692			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	107,981	103,782		
	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	-38,310			
	b Gross sales price for all assets on line 6a	1,475,687			
	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)	370,754	370,754	0		
12 Total. Add lines 1 through 11	440,425	474,536	0		
Operating and Administrative Expenses	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)	1,737	0	0	1,737
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	8,735	2,667	0	0
	19 Depreciation (attach schedule) and depletion	10,329	10,329	0	
	20 Occupancy				
	21 Travel, conferences, and meetings	975			975
	22 Printing and publications	333			333
	23 Other expenses (attach schedule)	100,110	54,844	0	45,266
	24 Total operating and administrative expenses. Add lines 13 through 23	122,219	67,840	0	48,311
	25 Contributions, gifts, grants paid	443,000			443,000
26 Total expenses and disbursements Add lines 24 and 25	565,219	67,840	0	491,311	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-124,794				
b Net investment income (if negative, enter -0-)		406,696			
c Adjusted net income (if negative, enter -0-)			0		

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	189,490	669,342	669,342
	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 page 15 of the 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			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	1,285,373	0	0
	b	Investments—corporate stock (attach schedule)	1,848,453	1,803,437	1,339,219
	c	Investments—corporate bonds (attach schedule)	226,281	694,294	698,650
Liabilities	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)	3,588,000	3,813,000	5,259,165
	14	Land, buildings, and equipment basis ▶	51,645		
		Less accumulated depreciation (attach schedule) ▶	10,329	41,316	41,316
	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)	7,189,242	7,021,389	8,007,692
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	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. ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	7,189,242	7,021,389	
	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 page 17 of the instructions)	7,189,242	7,021,389	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,189,242	7,021,389	

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	7,189,242
2	Enter amount from Part I, line 27a	2	-124,794
3	Other increases not included in line 2 (itemize) ▶ See attached statement	3	23,081
4	Add lines 1, 2, and 3	4	7,087,529
5	Decreases not included in line 2 (itemize) ▶ See attached statement	5	66,140
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,021,389

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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	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	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	-38,310
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }	3	-45,193

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 page 18 of 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))
2007	420,404	8,785,703	0.047851
2006	404,711	8,641,310	0.046834
2005	308,530	7,141,369	0.043203
2004	250,800	7,508,109	0.033404
2003	200,675	6,697,751	0.029962

2 Total of line 1, column (d)	2	0.201254
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	0.040251
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	8,377,854
5 Multiply line 4 by line 3	5	337,217
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,067
7 Add lines 5 and 6	7	341,284
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 on page 18.	8	491,311

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary—see instructions)		1	4,067
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	4,067
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	4,067
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	5,120	
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	5,120	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,053	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Page **5****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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 800-352-3705 Located at ▶ 1248 O St. 4th Fl. MAC N8032-042 Lincoln NE ZIP+4 ▶ 68508			
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			

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2008 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 2008)	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 2008?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? ☐ **5b** N/A

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 you answered "Yes" to 6b, also file Form 8870 **6b** X

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** X

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 page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See attached statement	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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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 page 23 of the 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
		0
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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the 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 page 24 of the instructions	
3 NONE	0
Total. Add lines 1 through 3	0

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Page **8****Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	8,149,411
b	Average of monthly cash balances	1b	356,025
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	8,505,436
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	8,505,436
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	127,582
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,377,854
6	Minimum investment return. Enter 5% of line 5	6	418,893

Part XI Distributable Amount (see page 25 of the 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	418,893
2a	Tax on investment income for 2008 from Part VI, line 5	2a	4,067
b	Income tax for 2008 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,067
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	414,826
4	Recoveries of amounts treated as qualifying distributions	4	37,733
5	Add lines 3 and 4	5	452,559
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	452,559

Part XII Qualifying Distributions (see page 25 of the 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	491,311
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	491,311
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 page 26 of the instructions)	5	4,067
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	487,244

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				452,559
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			382,130	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2008				
a From 2003	NONE			
b From 2004	NONE			
c From 2005	NONE			
d From 2006	NONE			
e From 2007	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 491,311				
a Applied to 2007, but not more than line 2a			382,130	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2008 distributable amount				109,181
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2008 (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 page 27 of the instructions		0		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				343,378
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2004	0			
b Excess from 2005	0			
c Excess from 2006	0			
d Excess from 2007	0			
e Excess from 2008	0			

Part XIV Private Operating Foundations (see page 27 of the 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 2008, 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	Prior 3 years			(e) Total
(a) 2008	(b) 2007	(c) 2006	(d) 2005	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0

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 page 27 of the 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 page 28 of the 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

JENNIFER FLEISCHER PO BOX 121 CLAY CENTER NE 68933

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

FORMS PROVIDED

- c** Any submission deadlines

APRIL 24

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

GEOGRAPHICAL

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				0 0
Total			3a	443,000
b <i>Approved for future payment</i> NONE				0 0
Total			3b	0

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

Recipient(s) paid during the year

Name

BRYAN LGH COLLEGE OF HEALTH SCIENCES

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,000

Name

CCC - COLUMBUS

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,000

Name

CCC - GRAND ISLAND

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

31,500

Name

CCC - HASTINGS

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

31,500

Name

CHADRON STATE COLLEGE

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

5,000

Name

CLARKSON COLLEGE

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

COLLEGE OF HAIR DESIGN - LINCOLN

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Name

CONCORDIA UNIVERSITY

☐

Person

☒

Business

Street

City

State

NC

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

4,000

Name

CREIGHTON UNIVERSITY

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

9,000

Name

DANA COLLEE

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Name

DOANE COLLEGE

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

11,000

Name

GRACE UNIVERSITY

☐

Person

☒

Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

HASTINGS COLLEGE

☐ Person ☒ Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

15,000

Name

JOSEPH'S COLLEGE OF BEAUTY

☐ Person ☒ Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Name

METRO COMMUNITY COLLEGE

☐ Person ☒ Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

5,000

Name

MIDLAND LUTHERAN COLLEGE

☐ Person ☒ Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,000

Name

MID-PLAINS COMMUNITY COLLEGE

☐ Person ☒ Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

1,000

Name

NEBRASKA CHRISTIAN COLLEGE

☐ Person ☒ Business

Street

City

State

NE

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,000

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

Index		Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Totals		Gross sales	Cost, other basis and expenses		Net gain or loss
									Other sales			Security		
			Long Term CG Distributions	Amount										
			Short Term CG Distributions	422										
				0										
1	X		AMEDISYS INC	023436108			8/26/2005				4,175	2,553		
2	X		AMERICAN INTL GROUP INC	026874107			1/4/2008				3,471	13,978		
3	X		AMERICAN ORIENTAL BIOEN	028731107			1/31/2008				4,089	3,697		
4	X		AMERISAFE INC	03071H100			5/3/2007				2,793	4,398		
5	X		AMERIGROUP CORP	03073T102			7/17/2007				2,240	1,472		
6	X		AMERIGROUP CORP	03073T102			7/17/2007				225	147		
7	X		AMERIGROUP CORP	03073T102			7/17/2007				3,284	2,969		
8	X		AMTRUST FINANCIAL SERVICO	032359309			7/26/2007				4,016	4,307		
9	X		ANIXTER INTL INC COM	035290105			8/8/2007				3,542	4,367		
10	X		ANIXTER INTL INC COM	035290105			11/29/2007				451	447		
11	X		APOGEE ENTERPRISES INC	037598109			10/17/2007				4,494	4,549		
12	X		APTARGROUP INC COM	038336103			5/16/2008				3,787	3,792		
13	X		ADR BASF AKTIENGESSELLSCH	055262505			10/6/2004				6,248	2,706		
14	X		BAKER HUGHES INC COM	057224107			5/23/2006				2,878	3,380		
15	X		BAKER HUGHES INC COM	057224107			5/23/2006				6,613	8,244		
16	X		BAKER HUGHES INC COM	057224107			5/23/2006				336	412		
17	X		BAKER HUGHES INC COM	057224107			9/28/2006				4,637	4,715		
18	X		BAKER HUGHES INC COM	057224107			12/15/2006				2,016	2,326		
19	X		BANCO BILBAO VIZCAYA ARQ	05946K101			1/4/2008				8,041	11,850		
20	X		BANCO BILBAO VIZCAYA ARQ	05946K101			6/26/2008				10,292	12,434		
21	X		BARNES GROUP INC COM	067806109			8/1/2007				4,178	4,220		
22	X		BAXTER INTL INC	071813109			12/5/2007				1,620	1,499		
23	X		BAXTER INTL INC	071813109			12/3/2007				1,426	1,302		
24	X		BELLEVUE NEB MUN BLD 7 3	079235BU0			6/5/2002				50,000	50,000		
25	X		BHP BILLITON LIMITED - ADR	088606108			2/16/2007				326	228		
26	X		BHP BILLITON LIMITED - ADR	088606108			10/6/2004				2,934	979		
27	X		BRISTOW GROUP INC	110394103			4/7/2008				3,196	3,665		
28	X		BRUSH ENGINEERED MATER	117421107			5/4/2007				3,046	4,434		
29	X		BRUSH ENGINEERED MATER	117421107			11/29/2007				173	228		
30	X		CME GROUP INC	12572Q105			5/14/2007				4,865	4,292		
31	X		CME GROUP INC	12572Q105			7/27/2007				1,216	1,073		
32	X		CME GROUP INC	12572Q105			8/17/2007				608	538		
33	X		CME GROUP INC	12572Q105			1/28/2008				1,249	1,858		
34	X		CME GROUP INC	12572Q105			1/31/2008				833	1,234		
35	X		CME GROUP INC	12572Q105			2/5/2008				1,249	1,795		
36	X		CME GROUP INC	12572Q105			1/22/2008				416	564		
37	X		CVS/CAREMARK CORPORATI	126650100			3/16/2007				2,331	1,949		
38	X		CVS/CAREMARK CORPORATI	126650100			3/26/2007				2,331	2,028		
39	X		CVS/CAREMARK CORPORATI	126650100			4/2/2007				3,042	2,650		
40	X		CATERPILLAR INC	149123101			12/5/2006				6,803	6,203		
41	X		CELGENE CORP COM	151020104			11/14/2006				869	868		
42	X		CELGENE CORP COM	151020104			1/8/2008				1,630	1,528		
43	X		CELGENE CORP COM	151020104			10/4/2006				924	749		
44	X		CELGENE CORP COM	151020104			9/28/2006				3,283	2,515		
45	X		CELGENE CORP COM	151020104			10/4/2006				2,547	1,981		
46	X		CENTRAL EUROPEAN DISTR	153435102			12/24/2007				4,797	4,180		
47	X		CERADYNE INC	156710105			10/27/2005				3,441	3,198		
48	X		CHESAPEAKE ENERGY CORP	165167107			2/14/2008				442	945		
49	X		CHESAPEAKE ENERGY CORP	165167107			2/19/2008				924	2,010		

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

Index		Check box if gain/loss is from sale of security	Long Term CG Distributions		Amount		Totals		Gross sales		Cost, other basis and expenses		Net gain or loss	
			Short Term CG Distributions		422	0								
			Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost	Cost or other basis (Enter one field only)	Expense of sale and cost of improvements	
50	X		CHESAPEAKE ENERGY CORP	165167107			2/19/2008		10/13/2008	542	1,186			
51	X		CHESAPEAKE ENERGY CORP	165167107			2/25/2008		10/13/2008	422	949			
52	X		CHESAPEAKE ENERGY CORP	165167107			2/29/2008		10/13/2008	603	1,370			
53	X		CHESAPEAKE ENERGY CORP	165167107			2/12/2008		10/13/2008	1,688	3,487			
54	X		CITIGROUP INC	172967101			7/8/2004		6/26/2008	12,438	31,726			
55	X		COMCAST CORP CLASS A	20030N101			10/26/2007		5/7/2008	1,465	1,414			
56	X		COMCAST CORP CLASS A	20030N101			6/23/2004		11/7/2008	15,874	17,871			
57	X		COMPANHIA VALE DO RIO DO	204412209			10/6/2004		3/19/2008	1,794	322			
58	X		COMTECH TELECOMMUNICA	205826209			5/8/2007		3/11/2008	348	331			
59	X		COMTECH TELECOMMUNICA	205826209			5/8/2007		6/3/2008	4,640	4,264			
60	X		CONOCOPHILLIPS	20825C104			12/29/2005		5/16/2008	25,536	16,287			
61	X		CONTINENTAL AIRLIS INC CL	210795308			10/30/2006		4/3/2008	2,304	4,182			
62	X		CORNING INC	219350105			10/12/2007		10/31/2008	9,433	23,581			
63	X		COSTCO WHOLESALE CORP	22160K105			8/14/2007		2/29/2008	1,192	1,154			
64	X		COSTCO WHOLESALE CORP	22160K105			8/15/2007		2/29/2008	1,820	1,708			
65	X		COSTCO WHOLESALE CORP	22160K105			8/21/2007		2/29/2008	1,443	1,366			
66	X		EZCORP INC	302301106			4/17/2006		6/3/2008	4,125	3,794			
67	X		ENI SPA - ADR	26874R108			10/6/2004		6/26/2008	4,029	2,531			
68	X		FTI CONSULTING INC COM	302941109			5/14/2008		6/3/2008	3,629	3,836			
69	X		FED HOME LN MTG CORP	313400301			5/23/2006		1/28/2008	2,331	4,852			
70	X		FED HOME LN MTG CORP	313400301			5/23/2006		1/30/2008	2,185	4,606			
71	X		FED HOME LN MTG CORP	313400301			5/23/2006		2/28/2008	4,012	9,766			
72	X		FED HOME LN MTG CORP	313400301			7/12/2007		2/28/2008	807	1,946			
73	X		FED HOME LN MTG CORP	313400301			11/28/2007		2/28/2008	2,069	2,359			
74	X		FED NATL MTG ASSN 3 875	31359MTQ6			11/23/2004		11/17/2008	200,000	199,252			
75	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		1/25/2008	995	1,012			
76	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		2/25/2008	722	734			
77	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		3/25/2008	766	779			
78	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		4/25/2008	3,453	3,511			
79	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		5/25/2008	941	957			
80	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		6/25/2008	915	931			
81	X		CROCS INC	227046109			3/11/2008		4/28/2008	2,031	3,544			
82	X		CYNOSURE INC	232577205			11/12/2007		6/3/2008	2,938	4,198			
83	X		DARLING INTL INC	237266101			9/19/2007		3/11/2008	2,442	1,833			
84	X		DARLING INTL INC	237266101			9/19/2007		6/3/2008	4,463	2,623			
85	X		DAWSON GEOPHYSICAL CO	239359102			11/12/2007		6/3/2008	3,536	4,041			
86	X		DECKERS OUTDOOR CORP	243537107			4/4/2006		6/3/2008	3,786	1,108			
87	X		DIODES INC	254543101			8/27/2007		6/3/2008	4,064	4,357			
88	X		DISCOVER FINANCIAL SERVI	254709108			3/9/2007		7/23/2008	272	450			
89	X		DISCOVER FINANCIAL SERVI	254709108			3/14/2007		7/23/2008	136	214			
90	X		DISCOVER FINANCIAL SERVI	254709108			4/11/2007		7/23/2008	121	210			
91	X		DISCOVER FINANCIAL SERVI	254709108			7/3/2007		7/23/2008	937	1,692			
92	X		DISCOVER FINANCIAL SERVI	254709108			7/5/2007		7/23/2008	1,073	1,880			
93	X		DISCOVER FINANCIAL SERVI	254709108			9/26/2007		7/23/2008	1,631	2,314			
94	X		DISCOVER FINANCIAL SERVI	254709108			12/3/2007		7/23/2008	982	1,092			
95	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		7/25/2008	3,323	3,379			
96	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		8/25/2008	753	765			
97	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		9/25/2008	729	741			
98	X		FNMA POOL #811327 5 000%	31406JLG6			1/28/2005		10/25/2008	672	683			

-38,310
0

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

		Long Term CG Distributions		Amount		Description		CUSIP #		Purchaser		Check box if purchaser is a business	Date acquired	Acquisition method	Totals		Expense of sale and cost of improvements	Net gain or loss
				Short Term CG Distributions	0										Gross sales	Cost, other basis and expenses		
Index	Check box if gain/loss is from sale of security															Cost	Cost or other basis (Enter one field only)	Depreciation
99	X	FNMA POOL #811327 5 000%		31406JLG6									1/28/2005			678	689	
100	X	FNMA POOL #811327 5 000%		31406JLG6									1/28/2005			3,832	3,897	
101	X	FIRST CASH FINL SERVICES,		31942D107									1/14/2005			2,111	2,955	
102	X	FORTIS NL ADR		34956J309									10/6/2004			300	6,250	
103	X	FOSSIL INC COM		349882100									11/13/2007			3,159	4,186	
104	X	GDF SUEZ SPONSORED ADR		36160B105									7/22/2008			57	62	
105	X	GENENTECH INC		368710406									10/3/2006			2,878	2,591	
106	X	GENENTECH INC		368710406									10/10/2006			2,599	2,406	
107	X	GENENTECH INC		368710406									4/3/2007			93	83	
108	X	GENENTECH INC		368710406									5/16/2008			11,555	8,791	
109	X	GILEAD SCIENCES INC		375558103									10/8/2007			2,771	2,467	
110	X	GILEAD SCIENCES INC		375558103									9/27/2007			1,016	899	
111	X	GLAXOSMITHKLINE PLC - AD		37733W105									10/6/2004			2,092	2,153	
112	X	GOOGLE INC		38259P508									2/16/2007			679	465	
113	X	GOOGLE INC		38259P508									7/27/2006			2,036	1,141	
114	X	GREIF INC-CL A		397624107									11/1/2006			850	603	
115	X	GREIF INC-CL A		397624107									11/1/2006			4,804	3,386	
116	X	HALLIBURTON CO		406216101									1/4/2005			8,759	3,465	
117	X	HALLIBURTON CO		406216101									1/4/2005			9,004	3,850	
118	X	HAYNES INTL INC		420877201									8/10/2007			3,918	4,562	
119	X	HEALTHWAYS INC		422245100									2/14/2008			2,674	3,945	
120	X	HURON CONSULTING GROUP		447462102									11/9/2007			3,043	4,074	
121	X	ITT EDL SVCS INC COM		45068B109									4/3/2008			4,962	3,605	
122	X	INTEL CORP		458140100									11/1/2007			7,429	9,348	
123	X	INTEL CORP		458140100									11/26/2007			934	1,104	
124	X	INTEL CORP		458140100									1/23/2008			1,698	1,482	
125	X	INTERNATIONAL BUSINESS N		459200101								X	11/12/2007			3,366	3,002	
126	X	INTERNATIONAL BUSINESS N		459200101									12/5/2007			4,527	4,191	
127	X	INTERNATIONAL BUSINESS N		459200101									12/11/2007			1,741	1,644	
128	X	INTERNATIONAL BUSINESS N		459200101									1/22/2008			813	713	
129	X	ISHARES LEHMAN 7-10 YR US		464287440									5/23/2005			138,216	135,381	
130	X	ISHARES LEHMAN 7-10 YR US		464287440									6/15/2005			88,036	85,900	
131	X	ISHARES DJ US FINANCIAL S		464287788									9/12/2008			2,436	3,271	
132	X	ISHARES DJ US FINANCIAL S		464287788									10/1/2008			14,075	17,656	
133	X	J2 GLOBAL COMMUNICATION		46626E205									10/6/2004			4,072	2,622	
134	X	JACK IN THE BOX, INC		466367109									8/1/2007			3,153	4,208	
135	X	JOHNSON & JOHNSON		478160104									12/5/2007			1,684	1,701	
136	X	JOHNSON & JOHNSON		478160104									9/26/2007			1,280	1,243	
137	X	JOS A BANK CLOTHIERS INC		480838101									6/11/2007			2,774	4,489	
138	X	JOS A BANK CLOTHIERS INC		480838101									11/29/2007			480	450	
139	X	KINGFISHER PLC - ADR		495724403									10/6/2004			2,536	5,162	
140	X	KINGFISHER PLC - ADR		495724403									1/18/2005			656	1,346	
141	X	LHC GROUP INC		50187A107									5/8/2007			2,969	4,258	
142	X	LKQ CORP		501899208									1/31/2008			4,022	3,644	
143	X	L-3 COMMUNICATIONS CORP		502424104									8/3/2004			8,531	7,627	
144	X	LAMAR ADVERTISING CO CL		512815101									5/23/2006			2,440	3,409	
145	X	LEGG MASON INC COM		524901105									7/25/2006			1,627	1,954	
146	X	LEGG MASON INC COM		524901105									7/26/2006			1,132	1,341	
147	X	LEGG MASON INC COM		524901105									10/3/2006			778	1,092	

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

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

Totals													
Securities													
Other sales													
Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost, other basis and expenses		Expense of sale and cost of improvements	Net gain or loss
										Cost	Donated value		
197	X	PERRIGO CO	714290103			2/8/2008		6/3/2008	3,813	3,724			
198	X	PETROLEO BRASILEIRO SA	71654V408			7/27/2006		2/7/2008	2,191	912			
199	X	PETROLEO BRASILEIRO SA	71654V408			7/27/2006		5/27/2008	1,756	570			
200	X	PETROQUEST ENERGY INC	716748108			4/30/2008		6/3/2008	4,285	3,825			
201	X	POLARIS INDS INC COM	731068102			5/16/2008		6/3/2008	3,668	3,770			
202	X	PRICELINE COM INC	741503403			5/16/2007		1/31/2008	2,385	1,199			
203	X	PRICELINE COM INC	741503403			5/16/2007		2/8/2008	1,210	654			
204	X	PRICELINE COM INC	741503403			5/16/2007		4/7/2008	5,612	2,452			
205	X	PROCTER & GAMBLE CO	742718109			4/30/2007		5/15/2008	5,826	5,646			
206	X	PROGRESS SOFTWARE COR	743312100			8/3/2007		6/3/2008	4,252	4,205			
207	X	QUALCOMM INC	747525103			5/23/2006		7/24/2008	6,231	5,557			
208	X	QUALCOMM INC	747525103			5/23/2006		11/5/2008	2,927	3,844			
209	X	QUALITY SYSTEMS INC	747582104			10/30/2006		6/3/2008	3,317	4,054			
210	X	QUALITY SYSTEMS INC	747582104			3/16/2007		6/3/2008	342	382			
211	X	RED ROBIN GOURMET BURG	75689M101			5/6/2008		6/3/2008	3,139	3,765			
212	X	REED ELSEVIER N VADR	758204200			1/10/2006		1/11/2008	4	3			
213	X	RESEARCH IN MOTION	760975102			5/23/2006		4/3/2008	4,961	906			
214	X	RHODIA SA-SPONSORED AD	762397206			6/11/2007		7/15/2008	1,275	4,259			
215	X	RIO TINTO PLC - ADR	767204100			11/28/2007		5/27/2008	2,457	2,215			
216	X	RIO TINTO PLC - ADR	767204100			10/18/2007		5/27/2008	1,474	1,061			
217	X	RIO TINTO PLC - ADR	767204100			10/18/2007		6/26/2008	2,708	2,123			
218	X	ROCHE HOLDINGS LTD - ADR	771195104			10/6/2004		4/4/2008	2,355	1,314			
219	X	ROFIN SINAR TECHNOLOGIE	775043102			8/16/2007		6/3/2008	4,101	4,061			
220	X	ROYAL DUTCH SHELL PLC ADR	780259206			1/23/2003		8/1/2008	24,552	14,359			
221	X	SPDR DJ WILSHIRE INTERNA	78463X863			8/30/2007		8/1/2008	23,156	30,360			
222	X	ST JUDE MED INC	790849103			10/23/2007		1/11/2008	2,349	2,057			
223	X	ST JUDE MED INC	790849103			11/7/2006		1/11/2008	1,392	1,101			
224	X	ST JUDE MED INC	790849103			11/7/2006		4/24/2008	264	206			
225	X	ST JUDE MED INC	790849103			5/24/2006		4/24/2008	2,025	1,560			
226	X	ST JUDE MED INC	790849103			5/24/2006		7/16/2008	695	509			
227	X	ST JUDE MED INC	790849103			5/27/2008		7/16/2008	1,761	1,558			
228	X	ST JUDE MED INC	790849103			6/6/2006		7/16/2008	1,344	969			
229	X	ST JUDE MED INC	790849103			6/6/2006		8/15/2008	920	668			
230	X	ST JUDE MED INC	790849103			5/23/2006		8/15/2008	1,197	853			
231	X	SCHERING PLOUGH CORP	806605101			2/21/2008		7/8/2008	2,445	2,598			
232	X	SCHERING PLOUGH CORP	806605101			3/3/2008		7/8/2008	1,233	1,287			
233	X	SCHERING PLOUGH CORP	806605101			2/5/2008		7/8/2008	1,829	1,855			
234	X	SCHLUMBERGER LTD	806857108			5/23/2006		1/9/2008	1,272	850			
235	X	SCHLUMBERGER LTD	806857108			5/23/2006		1/17/2008	2,646	2,092			
236	X	SCHWAB CHARLES CORP NE	808513105			5/23/2006		9/19/2008	6,413	4,037			
237	X	SECOM LTD UNSPONSORED	813113206			10/6/2004		9/29/2008	2,975	2,590			
238	X	SIGMA DESIGNS INC	826565103			1/8/2008		6/3/2008	1,511	3,848			
239	X	SIGMA DESIGNS INC	826565103			3/11/2008		6/3/2008	889	1,232			
240	X	SMITH & NEPHEW PLC - ADR	83175M205			11/16/2004		3/19/2008	922	741			
241	X	SMITH & NEPHEW PLC - ADR	83175M205			11/16/2004		8/7/2008	1,146	988			
242	X	SMITH & NEPHEW PLC - ADR	83175M205			7/28/2005		8/7/2008	1,146	964			
243	X	SMITH & NEPHEW PLC - ADR	83175M205			7/28/2005		8/15/2008	290	241			
244	X	SMITH & NEPHEW PLC - ADR	83175M205			9/27/2005		8/15/2008	1,448	1,087			
245	X	SONY CORPORATION - ADR	835699307			8/15/2006		7/15/2008	3,218	3,624			
Totals									1,475,687		1,513,997		-38,310
Securities									0		0		0
Other sales									0		0		0

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

Index		Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Totals		Expense of sale and cost of improve- ments	Net gain or loss
									Gross sales	Cost, other basis and expenses		
Long Term CG Distributions									1,475,687	1,513,997		-38,310
Short Term CG Distributions									0	0		0
246	X		SPRINT NEXTEL CORP	852061100			10/6/2006					
247	X		SPRINT NEXTEL CORP	852061100			12/11/2006					
248	X		SPRINT NEXTEL CORP	852061100			12/28/2006					
249	X		SPRINT NEXTEL CORP	852061100			1/9/2007					
250	X		STARBUCKS CORP COM	855244109			4/12/2007					
251	X		STARBUCKS CORP COM	855244109			6/12/2007					
252	X		STARBUCKS CORP COM	855244109			6/22/2007					
253	X		STRYKER CORP	863667101			5/14/2008					
254	X		STRYKER CORP	863667101			5/16/2008					
255	X		SUEZ ADR	864686100			7/18/2008					
256	X		SUEZ ADR	864686100			6/26/2008					
257	X		SUEZ ENVIRONNEMENT COM	864990809			7/22/2008					
258	X		SUNCOR INC COM	867229106			5/23/2006					
259	X		SUNCOR INC COM	867229106			5/23/2006					
260	X		SUNCOR INC COM	867229106			1/25/2008					
261	X		SUNCOR INC COM	867229106			5/23/2006					
262	X		SUNCOR INC COM	867229106			7/7/2008					
263	X		SUNCOR INC COM	867229106			5/23/2006					
264	X		SUPERIOR ENERGY SERVICE	868157108			5/30/2007					
265	X		SUPERIOR ENERGY SERVICE	868157108			5/30/2007					
266	X		SYBASE INC	871130100			11/21/2006					
267	X		SYKES ENTERPRISES INC CO	871237103			6/22/2007					
268	X		SYNAPTICS INC	87157D109			1/11/2008					
269	X		TAIWAN SEMICONDUCTOR M	874039100			7/20/2007					
270	X		TAIWAN SEMICONDUCTOR M	874039100			7/20/2007					
271	X		TEAM, INC COMMON STOCK	878155100			3/5/2008					
272	X		TEVA PHARMACEUTICAL IND	881624209			1/8/2008					
273	X		TEVA PHARMACEUTICAL IND	881624209			1/18/2008					
274	X		THERMO FISHER SCIENTIFIC	883556102			12/21/2007					
275	X		THERMO FISHER SCIENTIFIC	883556102			1/17/2008					
276	X		THERMO FISHER SCIENTIFIC	883556102			1/17/2008					
277	X		THERMO FISHER SCIENTIFIC	883556102			6/8/2007					
278	X		THERMO FISHER SCIENTIFIC	883556102			6/8/2007					
279	X		THERMO FISHER SCIENTIFIC	883556102			1/23/2008					
280	X		THERMO FISHER SCIENTIFIC	883556102			5/23/2006					
281	X		TRADESTATION GROUP INC	89267P105			8/15/2007					
282	X		TRIUMPH GROUP INC NEW C	896818101			9/13/2007					
283	X		USANA HEALTH SCIENCES IN	90328M107			8/10/2007					
284	X		USANA HEALTH SCIENCES IN	90328M107			8/10/2007					
285	X		U S TREASURY NOTES 4 874	912828GE4			8/10/2007					
286	X		VARIAN SEMICONDUCTOR EX	922207105			3/1/2007					
287	X		WADDELL & REED FINANCIAL	930059100			2/26/2007					
288	X		WARNACO GROUP INC	934390402			1/16/2007					
289	X		WATSON WYATT WORLDWID	942712100			5/14/2008					
290	X		WATSON WYATT WORLDWID	942712100			1/10/2006					
291	X		WESTERN UNION CO/THE	959802109			1/10/2006					
292	X		WESTERN UNION CO/THE	959802109			2/6/2007					
293	X		WESTERN UNION CO/THE	959802109			2/6/2007					
294	X		WESTERN UNION CO/THE	959802109			4/30/2007					
							4/26/2007					
								</				

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

Totals										Gross sales		Cost, other basis and expenses		Net gain or loss	
Securities										1,475,687		1,513,997		-38,310	
Other sales										0		0		0	
Index	Check box if gain/loss is from sale of security	Description	CUSIP #	Purchaser	Check box if purchaser is a business	Date acquired	Acquisition method	Date sold	Gross sales price	Cost or other basis (Enter one field only)		Expense of sale and cost of improvements	Depreciation		
										Cost	Donated value				
295	X	WILLIAMS SONOMA INC	969904101			9/27/2006		1/16/2008	1,398	2,284					
296	X	WILLIAMS SONOMA INC	969904101			1/16/2006		1/16/2008	1,114	1,785					
297	X	WILLIAMS SONOMA INC	969904101			11/22/2006		1/16/2008	770	1,212					
298	X	WOLVERINE WORLD WIDE IN	978097103			8/2/2006		6/3/2008	3,956	3,594					
299	X	WRIGLEY WM JR CO	982526105			5/23/2006		4/28/2008	5,444	3,319					
300	X	YAHOO INC COM	984332106			5/23/2006		2/1/2008	657	722					
301	X	YAHOO INC COM	984332106			7/19/2006		2/1/2008	3,743	3,373					
302	X	YAHOO INC COM	984332106			9/28/2006		2/1/2008	1,286	1,134					
303	X	YAHOO INC COM	984332106			12/19/2006		2/1/2008	2,000	1,843					
304	X	WEATHERFORD INTERNATIO	G95089101			9/28/2007		1/9/2008	1,684	1,710					
305	X	WEATHERFORD INTERNATIO	G95089101			9/28/2007		1/18/2008	648	753					
306	X	WEATHERFORD INTERNATIO	G95089101			12/17/2007		1/18/2008	1,708	1,866					
307	X	WEATHERFORD INTERNATIO	G95089101			12/17/2007		7/8/2008	1,347	1,062					
308	X	WEATHERFORD INTERNATIO	G95089101			12/17/2007		7/9/2008	383	290					
309	X	WEATHERFORD INTERNATIO	G95089101			1/31/2008		7/9/2008	1,446	1,047					
310	X	UBS AG -NEW ADR	H89231338			10/6/2004		2/22/2008	9,002	9,584					
311	X	UBS AG -NEW ADR	H89231338			7/20/2007		2/22/2008	2,334	4,092					
312	X	GENCO SHIPPING & TRADING	Y2685T107			11/12/2007		6/3/2008	4,485	3,903					
313	X	AFLAC INC	001055102			1/4/2008		5/23/2008	5,330	5,035					
314	X	ACUTY BRANDS (HOLDING C	00508Y102			10/23/2006		6/3/2008	3,112	2,545					
315	X	ACUTY BRANDS (HOLDING C	00508Y102			3/16/2007		6/3/2008	867	750					
316	X	ACUTY BRANDS (HOLDING C	00508Y102			11/29/2007		6/3/2008	459	358					
317	X	ADVISORY BRD CO	00762W107			6/5/2007		5/14/2008	3,947	4,543					
318	X	AEROPOSTALE	007865108			8/10/2007		2/8/2008	730	591					
319	X	AEROPOSTALE	007865108			8/10/2007		5/6/2008	1,353	897					
320	X	AEROPOSTALE	007865108			8/10/2007		6/3/2008	4,349	2,844					
321	X	AIR METHODS CORP COM	009128307			11/5/2007		6/3/2008	2,829	4,235					
322	X	AMEDISYS INC	023436108			8/26/2005		2/8/2008	889	623					
323	X	AMEDISYS INC	023436108			8/26/2005		5/6/2008	1,140	685					

Line 11 (990-PF) - Other Income

		370,754	370,754	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FARM INCOME	370,754	370,754	
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16b (990-PF) - Accounting Fees

		1,737	0	0	1,737
	Name of organization or person providing service	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	TAX PREP FEES	1,737			1,737
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		8,735	2,667	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	2,667	2,667		
2	PY EXCISE TAX DUE	948			
3	ESTIMATED EXCISE PAYMENTS	5,120			
4					
5					
6					
7					
8					
9					
10					

Amount of depreciation included in cost of goods sold

Line 19 (990-PF) - Depreciation and Depletion

	Description	Date Acquired	Method of Computation	Asset Life	Cost or Other Basis	Beginning Accumulated Depreciation	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted, net income
1	IRRIGATION PIPE	6/26/2008	STRAIGHT-LINE	5	382	382	76	76	
2	PIVOT	7/16/2008	STRAIGHT-LINE	5	51,263	51,263	10,253	10,253	
3									
4									
5									
6									
7									
8									
9									
10									

10,329

10,329

0

Line 23 (990-PF) - Other Expenses

100,110

54,844

0

45,266

	Description	Revenue and expenses per books	Net investment income	Adjusted net income	Disbursements for charitable purposes
1	WELLS FARGO TRUSTEE FEES	73,125	54,844	0	18,281
2	OTHER MISC FEES	26,985			26,985
3					
4					
5					
6					
7					
8					
9					
10					

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

		1,285,373	0	1,291,796	0		
	Description	(a) Book value beg. of year	(b) Book value end of year	FMV beg. of year	(c) FMV end of year	Check if Federal obligation	Check if State/ local obligation
1	BEGINNING BALANCE	1,285,373		1,291,796			
2							
3							
4							
5							
6							
7							
8							
9							
10							

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

			1,848,453	1,803,437	2,257,065	1,339,219
	Description	Num shares/ face value	(a) Book value beg of year	(b) Book value end of year	FMV beg of year	(c) FMV end of year
1	STOCK		1,848,453	1,803,437	2,257,065	1,339,219
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				226,281	694,294	228,549	698,650
	Description	Interest Rate	Maturity Date	(a) Book value beg. of year	(b) Book value end of year	FMV beg. of year	(c) FMV end of year
1	BONDS			226,281	694,294	228,549	698,650
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

			3,588,000	3,813,000	5,259,165
	Item or Category	Basis of Valuation	(a) Book value beg. of year	(b) Book value end of year	(c) FMV end of year
1	OTHER INVESTMENTS		3,588,000	3,813,000	5,259,165
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

		51,645	0	10,329	51,645	41,316	41,316
	Item or Category	Cost or Other Basis	Accumulated Depreciation beg. of year	Accumulated Depreciation end of year	(a) Book value beg. of year	(b) Book value end of year	(c) FMV end of year
1	IRRIGATION PIPE	382	0	76	382	306	306
2	PIVOT	51,263	0	10,253	51,263	41,010	41,010
3					0	0	
4					0	0	
5					0	0	
6					0	0	
7					0	0	
8					0	0	
9					0	0	
10					0	0	

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

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND TIMING DIFFERENCE	1	4,081
2	PURCHASE OF ACCRUED INTEREST C/O FROM PY	2	15,500
3	FEDERAL EXCISE TAX REFUND	3	3,500
4	Total	4	23,081

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	1
2	RETURN OF UNUSED/EXCESS SCHOLARSHIPS FOR 2007	2	37,733
3	DEPRECIATION ADJUSTMENT	3	10,329
4	COST BASIS ADJUSTMENT	4	18,073
5	ROUNDING	5	4
6	Total	6	66,140

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

	(a) Kind(s) of property sold	Amount		(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
		Long Term CG Distributions	Short Term CG Distributions						
		422	0						
1	AMEDISYS INC	023436108			8/26/2005	6/3/2008	4,175	0	2,553
2	AMERICAN INTL GROUP INC	026874107			1/4/2008	9/12/2008	3,471	0	13,978
3	AMERICAN ORIENTAL BIOENGINEERING INC	028731107			1/31/2008	6/3/2008	4,089	0	3,697
4	AMERISAFE INC	03071H100			5/3/2007	3/5/2008	2,793	0	4,398
5	AMERIGROUP CORP	03073T102			7/17/2007	1/31/2008	2,240	0	1,472
6	AMERIGROUP CORP	03073T102			7/17/2007	2/8/2008	225	0	147
7	AMERIGROUP CORP	03073T102			7/17/2007	6/3/2008	3,284	0	2,969
8	AMTRUST FINANCIAL SERVICES INC	032359309			7/26/2007	6/3/2008	4,016	0	4,307
9	ANIXTER INTL INC COM	035290105			8/8/2007	6/3/2008	3,542	0	4,367
10	ANIXTER INTL INC COM	035290105			11/29/2007	6/3/2008	451	0	447
11	APOGEE ENTERPRISES INC	037598109			10/17/2007	6/3/2008	4,494	0	4,549
12	APTARGROUP INC COM	038336103			5/16/2008	6/3/2008	3,787	0	3,792
13	ADR BASF AKTIENGESSELLSCHAFT - LV	055262505			10/6/2004	4/4/2008	6,248	0	2,706
14	BAKER HUGHES INC COM	057224107			5/23/2006	3/20/2008	2,878	0	3,380
15	BAKER HUGHES INC COM	057224107			5/23/2006	3/25/2008	6,613	0	8,244
16	BAKER HUGHES INC COM	057224107			5/23/2006	3/25/2008	336	0	412
17	BAKER HUGHES INC COM	057224107			9/28/2006	3/25/2008	4,637	0	4,715
18	BAKER HUGHES INC COM	057224107			12/15/2006	3/25/2008	2,016	0	2,326
19	BANCO BILBAO VIZCAYA ARGENT- AD	05946K101			1/4/2008	10/1/2008	8,041	0	11,850
20	BANCO BILBAO VIZCAYA ARGENT- AD	05946K101			6/26/2008	10/1/2008	10,292	0	12,434
21	BARNES GROUP INC COM	067806109			8/1/2007	6/3/2008	4,178	0	4,220
22	BAXTER INTL INC	071813109			12/5/2007	7/8/2008	1,620	0	1,499
23	BAXTER INTL INC	071813109			12/3/2007	7/8/2008	1,426	0	1,302
24	BELLEVUE NEB MUN BLD 7 300% 6/15	079235BU0			6/5/2002	6/18/2008	50,000	0	50,000
25	BHP BILLITON LIMITED - ADR	088606108			2/16/2007	2/7/2008	326	0	228
26	BHP BILLITON LIMITED - ADR	088606108			10/6/2004	2/7/2008	2,934	0	979
27	BRISTOW GROUP INC	110394103			4/7/2008	6/3/2008	3,196	0	3,665
28	BRUSH ENGINEERED MATERIALS INC	117421107			5/4/2007	1/8/2008	3,046	0	4,434
29	BRUSH ENGINEERED MATERIALS INC	117421107			11/29/2007	1/8/2008	173	0	228
30	CME GROUP INC	12572Q105			5/14/2007	1/8/2008	4,865	0	4,292
31	CME GROUP INC	12572Q105			7/27/2007	1/8/2008	1,216	0	1,073
32	CME GROUP INC	12572Q105			8/17/2007	1/8/2008	608	0	538
33	CME GROUP INC	12572Q105			1/28/2008	10/7/2008	1,249	0	1,858
34	CME GROUP INC	12572Q105			1/31/2008	10/7/2008	833	0	1,234
35	CME GROUP INC	12572Q105			2/5/2008	10/7/2008	1,249	0	1,795
36	CME GROUP INC	12572Q105			1/22/2008	10/7/2008	416	0	564
37	CVS/CAREMARK CORPORATION	126650100			3/16/2007	2/15/2008	2,331	0	1,949
38	CVS/CAREMARK CORPORATION	126650100			3/26/2007	2/15/2008	2,331	0	2,028
39	CVS/CAREMARK CORPORATION	126650100			4/2/2007	2/15/2008	3,042	0	2,650
40	CATERPILLAR INC	149123101			12/5/2006	8/1/2008	6,803	0	6,203
41	CELGENE CORP COM	151020104			11/14/2006	1/16/2008	869	0	868
42	CELGENE CORP COM	151020104			1/8/2008	1/16/2008	1,630	0	1,528
43	CELGENE CORP COM	151020104			10/4/2006	1/16/2008	924	0	749
44	CELGENE CORP COM	151020104			9/28/2006	2/5/2008	3,283	0	2,515
45	CELGENE CORP COM	151020104			10/4/2006	2/5/2008	2,547	0	1,981

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

Amount										
422										
0										
	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale		
46	CENTRAL EUROPEAN DISTR CORP	153435102		12/24/2007	6/3/2008	4,797	0	4,180		
47	CERADYNE INC	156710105		10/27/2005	6/3/2008	3,441	0	3,198		
48	CHESAPEAKE ENERGY CORP COM	165167107		2/14/2008	10/13/2008	442	0	945		
49	CHESAPEAKE ENERGY CORP COM	165167107		2/19/2008	10/13/2008	924	0	2,010		
50	CHESAPEAKE ENERGY CORP COM	165167107		2/19/2008	10/13/2008	542	0	1,186		
51	CHESAPEAKE ENERGY CORP COM	165167107		2/25/2008	10/13/2008	422	0	949		
52	CHESAPEAKE ENERGY CORP COM	165167107		2/29/2008	10/13/2008	603	0	1,370		
53	CHESAPEAKE ENERGY CORP COM	165167107		2/12/2008	10/13/2008	1,688	0	3,487		
54	CITIGROUP INC	172967101		7/8/2004	6/26/2008	12,438	0	31,726		
55	COMCAST CORP CLASS A	20030N101		10/26/2007	5/7/2008	1,465	0	1,414		
56	COMCAST CORP CLASS A	20030N101		6/23/2004	11/7/2008	15,874	0	17,871		
57	COMPANHIA VALE DO RIO DOCE - C -	204412209		10/6/2004	3/19/2008	1,794	0	322		
58	COMTECH TELECOMMUNICATIONS CO	205826209		5/8/2007	3/11/2008	348	0	331		
59	COMTECH TELECOMMUNICATIONS CO	205826209		5/8/2007	6/3/2008	4,640	0	4,264		
60	CONOCOPHILLIPS	20825C104		12/29/2005	5/16/2008	25,536	0	16,287		
61	CONTINENTAL AIRLIS INC CL B	210795308		10/30/2006	4/3/2008	2,304	0	4,182		
62	CORNING INC	219350105		10/12/2007	10/31/2008	9,433	0	23,581		
63	COSTCO WHOLESALE CORP	22160K105		8/14/2007	2/29/2008	1,192	0	1,154		
64	COSTCO WHOLESALE CORP	22160K105		8/15/2007	2/29/2008	1,820	0	1,708		
65	COSTCO WHOLESALE CORP	22160K105		8/21/2007	2/29/2008	1,443	0	1,366		
66	EZCORP INC	302301106		4/17/2006	6/3/2008	4,125	0	3,794		
67	ENI SPA - ADR	26874R108		10/6/2004	6/26/2008	4,029	0	2,531		
68	FTI CONSULTING INC COM	302941109		5/14/2008	6/3/2008	3,629	0	3,836		
69	FED HOME LN MTG CORP	313400301		5/23/2006	1/28/2008	2,331	0	4,852		
70	FED HOME LN MTG CORP	313400301		5/23/2006	1/30/2008	2,185	0	4,606		
71	FED HOME LN MTG CORP	313400301		5/23/2006	2/28/2008	4,012	0	9,766		
72	FED HOME LN MTG CORP	313400301		7/12/2007	2/28/2008	807	0	1,946		
73	FED HOME LN MTG CORP	313400301		11/28/2007	2/28/2008	2,069	0	2,359		
74	FED NATL MTG ASSN 3.875% 11/17/0	31359MTQ6		11/23/2004	11/17/2008	200,000	0	199,252		
75	FNMA POOL #811327 5.000% 1/01/20	31406JLG6		1/28/2005	1/25/2008	995	0	1,012		
76	FNMA POOL #811327 5.000% 1/01/20	31406JLG6		1/28/2005	2/25/2008	722	0	734		
77	FNMA POOL #811327 5.000% 1/01/20	31406JLG6		1/28/2005	3/25/2008	766	0	779		
78	FNMA POOL #811327 5.000% 1/01/20	31406JLG6		1/28/2005	4/25/2008	3,453	0	3,511		
79	FNMA POOL #811327 5.000% 1/01/20	31406JLG6		1/28/2005	5/25/2008	941	0	957		
80	FNMA POOL #811327 5.000% 1/01/20	31406JLG6		1/28/2005	6/25/2008	915	0	931		
81	CROCS INC	227046109		3/11/2008	4/28/2008	2,031	0	3,544		
82	CYNOSURE INC	232577205		11/12/2007	6/3/2008	2,938	0	4,198		
83	DARLING INTL INC	237266101		9/19/2007	3/11/2008	2,442	0	1,833		
84	DARLING INTL INC	237266101		9/19/2007	6/3/2008	4,463	0	2,623		
85	DAWSON GEOPHYSICAL CO COM	239359102		11/12/2007	6/3/2008	3,536	0	4,041		
86	DECKERS OUTDOOR CORP	243537107		4/4/2006	6/3/2008	3,786	0	1,108		
87	DIODES INC	254543101		8/27/2007	6/3/2008	4,064	0	4,357		
88	DISCOVER FINANCIAL SERVICES	254709108		3/9/2007	7/23/2008	272	0	450		
89	DISCOVER FINANCIAL SERVICES	254709108		3/14/2007	7/23/2008	136	0	214		
90	DISCOVER FINANCIAL SERVICES	254709108		4/11/2007	7/23/2008	121	0	210		

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

		Amount		(a) Kind(s) of property sold	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
		Long Term CG Distributions	Short Term CG Distributions							
		422	0							
91	DISCOVER FINANCIAL SERVICES	254709108				7/3/2007	7/23/2008	937	0	1,692
92	DISCOVER FINANCIAL SERVICES	254709108				7/5/2007	7/23/2008	1,073	0	1,880
93	DISCOVER FINANCIAL SERVICES	254709108				9/26/2007	7/23/2008	1,631	0	2,314
94	DISCOVER FINANCIAL SERVICES	254709108				12/3/2007	7/23/2008	982	0	1,092
95	FNMA POOL #811327 5 000% 1/01/20	31406JLG6				1/28/2005	7/25/2008	3,323	0	3,379
96	FNMA POOL #811327 5 000% 1/01/20	31406JLG6				1/28/2005	8/25/2008	753	0	765
97	FNMA POOL #811327 5 000% 1/01/20	31406JLG6				1/28/2005	9/25/2008	729	0	741
98	FNMA POOL #811327 5 000% 1/01/20	31406JLG6				1/28/2005	10/25/2008	672	0	683
99	FNMA POOL #811327 5 000% 1/01/20	31406JLG6				1/28/2005	11/25/2008	678	0	689
100	FNMA POOL #811327 5 000% 1/01/20	31406JLG6				1/28/2005	12/25/2008	3,832	0	3,897
101	FIRST CASH FINL SERVICES, INC	31942D107				11/4/2005	1/31/2008	2,111	0	2,955
102	FORTIS NL ADR	34956J309				10/6/2004	10/23/2008	300	0	6,250
103	FOSSIL INC COM	349882100				11/13/2007	6/3/2008	3,159	0	4,186
104	GDF SUEZ SPONSORED ADR	36160B105				7/22/2008	7/29/2008	57	0	62
105	GENENTECH INC	368710406				10/3/2006	7/21/2008	2,878	0	2,591
106	GENENTECH INC	368710406				10/10/2006	7/21/2008	2,599	0	2,406
107	GENENTECH INC	368710406				4/3/2007	7/21/2008	93	0	83
108	GENENTECH INC	368710406				5/16/2008	7/21/2008	11,555	0	8,791
109	GILEAD SCIENCES INC	375558103				10/8/2007	10/31/2008	2,771	0	2,467
110	GILEAD SCIENCES INC	375558103				9/27/2007	10/31/2008	1,016	0	899
111	GLAXOSMITHKLINE PLC - ADR	37733W105				10/6/2004	3/19/2008	2,092	0	2,153
112	GOOGLE INC	38259P508				2/16/2007	1/3/2008	679	0	465
113	GOOGLE INC	38259P508				7/27/2006	1/3/2008	2,036	0	1,141
114	GREIF INC-CL A	397624107				11/1/2006	3/11/2008	850	0	603
115	GREIF INC-CL A	397624107				11/1/2006	6/3/2008	4,804	0	3,386
116	HALLIBURTON CO	406216101				1/4/2005	5/16/2008	8,759	0	3,465
117	HALLIBURTON CO	406216101				1/4/2005	8/1/2008	9,004	0	3,850
118	HAYNES INTL INC	420877201				8/10/2007	6/3/2008	3,918	0	4,562
119	HEALTHWAYS INC	422245100				2/14/2008	3/11/2008	2,674	0	3,945
120	HURON CONSULTING GROUP INC	447462102				11/9/2007	5/14/2008	3,043	0	4,074
121	ITT EDL SVCS INC COM	45068B109				4/3/2008	6/3/2008	4,962	0	3,605
122	INTEL CORP	458140100				11/1/2007	9/4/2008	7,429	0	9,348
123	INTEL CORP	458140100				11/26/2007	9/4/2008	934	0	1,104
124	INTEL CORP	458140100				1/22/2008	9/4/2008	1,698	0	1,482
125	INTERNATIONAL BUSINESS MACHS CO	459200101				11/12/2007	4/2/2008	3,366	0	3,002
126	INTERNATIONAL BUSINESS MACHS CO	459200101				12/5/2007	4/2/2008	4,527	0	4,191
127	INTERNATIONAL BUSINESS MACHS CO	459200101				12/11/2007	4/2/2008	1,741	0	1,644
128	INTERNATIONAL BUSINESS MACHS CO	459200101				1/22/2008	4/2/2008	813	0	713
129	ISHARES LEHMAN 7-10 YR US TREASU	464287440				5/23/2005	1/4/2008	138,216	0	135,381
130	ISHARES LEHMAN 7-10 YR US TREASU	464287440				6/15/2005	1/4/2008	88,036	0	85,900
131	ISHARES DJ US FINANCIAL SECT INDE	464287788				9/12/2008	10/21/2008	2,436	0	3,271
132	ISHARES DJ US FINANCIAL SECT INDE	464287788				10/1/2008	10/21/2008	14,075	0	17,656
133	J2 GLOBAL COMMUNICATIONS INC	46626E205				10/6/2004	5/22/2008	4,072	0	2,622
134	JACK IN THE BOX, INC.	466367109				8/1/2007	6/3/2008	3,153	0	4,208
135	JOHNSON & JOHNSON	478160104				12/5/2007	5/6/2008	1,684	0	1,701

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

		Amount		(a) Kind(s) of property sold	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
		422	0							
		Long Term CG Distributions	Short Term CG Distributions							
		CUSIP #								
136	JOHNSON & JOHNSON	478160104				9/26/2007	5/6/2008	1,280	0	1,243
137	JOS A BANK CLOTHIERS INC	480838101				6/11/2007	6/3/2008	2,774	0	4,489
138	JOS A BANK CLOTHIERS INC	480838101				11/29/2007	6/3/2008	480	0	450
139	KINGFISHER PLC - ADR	495724403				10/6/2004	5/16/2008	2,536	0	5,162
140	KINGFISHER PLC - ADR	495724403				1/18/2005	5/16/2008	656	0	1,346
141	LHC GROUP INC	50187A107				5/8/2007	5/16/2008	2,969	0	4,258
142	LKQ CORP	501889208				1/31/2008	6/3/2008	4,022	0	3,644
143	L-3 COMMUNICATIONS CORP COM	502424104				8/3/2004	11/19/2008	8,531	0	7,627
144	LAMAR ADVERTISING CO CL A	512815101				5/23/2006	5/6/2008	2,440	0	3,409
145	LEGG MASON INC COM	524901105				7/25/2006	1/16/2008	1,627	0	1,954
146	LEGG MASON INC COM	524901105				7/26/2006	1/16/2008	1,132	0	1,341
147	LEGG MASON INC COM	524901105				10/3/2006	1/16/2008	778	0	1,092
148	LEGG MASON INC COM	524901105				10/12/2006	1/16/2008	1,061	0	1,317
149	ELI LILLY & CO COM	532457108				5/25/2006	9/5/2008	13,632	0	15,489
150	LINCOLN ELECTRIC HOLDINGS COM	533900106				9/29/2005	3/11/2008	396	0	234
151	LINCOLN ELECTRIC HOLDINGS COM	533900106				9/29/2005	5/6/2008	1,340	0	664
152	LINCOLN ELECTRIC HOLDINGS COM	533900106				9/29/2005	6/3/2008	4,367	0	2,110
153	LOWES COS INC	548661107				11/22/2006	10/27/2008	948	0	1,670
154	LOWES COS INC	548661107				5/23/2006	10/27/2008	1,275	0	2,219
155	LOWES COS INC	548661107				5/23/2006	12/22/2008	1,699	0	2,399
156	MANTECH INTERNATIONAL CORP	564563104				12/12/2007	6/3/2008	5,038	0	4,230
157	MCGRW-HILL COMPANIES INC	580645109				5/23/2006	10/1/2008	3,737	0	6,185
158	MCGRW-HILL COMPANIES INC	580645109				5/23/2006	10/9/2008	3,562	0	7,576
159	MCGRW-HILL COMPANIES INC	580645109				8/27/2007	10/9/2008	485	0	1,009
160	MCGRW-HILL COMPANIES INC	580645109				5/13/2008	10/9/2008	436	0	774
161	MENS WEARHOUSE INC COM	587118100				1/6/2005	1/31/2008	2,395	0	1,980
162	MICROS SYS INC	594901100				9/18/2006	6/3/2008	4,913	0	3,864
163	MIDDLEBY CORP	596278101				6/8/2007	6/3/2008	3,977	0	4,388
164	MILLER HERMAN INC	600544100				10/2/2006	6/3/2008	2,795	0	3,823
165	MITSUBISHI CORPORATION - ADR	606769305				1/22/2007	5/29/2008	3,743	0	2,057
166	MITSUBISHI CORPORATION - ADR	606769305				10/6/2004	5/29/2008	680	0	222
167	MITSUBISHI CORPORATION - ADR	606769305				10/6/2004	7/16/2008	6,060	0	2,220
168	MITSUBISHI UFJ FINL GROUP INC	606822104				10/6/2004	2/11/2008	4,742	0	4,763
169	MOODYS CORP	615369105				3/7/2008	5/23/2008	2,181	0	2,346
170	MOODYS CORP	615369105				3/27/2008	5/23/2008	3,692	0	4,048
171	MOODYS CORP	615369105				4/15/2008	5/23/2008	1,846	0	1,915
172	MORGAN STANLEY	617446448				7/19/2007	1/29/2008	1,321	0	1,874
173	MORGAN STANLEY	617446448				4/11/2007	1/29/2008	391	0	532
174	MORGAN STANLEY	617446448				3/9/2007	2/26/2008	1,616	0	2,281
175	MORGAN STANLEY	617446448				3/14/2007	2/26/2008	808	0	1,086
176	MORGAN STANLEY	617446448				4/11/2007	2/26/2008	359	0	532
177	MORGAN STANLEY	617446448				1/18/2007	2/26/2008	2,155	0	2,522
178	NBTY INC COM	628782104				7/27/2007	1/9/2008	2,502	0	4,883
179	NBTY INC COM	628782104				11/29/2007	1/9/2008	260	0	321
180	NETGEAR INC	64111Q104				5/11/2007	5/6/2008	2,295	0	4,348

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

	(a) Kind(s) of property sold	Amount		(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
		Long Term CG Distributions	Short Term CG Distributions						
			422						
			0						
	(a) Kind(s) of property sold	CUSIP #		(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
181	NIDEC - ADR	654090109			3/8/2006	10/7/2008	1,562	0	2,181
182	NISSAN MOTOR CO, LTD - ADR	654744408			1/23/2007	4/7/2008	3,080	0	4,699
183	NISSAN MOTOR CO, LTD - ADR	654744408			1/23/2007	7/16/2008	1,777	0	2,921
184	NISSAN MOTOR CO, LTD - ADR	654744408			5/29/2007	7/16/2008	2,086	0	3,017
185	OCCIDENTAL PETE CORP	674599105			9/27/2007	1/17/2008	1,781	0	1,677
186	OCCIDENTAL PETE CORP	674599105			9/27/2007	1/29/2008	1,315	0	1,290
187	OCCIDENTAL PETE CORP	674599105			9/12/2007	1/29/2008	987	0	915
188	OCCIDENTAL PETE CORP	674599105			9/6/2007	2/12/2008	4,159	0	3,529
189	OCCIDENTAL PETE CORP	674599105			9/12/2007	2/12/2008	1,456	0	1,280
190	OIL STATES INTERNATIONAL INC	678026105			5/6/2008	6/3/2008	4,367	0	3,787
191	PANERA BREAD COMPANY - CL A	69840W108			5/22/2008	6/3/2008	3,960	0	3,744
192	PEPSICO INC	713448108			9/16/2004	2/14/2008	357	0	247
193	PEPSICO INC	713448108			9/23/2004	2/14/2008	12,138	0	8,286
194	PEPSICO INC	713448108			9/23/2004	6/23/2008	11,301	0	8,530
195	PEPSICO INC	713448108			5/23/2006	8/15/2008	3,092	0	2,643
196	PERINI CORP	713839108			4/20/2007	6/3/2008	3,970	0	4,283
197	PERRIGO CO	714290103			2/8/2008	6/3/2008	3,813	0	3,724
198	PETROLEO BRASILEIRO S A - COMM -	71654V408			7/27/2006	2/7/2008	2,191	0	912
199	PETROLEO BRASILEIRO S A - COMM -	71654V408			7/27/2006	5/27/2008	1,756	0	570
200	PETROQUEST ENERGY INC	716748108			4/30/2008	6/3/2008	4,285	0	3,825
201	POLARIS INDS INC COM	731068102			5/16/2008	6/3/2008	3,668	0	3,770
202	PRICELINE COM INC	741503403			5/16/2007	1/31/2008	2,385	0	1,199
203	PRICELINE COM INC	741503403			5/16/2007	2/8/2008	1,210	0	654
204	PRICELINE COM INC	741503403			5/16/2007	4/7/2008	5,612	0	2,452
205	PROCTER & GAMBLE CO	742718109			4/30/2007	5/15/2008	5,826	0	5,646
206	PROGRESS SOFTWARE CORP	743312100			8/3/2007	6/3/2008	4,252	0	4,205
207	QUALCOMM INC	747525103			5/23/2006	7/24/2008	6,231	0	5,557
208	QUALCOMM INC	747525103			5/23/2006	11/5/2008	2,927	0	3,844
209	QUALITY SYSTEMS INC	747582104			10/30/2006	6/3/2008	3,317	0	4,054
210	QUALITY SYSTEMS INC	747582104			3/16/2007	6/3/2008	342	0	382
211	RED ROBIN GOURMET BURGERS INC	75689M101			5/6/2008	6/3/2008	3,139	0	3,765
212	REED ELSEVIER N VADR	758204200			1/10/2006	1/11/2008	4	0	3
213	RESEARCH IN MOTION	760975102			5/23/2006	4/3/2008	4,961	0	906
214	RHODIA SA-SPONSORED ADR	762397206			6/11/2007	7/15/2008	1,275	0	4,259
215	RIO TINTO PLC - ADR	767204100			11/28/2007	5/27/2008	2,457	0	2,215
216	RIO TINTO PLC - ADR	767204100			10/18/2007	5/27/2008	1,474	0	1,061
217	RIO TINTO PLC - ADR	767204100			10/18/2007	6/26/2008	2,708	0	2,123
218	ROCHE HOLDINGS LTD - ADR	771195104			10/6/2004	4/4/2008	2,355	0	1,314
219	ROFIN SINAR TECHNOLOGIES INC CO	775043102			8/16/2007	6/3/2008	4,101	0	4,061
220	ROYAL DUTCH SHELL PLC ADR	780259206			1/23/2003	8/1/2008	24,552	0	14,359
221	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863			8/30/2007	8/1/2008	23,156	0	30,360
222	ST JUDE MED INC	790849103			10/23/2007	1/11/2008	2,349	0	2,057
223	ST JUDE MED INC	790849103			11/7/2006	1/11/2008	1,392	0	1,101
224	ST JUDE MED INC	790849103			11/7/2006	4/24/2008	264	0	206
225	ST JUDE MED INC	790849103			5/24/2006	4/24/2008	2,025	0	1,560

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

		Amount						
Long Term CG Distributions		422						
Short Term CG Distributions		0						
	(a) Kind(s) of property sold	CUSIP #	(b) How acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost or other basis plus expense of sale
271	TEAM, INC COMMON STOCK	878155100		3/5/2008	6/3/2008	3,467	0	3,622
272	TEVA PHARMACEUTICAL INDUSTRIES	881624209		1/8/2008	12/22/2008	2,148	0	2,430
273	TEVA PHARMACEUTICAL INDUSTRIES	881624209		1/18/2008	12/22/2008	387	0	434
274	THERMO FISHER SCIENTIFIC INC	883556102		12/21/2007	2/7/2008	818	0	877
275	THERMO FISHER SCIENTIFIC INC	883556102		1/17/2008	2/7/2008	763	0	759
276	THERMO FISHER SCIENTIFIC INC	883556102		1/17/2008	3/6/2008	1,807	0	1,790
277	THERMO FISHER SCIENTIFIC INC	883556102		6/8/2007	3/6/2008	657	0	635
278	THERMO FISHER SCIENTIFIC INC	883556102		6/8/2007	3/10/2008	161	0	159
279	THERMO FISHER SCIENTIFIC INC	883556102		1/23/2008	3/10/2008	643	0	594
280	THERMO FISHER SCIENTIFIC INC	883556102		5/23/2006	3/10/2008	911	0	629
281	TRADESTATION GROUP INC	89267P105		8/15/2007	5/6/2008	3,873	0	4,280
282	TRIUMPH GROUP INC NEW COM	896818101		9/13/2007	6/3/2008	3,463	0	4,358
283	USANA HEALTH SCIENCES INC	90328M107		8/10/2007	2/8/2008	1,154	0	994
284	USANA HEALTH SCIENCES INC	90328M107		8/10/2007	2/14/2008	4,259	0	3,812
285	U S TREASURY NOTES 4 875% 1/31/0	912828GE4		3/1/2007	8/1/2008	91,322	0	90,383
286	VARIAN SEMICONDUCTOR EQUIPMEN	922207105		2/26/2007	5/16/2008	5,136	0	4,295
287	WADDELL & REED FINANCIAL INC CON	930059100		11/6/2007	6/3/2008	4,447	0	4,375
288	WARNACO GROUP INC	934390402		5/14/2008	6/3/2008	3,548	0	3,815
289	WATSON WYATT WORLDWIDE INC	942712100		1/10/2006	3/1/2008	156	0	90
290	WATSON WYATT WORLDWIDE INC	942712100		1/10/2006	6/3/2008	5,107	0	2,696
291	WESTERN UNION CO/THE	959802109		2/6/2007	7/9/2008	1,549	0	1,423
292	WESTERN UNION CO/THE	959802109		2/6/2007	8/13/2008	1,278	0	1,062
293	WESTERN UNION CO/THE	959802109		4/30/2007	8/13/2008	3,046	0	2,409
294	WESTERN UNION CO/THE	959802109		4/26/2007	8/13/2008	1,251	0	986
295	WILLIAMS SONOMA INC	969904101		9/27/2006	1/16/2008	1,398	0	2,284
296	WILLIAMS SONOMA INC	969904101		11/16/2006	1/16/2008	1,114	0	1,785
297	WILLIAMS SONOMA INC	969904101		11/22/2006	1/16/2008	770	0	1,212
298	WOLVERINE WORLD WIDE INC COM	978097103		8/2/2006	6/3/2008	3,956	0	3,594
299	WRIGLEY WM JR CO	982526105		5/23/2006	4/28/2008	5,444	0	3,319
300	YAHOO INC COM	984332106		5/23/2006	2/1/2008	657	0	722
301	YAHOO INC COM	984332106		7/19/2006	2/1/2008	3,743	0	3,373
302	YAHOO INC COM	984332106		9/28/2006	2/1/2008	1,286	0	1,134
303	YAHOO INC COM	984332106		12/19/2006	2/1/2008	2,000	0	1,843
304	WEATHERFORD INTERNATIONAL INC	G95089101		9/28/2007	1/9/2008	1,684	0	1,710
305	WEATHERFORD INTERNATIONAL INC	G95089101		9/28/2007	1/18/2008	648	0	753
306	WEATHERFORD INTERNATIONAL INC	G95089101		12/17/2007	1/18/2008	1,708	0	1,866
307	WEATHERFORD INTERNATIONAL INC	G95089101		12/17/2007	7/8/2008	1,347	0	1,062
308	WEATHERFORD INTERNATIONAL INC	G95089101		12/17/2007	7/9/2008	383	0	290
309	WEATHERFORD INTERNATIONAL INC	G95089101		1/31/2008	7/9/2008	1,446	0	1,047
310	UBS AG -NEW ADR	H89231338		10/6/2004	2/22/2008	9,002	0	9,584
311	UBS AG -NEW ADR	H89231338		7/20/2007	2/22/2008	2,334	0	4,092
312	GENCO SHIPPING & TRADING LTDSHS	Y2685T107		11/12/2007	6/3/2008	4,485	0	3,903
313	AFLAC INC	001055102		1/4/2008	5/23/2008	5,330	0	5,035
314	ACUITY BRANDS (HOLDING CO) INC R	00508Y102		10/23/2006	6/3/2008	3,112	0	2,545
315	ACUITY BRANDS (HOLDING CO) INC R	00508Y102		3/16/2007	6/3/2008	867	0	750

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

		Amount								
		Long Term CG Distributions								
		Short Term CG Distributions								

Part IV (990-PF) - Capital Gains and Losses for

		Amount		(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
		Long Term CG Distributions	Short Term CG Distributions					
		Amount		(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
		422	0					
	(a) Kind(s) of property sold	CUSIP #						
1	AMEDISYS INC	023436108		1,622			0	1,622
2	AMERICAN INTL GROUP INC	026874107		-10,507			0	-10,507
3	AMERICAN ORIENTAL BIOENGINEERING INC	028731107		392			0	392
4	AMERISAFE INC	03071H100		-1,605			0	-1,605
5	AMERIGROUP CORP	03073T102		768			0	768
6	AMERIGROUP CORP	03073T102		78			0	78
7	AMERIGROUP CORP	03073T102		315			0	315
8	AMTRUST FINANCIAL SERVICES INC	032359309		-291			0	-291
9	ANIXTER INTL INC COM	035290105		-825			0	-825
10	ANIXTER INTL INC COM	035290105		4			0	4
11	APOGEE ENTERPRISES INC	037598109		-55			0	-55
12	APTARGROUP INC COM	038336103		-5			0	-5
13	ADR BASF AKTIENGESellschaft - L	055262505		3,542			0	3,542
14	BAKER HUGHES INC COM	057224107		-502			0	-502
15	BAKER HUGHES INC COM	057224107		-1,631			0	-1,631
16	BAKER HUGHES INC COM	057224107		-76			0	-76
17	BAKER HUGHES INC COM	057224107		-78			0	-78
18	BAKER HUGHES INC COM	057224107		-310			0	-310
19	BANCO BILBAO VIZCAYA ARGENT- AD	05946K101		-3,809			0	-3,809
20	BANCO BILBAO VIZCAYA ARGENT- AD	05946K101		-2,142			0	-2,142
21	BARNES GROUP INC COM	067806109		-42			0	-42
22	BAXTER INTL INC	071813109		121			0	121
23	BAXTER INTL INC	071813109		124			0	124
24	BELLEVUE NEB MUN BLD 7 300% 6/15	079235BU0		0			0	0
25	BHP BILLITON LIMITED - ADR	088606108		98			0	98
26	BHP BILLITON LIMITED - ADR	088606108		1,955			0	1,955
27	BRISTOW GROUP INC	110394103		-469			0	-469
28	BRUSH ENGINEERED MATERIALS INC	117421107		-1,388			0	-1,388
29	BRUSH ENGINEERED MATERIALS INC	117421107		-55			0	-55
30	CME GROUP INC	12572Q105		573			0	573
31	CME GROUP INC	12572Q105		143			0	143
32	CME GROUP INC	12572Q105		70			0	70
33	CME GROUP INC	12572Q105		-609			0	-609
34	CME GROUP INC	12572Q105		-401			0	-401
35	CME GROUP INC	12572Q105		-546			0	-546
36	CME GROUP INC	12572Q105		-148			0	-148
37	CVS/CAREMARK CORPORATION	126650100		382			0	382
38	CVS/CAREMARK CORPORATION	126650100		303			0	303
39	CVS/CAREMARK CORPORATION	126650100		392			0	392
40	CATERPILLAR INC	149123101		600			0	600
41	CELGENE CORP COM	151020104		1			0	1
42	CELGENE CORP COM	151020104		102			0	102
43	CELGENE CORP COM	151020104		175			0	175
44	CELGENE CORP COM	151020104		768			0	768
45	CELGENE CORP COM	151020104		566			0	566

Part IV (990-PF) - Capital Gains and Losses for

		Amount		(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
		Long Term CG Distributions	Short Term CG Distributions							
			422							
			0							
91	DISCOVER FINANCIAL SERVICES				254709108	-755			0	-755
92	DISCOVER FINANCIAL SERVICES				254709108	-807			0	-807
93	DISCOVER FINANCIAL SERVICES				254709108	-683			0	-683
94	DISCOVER FINANCIAL SERVICES				254709108	-110			0	-110
95	FNMA POOL #811327 5 000% 1/01/20				31406JLG6	-56			0	-56
96	FNMA POOL #811327 5 000% 1/01/20				31406JLG6	-12			0	-12
97	FNMA POOL #811327 5 000% 1/01/20				31406JLG6	-12			0	-12
98	FNMA POOL #811327 5 000% 1/01/20				31406JLG6	-11			0	-11
99	FNMA POOL #811327 5 000% 1/01/20				31406JLG6	-11			0	-11
100	FNMA POOL #811327 5 000% 1/01/20				31406JLG6	-65			0	-65
101	FIRST CASH FINL SERVICES, INC				31942D107	-844			0	-844
102	FORTIS NL ADR				34956J309	-5,950			0	-5,950
103	FOSSIL INC COM				349882100	-1,027			0	-1,027
104	GDF SUEZ SPONSORED ADR				36160B105	-5			0	-5
105	GENENTECH INC				368710406	287			0	287
106	GENENTECH INC				368710406	193			0	193
107	GENENTECH INC				368710406	10			0	10
108	GENENTECH INC				368710406	2,764			0	2,764
109	GILEAD SCIENCES INC				375558103	304			0	304
110	GILEAD SCIENCES INC				375558103	117			0	117
111	GLAXOSMITHKLINE PLC - ADR				37733W105	-61			0	-61
112	GOOGLE INC				38259P508	214			0	214
113	GOOGLE INC				38259P508	895			0	895
114	GREIF INC-CL A				397624107	247			0	247
115	GREIF INC-CL A				397624107	1,418			0	1,418
116	HALLIBURTON CO				406216101	5,294			0	5,294
117	HALLIBURTON CO				406216101	5,154			0	5,154
118	HAYNES INTL INC				420877201	-644			0	-644
119	HEALTHWAYS INC				422245100	-1,271			0	-1,271
120	HURON CONSULTING GROUP INC				447462102	-1,031			0	-1,031
121	ITT EDL SVCS INC COM				45068B109	1,357			0	1,357
122	INTEL CORP				458140100	-1,919			0	-1,919
123	INTEL CORP				458140100	-170			0	-170
124	INTEL CORP				458140100	216			0	216
125	INTERNATIONAL BUSINESS MACHS CO				459200101	364			0	364
126	INTERNATIONAL BUSINESS MACHS CO				459200101	336			0	336
127	INTERNATIONAL BUSINESS MACHS CO				459200101	97			0	97
128	INTERNATIONAL BUSINESS MACHS CO				459200101	100			0	100
129	ISHARES LEHMAN 7-10 YR US TREASU				464287440	2,835			0	2,835
130	ISHARES LEHMAN 7-10 YR US TREASU				464287440	2,136			0	2,136
131	ISHARES DJ US FINANCIAL SECT INDE				464287788	-835			0	-835
132	ISHARES DJ US FINANCIAL SECT INDE				464287788	-3,581			0	-3,581
133	J2 GLOBAL COMMUNICATIONS INC				46626E205	1,450			0	1,450
134	JACK IN THE BOX, INC.				466367109	-1,055			0	-1,055
135	JOHNSON & JOHNSON				478160104	-17			0	-17

Part IV (990-PF) - Capital Gains and Losses for

		Amount		(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
Long Term CG Distributions	Short Term CG Distributions	422	0							
136	JOHNSON & JOHNSON	478160104	37							37
137	JOS A BANK CLOTHIERS INC	480838101	-1,715							-1,715
138	JOS A BANK CLOTHIERS INC	480838101	30							30
139	KINGFISHER PLC - ADR	495724403	-2,626							-2,626
140	KINGFISHER PLC - ADR	495724403	-690							-690
141	LHC GROUP INC	50187A107	-1,289							-1,289
142	LKQ CORP	501899208	378							378
143	L-3 COMMUNICATIONS CORP COM	502424104	904							904
144	LAMAR ADVERTISING CO CL A	512815101	-969							-969
145	LEGG MASON INC COM	524901105	-327							-327
146	LEGG MASON INC COM	524901105	-209							-209
147	LEGG MASON INC COM	524901105	-314							-314
148	LEGG MASON INC COM	524901105	-256							-256
149	ELI LILLY & CO COM	532457108	-1,857							-1,857
150	LINCOLN ELECTRIC HOLDINGS COM	533900106	162							162
151	LINCOLN ELECTRIC HOLDINGS COM	533900106	676							676
152	LINCOLN ELECTRIC HOLDINGS COM	533900106	2,257							2,257
153	LOWES COS INC	548661107	-722							-722
154	LOWES COS INC	548661107	-944							-944
155	LOWES COS INC	548661107	-700							-700
156	MANTECH INTERNATIONAL CORP	564563104	808							808
157	MCGRAW-HILL COMPANIES INC	580645109	-2,448							-2,448
158	MCGRAW-HILL COMPANIES INC	580645109	-4,014							-4,014
159	MCGRAW-HILL COMPANIES INC	580645109	-524							-524
160	MCGRAW-HILL COMPANIES INC	580645109	-338							-338
161	MENS WEARHOUSE INC COM	587118100	415							415
162	MICROS SYS INC	594901100	1,049							1,049
163	MIDDLEBY CORP	596278101	-411							-411
164	MILLER HERMAN INC	600544100	-1,028							-1,028
165	MITSUBISHI CORPORATION - ADR	606769305	1,686							1,686
166	MITSUBISHI CORPORATION - ADR	606769305	458							458
167	MITSUBISHI CORPORATION - ADR	606769305	3,840							3,840
168	MITSUBISHI UFJ FINL GROUP INC	606822104	-21							-21
169	MOODYS CORP	615369105	-165							-165
170	MOODYS CORP	615369105	-356							-356
171	MOODYS CORP	615369105	-69							-69
172	MORGAN STANLEY	617446448	-553							-553
173	MORGAN STANLEY	617446448	-141							-141
174	MORGAN STANLEY	617446448	-665							-665
175	MORGAN STANLEY	617446448	-278							-278
176	MORGAN STANLEY	617446448	-173							-173
177	MORGAN STANLEY	617446448	-367							-367
178	NBTY INC COM	628782104	-2,381							-2,381
179	NBTY INC COM	628782104	-61							-61
180	NETGEAR INC	64111Q104	-2,053							-2,053

Part IV (990-PF) - Capital Gains and Losses for *

		Amount		(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
		Long Term CG Distributions	Short Term CG Distributions							
			422		0					
181	NIDEC - ADR				654090109	-619			0	-619
182	NISSAN MOTOR CO. LTD - ADR				654744408	-1,619			0	-1,619
183	NISSAN MOTOR CO. LTD - ADR				654744408	-1,144			0	-1,144
184	NISSAN MOTOR CO. LTD - ADR				654744408	-931			0	-931
185	OCCIDENTAL PETE CORP				674599105	104			0	104
186	OCCIDENTAL PETE CORP				674599105	25			0	25
187	OCCIDENTAL PETE CORP				674599105	72			0	72
188	OCCIDENTAL PETE CORP				674599105	630			0	630
189	OCCIDENTAL PETE CORP				674599105	176			0	176
190	OIL STATES INTERNATIONAL INC				678026105	580			0	580
191	PANERA BREAD COMPANY - CL A				69840W108	216			0	216
192	PEPSICO INC				713448108	110			0	110
193	PEPSICO INC				713448108	3,852			0	3,852
194	PEPSICO INC				713448108	2,771			0	2,771
195	PEPSICO INC				713448108	449			0	449
196	PERINI CORP				713839108	-313			0	-313
197	PERRIGO CO				714290103	89			0	89
198	PETROLEO BRASILEIRO SA - COMM -				71654V408	1,279			0	1,279
199	PETROLEO BRASILEIRO SA - COMM -				71654V408	1,186			0	1,186
200	PETROQUEST ENERGY INC				716748108	460			0	460
201	POLARIS INDS INC COM				731068102	-102			0	-102
202	PRICELINE COM INC				741503403	1,186			0	1,186
203	PRICELINE COM INC				741503403	556			0	556
204	PRICELINE COM INC				741503403	3,160			0	3,160
205	PROCTER & GAMBLE CO				742718109	180			0	180
206	PROGRESS SOFTWARE CORP				743312100	47			0	47
207	QUALCOMM INC				747525103	674			0	674
208	QUALCOMM INC				747525103	-917			0	-917
209	QUALITY SYSTEMS INC				747582104	-737			0	-737
210	QUALITY SYSTEMS INC				747582104	-40			0	-40
211	RED ROBIN GOURMET BURGERS INC				75689M101	-626			0	-626
212	REED ELSEVIER N VADR				758204200	1			0	1
213	RESEARCH IN MOTION				760975102	4,055			0	4,055
214	RHODIA SA-SPONSORED ADR				762397206	-2,984			0	-2,984
215	RIO TINTO PLC - ADR				767204100	242			0	242
216	RIO TINTO PLC - ADR				767204100	413			0	413
217	RIO TINTO PLC - ADR				767204100	585			0	585
218	ROCHE HOLDINGS LTD - ADR				771195104	1,041			0	1,041
219	ROFIN SINAR TECHNOLOGIES INC CO				775043102	40			0	40
220	ROYAL DUTCH SHELL PLC ADR				780259206	10,193			0	10,193
221	SPDR DJ WILSHIRE INTERNATIONAL R				78463X863	-7,204			0	-7,204
222	ST JUDE MED INC				790849103	292			0	292
223	ST JUDE MED INC				790849103	291			0	291
224	ST JUDE MED INC				790849103	58			0	58
225	ST JUDE MED INC				790849103	465			0	465

Part IV (990-PF) - Capital Gains and Losses for

		Amount		(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col. (k), but not less than zero) or Losses (from col. (h))
Long Term CG Distributions	Short Term CG Distributions	422	0							
226	ST JUDE MED INC		790849103	186					0	186
227	ST JUDE MED INC		790849103	203					0	203
228	ST JUDE MED INC		790849103	375					0	375
229	ST JUDE MED INC		790849103	252					0	252
230	ST JUDE MED INC		790849103	344					0	344
231	SCHERING PLOUGH CORP		806605101	-153					0	-153
232	SCHERING PLOUGH CORP		806605101	-54					0	-54
233	SCHERING PLOUGH CORP		806605101	-26					0	-26
234	SCHLUMBERGER LTD		806857108	422					0	422
235	SCHLUMBERGER LTD		806857108	554					0	554
236	SCHWAB CHARLES CORP NEW		808513105	2,376					0	2,376
237	SECOM LTD UNSPONSORED ADR		813113206	385					0	385
238	SIGMA DESIGNS INC		826565103	-2,337					0	-2,337
239	SIGMA DESIGNS INC		826565103	-343					0	-343
240	SMITH & NEPHEW PLC - ADR		83175M205	181					0	181
241	SMITH & NEPHEW PLC - ADR		83175M205	158					0	158
242	SMITH & NEPHEW PLC - ADR		83175M205	182					0	182
243	SMITH & NEPHEW PLC - ADR		83175M205	49					0	49
244	SMITH & NEPHEW PLC - ADR		83175M205	361					0	361
245	SONY CORPORATION - ADR		835699307	-406					0	-406
246	SPRINT NEXTEL CORP		852061100	-2,782					0	-2,782
247	SPRINT NEXTEL CORP		852061100	-707					0	-707
248	SPRINT NEXTEL CORP		852061100	-518					0	-518
249	SPRINT NEXTEL CORP		852061100	-1,196					0	-1,196
250	STARBUCKS CORP COM		855244109	-1,594					0	-1,594
251	STARBUCKS CORP COM		855244109	-394					0	-394
252	STARBUCKS CORP COM		855244109	-334					0	-334
253	STRYKER CORP		863667101	-62					0	-62
254	STRYKER CORP		863667101	4					0	4
255	SUEZ ADR		864686100	164					0	164
256	SUEZ ADR		864686100	191					0	191
257	SUEZ ENVIRONNEMENT COMPANY R		864990809	-70					0	-70
258	SUNCOR INC COM		867229106	407					0	407
259	SUNCOR INC COM		867229106	467					0	467
260	SUNCOR INC COM		867229106	41					0	41
261	SUNCOR INC COM		867229106	175					0	175
262	SUNCOR INC COM		867229106	-47					0	-47
263	SUNCOR INC COM		867229106	-239					0	-239
264	SUPERIOR ENERGY SERVICES INC		868157108	323					0	323
265	SUPERIOR ENERGY SERVICES INC		868157108	1,187					0	1,187
266	SYBASE INC		871130100	1,248					0	1,248
267	SYKES ENTERPRISES INC COM		871237103	454					0	454
268	SYNAPTICS INC		87157D109	1,010					0	1,010
269	TAIWAN SEMICONDUCTOR MANUFAC		874039100	-1					0	-1
270	TAIWAN SEMICONDUCTOR MANUFAC		874039100	-1,016					0	-1,016

Part IV (990-PF) - Capital Gains and Losses for

		Amount		(a) Kind(s) of property sold	CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))
		422	0							
Long Term CG Distributions	Short Term CG Distributions									
271	TEAM, INC COMMON STOCK	878155100				-155			0	-155
272	TEVA PHARMACEUTICAL INDUSTRIES	881624209				-282			0	-282
273	TEVA PHARMACEUTICAL INDUSTRIES	881624209				-47			0	-47
274	THERMO FISHER SCIENTIFIC INC	883556102				-59			0	-59
275	THERMO FISHER SCIENTIFIC INC	883556102				4			0	4
276	THERMO FISHER SCIENTIFIC INC	883556102				17			0	17
277	THERMO FISHER SCIENTIFIC INC	883556102				22			0	22
278	THERMO FISHER SCIENTIFIC INC	883556102				2			0	2
279	THERMO FISHER SCIENTIFIC INC	883556102				49			0	49
280	THERMO FISHER SCIENTIFIC INC	883556102				282			0	282
281	TRADESTATION GROUP INC	89267P105				-407			0	-407
282	TRIUMPH GROUP INC NEW COM	896818101				-895			0	-895
283	USANA HEALTH SCIENCES INC	90328M107				160			0	160
284	USANA HEALTH SCIENCES INC	90328M107				447			0	447
285	U S TREASURY NOTES 4.875% 1/31/0	912828GE4				939			0	939
286	VARIAN SEMICONDUCTOR EQUIPMEN	922207105				841			0	841
287	WADDELL & REED FINANCIAL INC COM	930059100				72			0	72
288	WARNACO GROUP INC	934390402				-267			0	-267
289	WATSON WYATT WORLDWIDE INC.	942712100				66			0	66
290	WATSON WYATT WORLDWIDE INC	942712100				2,411			0	2,411
291	WESTERN UNION CO/THE	959802109				126			0	126
292	WESTERN UNION CO/THE	959802109				216			0	216
293	WESTERN UNION CO/THE	959802109				637			0	637
294	WESTERN UNION CO/THE	959802109				265			0	265
295	WILLIAMS SONOMA INC	969904101				-886			0	-886
296	WILLIAMS SONOMA INC	969904101				-671			0	-671
297	WILLIAMS SONOMA INC	969904101				-442			0	-442
298	WOLVERINE WORLD WIDE INC COM	978097103				362			0	362
299	WRIGLEY WM JR CO	982526105				2,125			0	2,125
300	YAHOO INC COM	984332106				-65			0	-65
301	YAHOO INC COM	984332106				370			0	370
302	YAHOO INC COM	984332106				152			0	152
303	YAHOO INC COM	984332106				157			0	157
304	WEATHERFORD INTERNATIONAL INC	G95089101				-26			0	-26
305	WEATHERFORD INTERNATIONAL INC	G95089101				-105			0	-105
306	WEATHERFORD INTERNATIONAL INC	G95089101				-158			0	-158
307	WEATHERFORD INTERNATIONAL INC	G95089101				285			0	285
308	WEATHERFORD INTERNATIONAL INC	G95089101				93			0	93
309	WEATHERFORD INTERNATIONAL INC	G95089101				399			0	399
310	UBS AG -NEW ADR	H89231338				-582			0	-582
311	UBS AG -NEW ADR	H89231338				-1,758			0	-1,758
312	GENCO SHIPPING & TRADING LTDSHS	Y2685T107				582			0	582
313	AFLAC INC	001055102				295			0	295
314	ACUITY BRANDS (HOLDING CO) INC R	00508Y102				567			0	567
315	ACUITY BRANDS (HOLDING CO) INC R	00508Y102				117			0	117

Part IV (990-PF) - Capital Gains and Losses for

		Amount									
		Long Term CG Distributions		422							
		Short Term CG Distributions		0							
			CUSIP #	(h) Gain or Loss	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than zero) or Losses (from col (h))			
316	(a) Kind(s) of property sold										
	ACUTY BRANDS (HOLDING CO) INC R		00508Y102	101			0	101			
317	ADVISORY BRD CO		00762W107	-596			0	-596			
318	AEROPOSTALE		007865108	139			0	139			
319	AEROPOSTALE		007865108	456			0	456			
320	AEROPOSTALE		007865108	1,505			0	1,505			
321	AIR METHODS CORP COM		009128307	-1,406			0	-1,406			
322	AMEDISYS INC		023436108	266			0	266			
323	AMEDISYS INC		023436108	455			0	455			

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours Devoted	Compensation	Benefits	Expense Account ,
1	WELLS FARGO BANK N A	X	1248 O St, 4th Fl, M	Lincoln	NE	68508		TRUSTEE	4	73,125		
2	JOHN FARRELL		747 N BURLINGTON	HASTINGS	NE	68901	DIRECTOR/PRESI		1			
3	JANET HAJNY		RR1, BOX 43	EDGAR	NE	68935	SECRETARY		1			
4	KENT MILLER		508 N E	FAIRFIELD	NE	68938	TREASURER		1			
5	JENNIFER FLEISCHER		PO BOX 121	CLAY CENTRE	NE	68933	DIRECTOR		1			
6												
7												
8												
9												
10												

73,125

0

0

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

1	Credit from prior year return	1	
2	First quarter estimated tax payment	2	1,280
3	Second quarter estimated tax payment	3	1,280
4	Third quarter estimated tax payment	4	1,280
5	Fourth quarter estimated tax payment	5	1,280
6	Other payments	6	0
7	Total	7	5,120

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Account Statement For:
WILSON FDN IMA - INVESTMENTS

Period Covered December 1, 2008 - December 31, 2008

Account Number 27301501

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

CASH

INCOME

Total Cash

MONEY MARKET

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Asset held in Invested Income Portfolio

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Total Money Market

Total Cash & Equivalents

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
CASH							
INCOME			\$1,278.11	\$1,278.11	\$0.00		
Total Cash			\$1,278.11	\$1,278.11	\$0.00		
MONEY MARKET							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	50,714.950		\$50,714.95	\$50,714.95	\$0.00	1.31%	\$60.17
Asset held in Invested Income Portfolio							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	209,224.790		209,224.79	209,224.79	0.00	1.31	249.34
Total Money Market			\$259,939.74	\$259,939.74	\$0.00	1.31%	\$309.51
Total Cash & Equivalents			\$261,217.85	\$261,217.85	\$0.00	1.30%	\$309.51

ASSET DESCRIPTION

Fixed Income

GOVERNMENT OBLIGATIONS

FED HOME LN MTG CORP

MED TERM NOTE

DTD 07/02/08 5 000 07/02/2013

CUSIP: 3128X7F41

MOODY'S RATING: AAA

STANDARD & POOR'S RATING: AAA

FED NATL MTG ASSN POOL #811327

DTD 01/01/05 5 000 01/01/2020

CUSIP: 314061LG6

MOODY'S RATING: N/A

STANDARD & POOR'S RATING: N/A

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
GOVERNMENT OBLIGATIONS							
FED HOME LN MTG CORP MED TERM NOTE DTD 07/02/08 5 000 07/02/2013 CUSIP: 3128X7F41 MOODY'S RATING: AAA STANDARD & POOR'S RATING: AAA	150,000.000	\$101.772	\$152,658.00	\$150,000.00	\$2,658.00	4.56%	\$3,729.17
FED NATL MTG ASSN POOL #811327 DTD 01/01/05 5 000 01/01/2020 CUSIP: 314061LG6 MOODY'S RATING: N/A STANDARD & POOR'S RATING: N/A	96,467.580	102.920	99,284.43	98,095.46	1,188.97	4.66	401.95

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PRIVATE CLIENT SERVICES

Account Statement For
WILSON FDN IMA - INVESTMENTS

Period Covered December 1, 2008 - December 31, 2008

Account Number 27301501

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income (continued)

GOVERNMENT OBLIGATIONS (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
U.S. TREASURY INFLATION INDEX DTD 01/15/02 3.375 01/15/2012 CUSIP: 9128277J5	150,000,000	120.770	181,154.70	180,153.67	1,001.03	-3.09	2,338.65
MOODY'S RATING AAA STANDARD & POOR'S RATING N/A							
U.S. TREASURY NOTES DTD 01/31/07 4.875 01/31/09 CUSIP: 912828GE4	260,000,000	100.355	260,923.00	261,044.53	-121.53	4.86	5,304.21
MOODY'S RATING AAA STANDARD & POOR'S RATING AAA							
Total Government Obligations			\$694,020.13	\$689,293.66	\$4,726.47		\$11,773.98
CORPORATE OBLIGATIONS							
BANK AMER CORP SUB MED TERM NOTE TRANCHE # SB 00069 SER NOTZ DTD 10/25/01 6.850 10/15/2026 CUSIP: 06050XCW1	5,000,000	\$92.601	\$4,630.05	\$5,000.00	-\$369.95	7.62%	\$72.31
MOODY'S RATING AA3 STANDARD & POOR'S RATING A							
Total Corporate Obligations			\$4,630.05	\$5,000.00	-\$369.95		\$72.31
Total Fixed Income			\$698,650.18	\$694,293.66	\$4,356.52		\$11,846.29

ASSET DESCRIPTION

Equities

CONSUMER DISCRETIONARY

COMCAST CORP CLASS A SYMBOL CMCSA CUSIP 20030N101	1,000,000	\$16.880	\$16,880.00	\$18,759.14	-\$1,879.14	1.48%	\$0.00
Total Consumer Discretionary			\$16,880.00	\$18,759.14	-\$1,879.14	1.48%	\$0.00

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PRIVATE CLIENT SERVICES

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Account Statement For.
WILSON FDN IMA - INVESTMENTS

Period Covered December 1, 2008 - December 31, 2008

Account Number 27301501

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities <i>(continued)</i>							
CONSUMER STAPLES							
CVS/CAREMARK CORPORATION SYMBOL CVS CUSIP: 126650100	280 000	\$28 740	\$8,047 20	\$11,263 53	-\$3,216 33	0 96%	\$0 00
SYSCO CORP SYMBOL SYY CUSIP 871829107	420 000	22 940	9,634 80	12,385 80	-2,751 00	3 84	100 80
WAL MART STORES INC SYMBOL WMT CUSIP 931142103	375 000	56 060	21,022 50	16,466 25	4,556 25	1 69	89 06
Total Consumer Staples			\$38,704 50	\$40,115 58	-\$1,411 08	2.08%	\$189 86
ENERGY							
CONOCOPHILLIPS SYMBOL COP CUSIP 20825C104	300 000	\$51 800	\$15,540 00	\$17,450 46	-\$1,910 46	3 63%	\$0 00
HALLIBURTON CO SYMBOL HAL CUSIP 406216101	500 000	18 180	9,090 00	9,625 00	-535 00	1 98	0 00
POWERSHARES DYNAMIC OIL SVC PORTFOLIO SYMBOL PXJ CUSIP 73935X625	250 000	11 150	2,787 50	4,994 05	-2,206 55	0 13	0 00
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS SYMBOL RDS A CUSIP 780259206	350 000	52 940	18,529 00	14,359 10	4,169 90	5 14	0 00
XTO ENERGY INC SYMBOL XTO CUSIP 98385X106	325 000	35 270	11,462 75	15,347 15	-3,884 40	1 36	39 00
Total Energy			\$57,409 25	\$61,775 76	-\$4,366 51	3.23%	\$39 00

Account Statement For:
WILSON FDN IMA - INVESTMENTS

Period Covered December 1, 2008 - December 31, 2008

Account Number 27301501

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
FINANCIALS							
AFLAC INC	170 000	\$45 840	\$7 792 80	\$10 699 80	- \$2 907 00	2 09%	\$0 00
SYMBOL AFL CUSIP 001055102							
BERKSHIRE HATHAWAY INC DEL CL B	11 000	3 214 000	35 354 00	32 267 08	3 086 92	0 00	0 00
SYMBOL BRK B CUSIP 084670207							
JPMORGAN CHASE & CO	420 000	31 530	13 242 60	16 785 42	- 3 542 82	4 82	0 00
SYMBOL JPM CUSIP 46625H100							
TRAVELERS COMPANIES INC	250 000	45 200	11 300 00	13 015 00	- 1 715 00	2 65	0 00
SYMBOL TRV CUSIP 89417E109							
Total Financials			\$67 689 40	\$72 767 30	- \$5 077 90	1.63%	\$0 00
HEALTH CARE							
ELI LILLY & CO COM	200 000	\$40 270	\$8 054 00	\$10 326 00	- \$2 272 00	4 67%	\$0 00
SYMBOL LLY CUSIP 532457108							
GENENTECH INC	275 000	82 910	22 800 25	19 340 75	3 459 50	0 00	0 00
SYMBOL DNA CUSIP 368710406							
GENZYME CORP	200 000	66 370	13 274 00	15 364 00	- 2 090 00	0 00	0 00
SYMBOL GENZ CUSIP 372917104							
JOHNSON & JOHNSON	550 000	59 830	32 906 50	28 529 32	4 377 18	3 07	0 00
SYMBOL JNJ CUSIP 478160104							
NOVARTIS AG - ADR	895 000	49 760	44 535 20	45 150 75	- 615 55	2 62	0 00
SPONSORED ADR							
SYMBOL NVS CUSIP 66987V109							
QUEST DIAGNOSTICS INC	205 000	51 910	10 641 55	10 007 28	634 27	0 77	0 00
SYMBOL DGX CUSIP 74834L100							
UNITEDHEALTH GROUP INC	130 000	26 600	3 458 00	6 308 07	- 2 850 07	0 11	0 00
SYMBOL UNH CUSIP 91324P102							
Total Health Care			\$135 669 50	\$135 026 17	\$643 33	1.95%	\$0 00

Account Statement For
WILSON FDN IMA - INVESTMENTS

Period Covered December 1, 2008 - December 31, 2008

Account Number 27301501

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities <i>(continued)</i>							
INDUSTRIALS							
BOEING CO SYMBOL BA CUSIP 097023105	200,000	\$42.670	\$8,534.00	\$17,242.00	-\$8,708.00	3.75%	\$0.00
CATERPILLAR INC SYMBOL CAT CUSIP 149123101	400,000	44.670	17,868.00	24,811.20	-6,943.20	3.76	0.00
DEERE & CO SYMBOL DE CUSIP 244199105	260,000	38.320	9,963.20	8,386.48	1,576.72	2.92	72.80
GENERAL ELECTRIC CO SYMBOL GE CUSIP 369604103	1,000,000	16.200	16,200.00	35,340.00	-19,140.00	7.65	310.00
L-3 COMMUNICATIONS CORP COM SYMBOL LLL CUSIP 502424104	125,000	73.780	9,222.50	7,627.38	1,595.12	1.63	0.00
POWERSHARES DYN WATER RESOURCES SYMBOL PHO CUSIP 73935X575	270,000	14.390	3,885.30	5,027.40	-1,142.10	0.53	0.00
UNITED PARCEL SERVICE-CL B SYMBOL UPS CUSIP 911312106	200,000	55.160	11,032.00	13,786.32	-2,754.32	3.26	0.00
Total Industrials			\$76,705.00	\$112,220.78	-\$35,515.78	3.98%	\$382.80

Account Statement For
WILSON FDN IMA - INVESTMENTS

Period Covered December 1, 2008 - December 31, 2008

Account Number 27301501

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCUMULATED INCOME
Equities (continued)							
INFORMATION TECHNOLOGY							
APPLE INC	85 000	\$85 350	\$7,254 75	\$9,143 50	- \$1,888 75	0 00%	\$0 00
SYMBOL AAPL CUSIP 037833100							
CISCO SYSTEMS INC	1,200 000	16 300	19,560 00	31,714 56	- 12,154 56	0 00	0 00
SYMBOL CSCO CUSIP 17275R102							
CORNING INC	1,365 000	9 530	13,008 45	33,913 52	- 20,905 07	2 10	0 00
SYMBOL GLW CUSIP 219350105							
E M C CORP MASS	1,863 000	10 470	19,505 61	21,993 46	- 2,487 85	0 00	0 00
SYMBOL EMC CUSIP 268648102							
HEWLETT PACKARD CO	120 000	36 290	4,354 80	5,393 98	- 1,039 18	0 88	9 60
SYMBOL HPQ CUSIP 428236103							
MICROSOFT CORP	410 000	19 440	7,970 40	11,922 80	- 3,952 40	2 26	0 00
SYMBOL MSFT CUSIP 594918104							
S&P NORTH AMERICAN TECHNOLOGY SEMICONDUCTOR INDEX FUND	150 000	28 370	4,255 50	9,631 84	- 5,376 34	0 99	0 00
SYMBOL IGW CUSIP 464287523							
Total Information Technology			\$75,909 51	\$123,713 66	- \$47,804 15	0.70%	\$9 60
MATERIALS							
MEADWESTVACO CORP	500 000	\$11 190	\$5,595 00	\$15,010 00	- \$9,415 00	8 22%	\$0 00
SYMBOL MWV CUSIP 583334107							
Total Materials			\$5,595 00	\$15,010 00	- \$9,415 00	8.22%	\$0 00
TELECOMMUNICATION SERVICES							
VODAFONE GROUP PLC NEW	400 000	\$20 440	\$8,176 00	\$14,668 00	- \$6,492 00	7 29%	\$153 61
SYMBOL VOD CUSIP 92857W209							
Total Telecommunication Services			\$8,176 00	\$14,668 00	- \$6,492 00	7.29%	\$153.61

Account Statement For:
WILSON FDN IMA - INVESTMENTS

Period Covered December 1, 2008 - December 31, 2008

Account Number 27301501

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
MUTUAL FUNDS							
ISHARES RUSSELL 2000	500.000	\$49.240	\$24,620.00	\$25,105.00	- \$485.00	1.69%	\$0.00
SYMBOL IWM CUSIP 464287655							
ISHARES TR MSCI EMERGING MARKETS	3,645.000	24.970	91,015.65	183,258.38	- 92,242.73	4.14	0.00
INDEX FUND							
SYMBOL EEM CUSIP 464287234							
ISHARES TR RUSSELL MIDCAP INDEX FD	500.000	59.720	29,860.00	50,249.98	- 20,389.98	2.18	0.00
SYMBOL IWR CUSIP 464287499							
Total Mutual Funds			\$145,495.65	\$258,613.36	- \$113,117.71	3.33%	\$0.00
Total Equities			\$628,233.81	\$852,669.75	- \$224,435.94	2.57%	\$774.87

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Real Estate & Specialty Assets							
REAL ESTATE FUNDS							
CB RICHARD ELLIS REALTY TRUST	24,456.522	\$10.000	\$244,565.22	\$225,000.00	\$19,565.22	5.75%	\$0.00
Total Real Estate Funds			\$244,565.22	\$225,000.00	\$19,565.22	5.75%	\$0.00
Total Real Estate & Specialty Assets			\$244,565.22	\$225,000.00	\$19,565.22	5.75%	\$0.00

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
TOTAL ASSETS			\$1,832,667.06	\$2,033,181.26	- \$200,514.20		\$12,930.67



Account Statement For
WILSON FDN. IMA - REAL ESTATE

Period Covered December 1, 2008 - December 31, 2008

Account Number 27301502

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

MONEY MARKET

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Asset held in *Invested Income Portfolio*

Total Money Market

Total Cash & Equivalents

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
1,869,720		\$1,869,720	\$1,869,720	\$0.00	1.31%	\$2.26
381,741.460		381,741.46	381,741.46	0.00	1.31	382.44
		\$383,611.18	\$383,611.18	\$0.00	1.31%	\$384.70
		\$383,611.18	\$383,611.18	\$0.00	1.31%	\$384.70

ASSET DESCRIPTION

Real Estate & Specialty Assets

REAL PROPERTY

NW4 22-4-6 NUCKOLLS CNTY, NE
ASSET MANAGER STEVE MANNING
PHONE# 308-389-4209
Valued as of 10/05/06

PT W2SE4 & LOTS 1-16 BLK 24 1ST
ADDN FAIRFIELD W/EXC 3-5-7
AND PT E2NE4 10-5-7 CLAY CNTY, NE
ASSET MANAGER STEVE MANNING
PHONE# 308-389-4209
Valued as of 11/07/06

SW4 22-6-7, NE4 27-6-7 ALL IN CLAY
CNTY, NE
ASSET MANAGER STEVE MANNING
PHONE# 308-389-4209
Valued as of 11/07/06

QUANTITY	PRICE	VALUE CARRIED AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
1.000	\$182,000.000	\$182,000.00	\$126,000.00	\$56,000.00	5.66%	\$0.00
1.000	377,000.000	377,000.00	310,000.00	67,000.00	6.96	0.00
1.000	844,000.000	844,000.00	616,000.00	228,000.00	5.31	0.00



Account Statement For
WILSON FDN IMA - REAL ESTATE

Period Covered December 1, 2008 - December 31, 2008

Account Number 27301502

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	VALUE CARRIED AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Real Estate & Specialty Assets (continued)							
REAL PROPERTY (continued)							
SW4 33-5-17 PHELPS CNTY, NE ASSET MANAGER STEVE MANNING PHONE# 308-389-4209 Valued as of 09/14/06	1 000	385,600 000	385,600 00	275,000 00	110,600 00	6 15	0 00
S2NE4 16-5-9 ADAMS CNTY, NE ASSET MANAGER STEVE MANNING PHONE# 308-389-4209 Valued as of 09/13/06	1 000	115,000 000	115,000 00	81,000 00	34,000 00	4 78	0 00
W2SW4 4-5-8, E2 & E2SW4 5-5-8, E2NW4NE4, NE4NE4, N2NW4 8-5-8, NW4 9-5-8, SW4 & PT OF S2NW4 11-5-7, SW4 11-5-8, NW4 22-6-7 ALL IN CLAY CO NE ASSET MANAGER STEVE MANNING PHONE# 308-389-4209 Valued as of 11/07/06	1 000	3,111,000 000	3,111,000 00	2,180,000 00	931,000 00	6 22	0 00
Total Real Property			\$5,014,600 00	\$3,588,000 00	\$1,426,600 00	6.06%	\$0 00
Total Real Estate & Specialty Assets			\$5,014,600 00	\$3,588,000 00	\$1,426,600 00	6.06%	\$0 00

TOTAL ASSETS

ACCOUNT VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ACCRUED INCOME
\$5,398,211.18	\$3,971,611.18	\$1,426,600.00	\$384.70



Account Statement For:
WILSON, WARREN & VELDA/CASH-SP

**WELLS
FARGO**

Period Covered December 1, 2008 - December 31, 2008

Account Number 71178500

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

MONEY MARKET

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Total Money Market

Total Cash & Equivalents

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	110 820		\$110.82	\$110.82	\$0.00	\$1.45	1.31%
			\$110.82	\$110.82	\$0.00	\$1.45	1.31%
			\$110.82	\$110.82	\$0.00	\$1.45	1.31%

	ACCOUNT VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
	\$110.82	\$110.82	\$0.00	\$1.45

TOTAL ASSETS



Account Statement For:
WILSON, WARREN & VELDA/JPM-INT-SP

Period Covered December 1, 2008 - December 31, 2008

Account Number 71178501

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

MONEY MARKET

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Total Money Market

Total Cash & Equivalents

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
7,150,340		\$7,150.34	\$7,150.34	\$0.00	\$93.66	1.31%
		\$7,150.34	\$7,150.34	\$0.00	\$93.66	1.31%
		\$7,150.34	\$7,150.34	\$0.00	\$93.66	1.31%

ASSET DESCRIPTION

Equities

CONSUMER DISCRETIONARY

HONDA MOTOR CO., LTD - ADR
SPONSORED ADR
SYMBOL: HMC CUSIP: 438128308

NEWS CORP
CL B

SYMBOL: NWS CUSIP: 65248E203

REED ELSEVIER N.V. ADR

SYMBOL: ENL CUSIP: 758204200

SONY CORPORATION - ADR

SPONSORED ADR
SYMBOL: SNE CUSIP: 835699307

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
215,000	\$21.340	\$4,588.10	\$5,301.90	-\$713.80	\$158.89	3.46%
260,000	9.580	2,490.80	4,316.00	-1,825.20	31.20	1.25
199,000	24.110	4,797.89	6,297.50	-1,499.61	220.09	4.59
175,000	21.870	3,827.25	7,649.38	-3,822.13	36.75	0.96



Account Statement For:
WILSON, WARREN & VELDA/JPM-INT-SP

Period Covered: December 1, 2008 - December 31, 2008

Account Number 71178501

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

CONSUMER DISCRETIONARY (continued)

TESCO PLC - ADR

SPONSORED ADR

SYMBOL: TSCDY CUSIP: 881575302

TOYOTA MOTOR CORPORATION - ADR

SPONSORED ADR

SYMBOL: TM CUSIP: 892331307

WOLTERS KLUWER NV - ADR

SPONSORED ADR

SYMBOL: WTKWY CUSIP: 977874205

Total Consumer Discretionary

CONSUMER STAPLES

BRITISH AMERICAN TOBACCO P.L.C. - ADR

SPONSORED ADR

SYMBOL: BTI CUSIP: 110448107

FOMENTO ECONOMICO MEXICANO S.A.B. DE

SPONSORED ADR

SYMBOL: FMX CUSIP: 344419106

NESTLE S.A. REGISTERED SHARES - ADR

SPONSORED ADR

SYMBOL: NSRGY CUSIP: 641069406

Total Consumer Staples

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
TESCO PLC - ADR SPONSORED ADR SYMBOL: TSCDY CUSIP: 881575302	615 000	15.528	9,549.72	10,254.72	- 705.00	374.54	3.92
TOYOTA MOTOR CORPORATION - ADR SPONSORED ADR SYMBOL: TM CUSIP: 892331307	112 000	65.440	7,329.28	11,949.03	- 4,619.75	268.46	3.66
WOLTERS KLUWER NV - ADR SPONSORED ADR SYMBOL: WTKWY CUSIP: 977874205	210 000	18.821	3,952.41	3,685.50	266.91	176.61	4.47
Total Consumer Discretionary			\$36,535.45	\$49,454.03	-\$12,918.58	\$1,266.54	3.47%
BRITISH AMERICAN TOBACCO P.L.C. - ADR SPONSORED ADR SYMBOL: BTI CUSIP: 110448107	155 000	\$53.110	\$8,232.05	\$4,471.60	\$3,760.45	\$421.14	5.12%
FOMENTO ECONOMICO MEXICANO S.A.B. DE SPONSORED ADR SYMBOL: FMX CUSIP: 344419106	150,000	30.130	4,519.50	2,258.00	2,261.50	68.70	1.52
NESTLE S.A. REGISTERED SHARES - ADR SPONSORED ADR SYMBOL: NSRGY CUSIP: 641069406	350 000	39.085	13,679.75	8,036.00	5,643.75	262.15	1.92
Total Consumer Staples			\$26,431.30	\$14,765.60	\$11,665.70	\$751.99	2.85%

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)**ENERGY**

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
BG GROUP PLC - ADR SPONSORED ADR SYMBOL: BRGY CUSIP: 055434203	80,000	\$68.796	\$5,503.68	\$2,722.95	\$2,780.73	\$82.88	1.51%
ENI SPA - ADR SPONSORED ADR SYMBOL: E CUSIP: 26874R108	202,000	47.820	9,659.64	9,296.04	363.60	866.58	8.97
GDF SUEZ SPONSORED ADR SYMBOL: GDFZ CUSIP: 36160B105	85,000	49.103	4,173.76	5,836.95	-1,663.19	0.00	0.00
PETROLEO BRASILEIRO S.A. - COMM - ADR SPONSORED ADR SYMBOL: PBR CUSIP: 71654V408	135,000	24.490	3,306.15	2,759.41	546.74	4.19	0.13
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS SYMBOL: RDS.A CUSIP: 780259206	185,000	52.940	9,793.90	14,430.83	-4,636.93	503.20	5.14
TOTAL S.A. - ADR SPONSORED ADR SYMBOL: TOT CUSIP: 89151E109	270,000	55.300	14,931.00	13,948.47	982.53	720.36	4.82

Total Energy

\$47,368.13 **\$48,994.65** **-\$1,626.52** **\$2,177.21** **4.60%**

FINANCIALS

ALLIANZ SE SYMBOL: AZ CUSIP: 018805101	440,000	\$10.830	\$4,765.20	\$9,439.91	-\$4,674.71	\$299.64	6.29%
AXA - ADR SPONSORED ADR SYMBOL: AXA CUSIP: 054536107	310,000	22.470	6,965.70	6,637.10	328.60	490.73	7.04
BANCO BILBAO VIZCAYA ARGENT - ADR SPONSORED ADR SYMBOL: BBV CUSIP: 05946K101	520,000	12.490	6,494.80	10,537.80	-4,043.00	485.68	7.48
BARCLAYS PLC - ADR SPONSORED ADR SYMBOL: BCS CUSIP: 06738E204	388,000	9.800	3,802.40	14,383.03	-10,580.63	1,039.84	27.35



Account Statement For:
WILSON, WARREN & VELDA/JPM-INT-SP

**WELLS
FARGO**

Period Covered December 1, 2008 - December 31, 2008

Account Number 71178501

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
FINANCIALS (continued)							
BNP PARIBAS - ADR SYMBOL: BNPQY CUSIP: 05565A202	285 000	21 025	5,992 13	9,666 75	- 3,674 62	555 75	9 27
DBS GROUP HOLDINGS LIMITED - ADR SPONSORED ADR SYMBOL: DBSDY CUSIP: 23304Y100	210 000	23 377	4,909 17	12,104 27	- 7,195 10	458 64	9 34
HSBC - ADR SPONSORED ADR SYMBOL: HBC CUSIP 404280406	195 000	48 670	9,490.65	15,701 40	- 6,210 75	897 00	9 45
ING GROEP N.V. - ADR SPONSORED ADR SYMBOL: ING CUSIP: 456837103	495 000	11 100	5,494 50	13,435 41	- 7,940 91	984 56	17 92
MITSUBISHI ESTATE COMPANY, LTD - ADR SPONSORED ADR SYMBOL: MITEY CUSIP: 606783207	28 000	159 625	4,469 50	5,408 51	- 939 01	37.18	0 83
MITSUBISHI UFJ FINL GROUP INC SYMBOL: MTU CUSIP: 606822104	645 000	6 210	4,005 45	5,593 20	- 1,587 75	76 11	1 90
NOMURA HOLDINGS, INC - ADR SPONSORED ADR SYMBOL: NMR CUSIP: 65535H208	315 000	8 350	2,630 25	6,298 80	- 3,668 55	94 19	3 58
PRUDENTIAL PLC - ADR SPONSORED ADR SYMBOL: PUK CUSIP: 74435K204	210 000	12.650	2,656 50	1,755 21	901 29	151 41	5 70
SUMITOMO MITSUI FINANCIAL GROU - ADR SPONSORED ADR SYMBOL: SMFJY CUSIP: 86562M100	1,275 000	4 148	5,288 70	13,154 45	- 7,865 75	100 73	1 90
ZURICH FINANCIAL SERVICES - ADR SPONSORED ADR SYMBOL: ZFSVY CUSIP: 98982M107	350 000	21 328	7,464 80	5,282.25	2,182 55	428 05	5 73
Total Financials			\$74,429.75	\$129,398.09	- \$54,968.34	\$6,099.51	8.19%

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

HEALTH CARE

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
BAYER AG - ADR SPONSORED ADR SYMBOL: BAYRY CUSIP: 072730302	90 000	\$57.534	\$5,178.06	\$7,269.03	- \$2,090.97	\$147.06	2.84%
GLAXOSMITHKLINE PLC - ADR SPONSORED ADR SYMBOL: GSK CUSIP: 37733W105	215 000	37.270	8,013.05	9,257.90	- 1,244.85	472.57	5.90
NOVARTIS AG - ADR SPONSORED ADR SYMBOL: NV5 CUSIP: 66987V109	240 000	49.760	11,942.40	11,646.46	295.94	312.72	2.62
ROCHE HOLDINGS LTD - ADR SPONSORED ADR SYMBOL: RHHBY CUSIP: 771195104	115 000	76.338	8,778.87	6,043.25	2,735.62	217.81	2.48
SANOFI-AVENTIS - ADR SPONSORED ADR SYMBOL: SNY CUSIP: 80105N105	210 000	32.160	6,753.60	9,704.70	- 2,951.10	257.04	3.81
TEVA PHARMACEUTICAL INDUSTRIES - ADR SPONSORED ADR SYMBOL: TEVA CUSIP: 881624209	110 000	42.570	4,682.70	4,836.27	- 153.57	44.22	0.94
Total Health Care			\$45,348.68	\$48,757.61	-\$3,408.93	\$1,451.42	3.20%



**WELLS
FARGO**

Account Statement For:
WILSON, WARREN & VELDA/JPM-INT-SP

Period Covered December 1, 2008 - December 31, 2008

Account Number 71178501

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

INDUSTRIALS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
ABB LTD - ADR SPONSORED ADR SYMBOL: ABB CUSIP: 000375204	530,000	\$15.010	\$7,955.30	\$9,539.58	-\$1,584.28	\$0.00	0.00%
ATLAS COPCO AB SPONSORED ADR NEW REPSTG COM SER A SYMBOL: ATLKY CUSIP: 049255706	215,000	8.441	1,814.82	2,429.03	-614.21	73.96	4.07
KOMATSU LIMITED - ADR SPONSORED ADR SYMBOL: KMTUY CUSIP: 500458401	53,000	49.333	2,614.65	6,684.95	-4,070.30	73.14	2.80
KONINKLIJKE PHILIPS ELECTRONIC - ADR SPONSORED ADR SYMBOL: PHG CUSIP: 500472303	250,000	19.870	4,967.50	7,115.66	-2,148.16	232.50	4.68
MITSUBISHI CORPORATION - ADR SPONSORED ADR SYMBOL: MSBHY CUSIP: 606769305	245,000	27.314	6,691.93	7,515.00	-823.07	222.71	3.33
SIEMENS AG - ADR SPONSORED ADR SYMBOL: SI CUSIP: 826197501	160,000	75.750	12,120.00	12,961.10	-841.10	293.12	2.42
WOLSELEY PLC - ADR SPONSORED ADR SYMBOL: WOLSY CUSIP: 97786P100	440,000	5.521	2,429.24	7,607.90	-5,178.66	283.80	11.68
WPP GROUP PLC AMERICAN DEPOSITARY SH SYMBOL: WPPGY CUSIP: 92933H101	120,000	29.590	3,550.80	6,567.52	-3,016.72	0.00	0.00
Total Industrials			\$42,144.24	\$60,420.74	-\$18,276.50	\$1,179.23	2.80%



Account Statement For:
WILSON, WARREN & VELDA/JPM-INT-SP

Period Covered: December 1, 2008 - December 31, 2008

Account Number 71178501

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INFORMATION TECHNOLOGY

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CANON INC - ADR SPONSORED ADR SYMBOL: CAJ CUSIP: 138006309	210,000	\$31.400	\$6,594.00	\$7,177.43	-\$583.43	\$213.78	3.24%
NIDEC - ADR SPONSORED ADR SYMBOL: NJ CUSIP: 654090109	530,000	9.810	5,199.30	8,108.13	-2,908.83	61.48	1.18
NINTENDO CO., LTD - ADR SPONSORED ADR SYMBOL: NTDOY CUSIP: 654445303	155,000	46.539	7,213.55	7,776.62	-563.07	206.46	2.86
NOKIA CORPORATION - ADR SPONSORED ADR SYMBOL: NOK CUSIP: 654902204	435,000	15.600	6,786.00	6,421.50	364.50	261.44	3.85
SAP AG - ADR SPONSORED ADR SYMBOL: SAP CUSIP: 803054204	180,000	36.220	6,519.60	8,206.02	-1,686.42	109.62	1.68
TAIWAN SEMICONDUCTOR MANUFACTU - ADR SPONSORED ADR SYMBOL: TSM CUSIP: 874039100	485,000	7.900	3,831.50	4,547.46	-715.96	0.00	0.00
Total Information Technology			\$36,143.95	\$42,237.16	-\$6,093.21	\$852.78	2.36%



Account Statement For:
WILSON, WARREN & VELDA/JPM-INT-SP

Period Covered December 1, 2008 - December 31, 2008

Account Number 71178501

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

MATERIALS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
BHP BILLITON LIMITED - ADR SPONSORED ADR SYMBOL: BHP CUSIP: 088606108	180 000	\$42.900	\$7,722.00	\$4,769.80	\$2,952.20	\$349.20	4.52%
COMPANHIA VALE DO RIO DOCE - C - ADR SPONSORED ADR SYMBOL: RIO CUSIP: 204412209	320 000	12.110	3,875.20	3,220.90	654.30	37.44	0.97
LAFARGE - ADR SPONSORED ADR SYMBOL: LFRGY CUSIP: 505861401	450 000	15.065	6,779.25	10,150.11	-3,370.86	529.65	7.81
NORSK HYDRO ASA - ADR SPONSORED ADR SYMBOL: NYDY CUSIP: 656531605	225 000	3.970	893.25	3,148.74	-2,255.49	56.25	6.30
RIO TINTO PLC - ADR SPONSORED ADR SYMBOL: RTP CUSIP: 767204100	13 000	88.910	1,155.83	4,520.45	-3,364.62	79.04	6.84
Total Materials			\$20,425.53	\$25,810.00	-\$5,384.47	\$1,051.58	5.15%

TELECOMMUNICATION SERVICES

AMERICA MOVIL S A B DE C V SER L ADR SYMBOL: AMX CUSIP: 02364W105	90 000	\$30.990	\$2,789.10	\$5,378.15	-\$2,589.05	\$46.62	1.67%
TELEFONICA SA - ADR SPONSORED ADR SYMBOL: TEF CUSIP: 879382208	140 000	67.390	9,434.60	12,044.17	-2,609.57	333.20	3.53
VODAFONE GROUP PLC NEW SYMBOL: VOD CUSIP: 92857W209	501 000	20.440	10,240.44	13,588.00	-3,347.56	746.49	7.29
Total Telecommunication Services			\$22,464.14	\$31,010.32	-\$8,546.18	\$1,126.31	5.01%



Account Statement For:
WILSON, WARREN & VELDA/JPM-INT-SP

Period Covered December 1, 2008 - December 31, 2008

Account Number 71178501

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

UTILITIES

E.ON AG - ADR
SPONSORED ADR
SYMBOL: EONGY CUSIP: 268780103
NATIONAL GRID PLC
SYMBOL: NGG CUSIP: 636274300
RWE AG - ADR
SPONSORED ADR
SYMBOL: RWEQY CUSIP: 74975E303

Total Utilities

Total Equities

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	285 000	\$38.949	\$11,100.47	\$12,987.52	-\$1,887.05	\$473.10	4.26%
	87 000	50.460	4,390.02	4,239.21	150.81	284.06	6.47
	44 000	88.032	3,873.41	5,432.58	-1,559.17	172.52	4.45
			\$19,363.90	\$22,659.31	-\$3,295.41	\$929.68	4.80%
			\$370,655.07	\$473,507.51	-\$102,852.44	\$16,886.25	4.56%

ACCOUNT VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
\$377,805.41	\$480,657.85	-\$102,852.44	\$16,979.91

TOTAL ASSETS



Account Statement For:
WILSON, W & V FOUNDATION-SP-GSM-LCG

Period Covered December 1, 2008 - December 31, 2008

Account Number 71178503

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

MONEY MARKET

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Asset held in Invested Income Portfolio

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Total Money Market

Total Cash & Equivalents

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
6,510,790		\$6,510.79	\$6,510.79	\$0.00	\$85.29	1.31%
10,741,300		10,741.30	10,741.30	0.00	140.70	1.31
		\$17,252.09	\$17,252.09	\$0.00	\$225.99	1.31%
		\$17,252.09	\$17,252.09	\$0.00	\$225.99	1.31%

ASSET DESCRIPTION

Equities

CONSUMER DISCRETIONARY

AMAZON.COM INC COM
SYMBOL: AMZN CUSIP: 023135106

COACH INC

SYMBOL: COH CUSIP: 189754104

COMCAST CORP CLASS A

SYMBOL: CMCSA CUSIP: 20030N101

FORTUNE BRANDS INC

SYMBOL: FO CUSIP: 349631101

LOWES COS INC

SYMBOL: LOW CUSIP: 548661107

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
80,000	\$51.280	\$4,102.40	\$5,652.97	-\$1,550.57	\$0.00	0.00%
275,000	20.770	5,711.75	6,395.78	-684.03	0.00	0.00
237,000	16.880	4,000.56	4,568.36	-567.80	59.25	1.48
143,000	41.280	5,903.04	10,760.50	-4,857.46	251.68	4.26
425,000	21.520	9,146.00	11,443.70	-2,297.70	144.50	1.58



Account Statement For:
WILSON, W & V FOUNDATION-SP-GSM-LCG

**WELLS
FARGO**

Period Covered: December 1, 2008 - December 31, 2008

Account Number 71178503

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

CONSUMER DISCRETIONARY *(continued)*

MARRIOTT INTERNATIONAL INC CLASS A

SYMBOL: MAR CUSIP: 571903202

NEWELL RUBBERMAID INC

COM

SYMBOL: NWL CUSIP: 651229106

TARGET CORP

SYMBOL: TGT CUSIP: 87612E106

VIACOM INC NEW

CL B

SYMBOL: VIA.B CUSIP: 92553P201

Total Consumer Discretionary

CONSUMER STAPLES

COCA COLA CO

SYMBOL: KO CUSIP: 191216100

KRAFT FOODS INC

CL A

SYMBOL: KFT CUSIP: 50075N104

PEPSICO INC

SYMBOL: PEP CUSIP: 713448108

Total Consumer Staples

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	485 000	19 450	9,433 25	11,050 78	- 1,617 53	169 75	1 80
	141 000	9 780	1,378 98	3,732 87	- 2,353 89	118 44	8 59
	311 000	34 530	10,738 83	15,904 21	- 5,165 38	199 04	1 85
	146 000	19 060	2,782 76	5,519 10	- 2,736 34	0 00	0 00
			\$53,197.57	\$75,028.27	-\$21,830.70	\$942.66	1.77%
	109 000	\$45 270	\$4,934 43	\$5,446 02	- \$511 59	\$165 68	3 36%
	132 000	26 850	3,544 20	4,170 53	- 626 33	142 56	4 02
	163 000	54 770	8,927 51	9,791 12	- 863 61	277 10	3 10
			\$17,406.14	\$19,407.67	-\$2,001.53	\$585.34	3.36%

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)***ENERGY**

CHESAPEAKE ENERGY CORP COM
SYMBOL: CHK CUSIP: 165167107
95 000 \$16.170 \$1,536.15 \$3,937.75 - \$2,401.60 \$28.50 1.85%

HALLIBURTON CO
SYMBOL: HAL CUSIP: 406216101
268 000 18.180 4,872.24 11,923.83 - 7,051.59 96.48 1.98

HESS CORP
COM
SYMBOL: HES CUSIP: 42809H107
193 000 53.640 10,352.52 18,081.18 - 7,728.66 77.20 0.75

SCHLUMBERGER LTD
SYMBOL: SLB CUSIP: 806857108
183 000 42.330 7,746.39 12,952.84 - 5,206.45 153.72 1.98

SUNCOR INC COM
SYMBOL: SU CUSIP: 867229106
385 000 19.500 7,507.50 13,920.02 - 6,412.52 76.23 1.01

WEATHERFORD INTERNATIONAL INC
SYMBOL: WFT CUSIP: G95089101
464 000 10.820 5,020.48 12,447.37 - 7,426.89 0.00 0.00

Total Energy**FINANCIALS**

CME GROUP INCE
SYMBOL: CME CUSIP: 12572Q105
20 000 \$208.110 \$4,162.20 \$10,099.36 - \$5,937.16 \$92.00 2.21%

SCHWAB CHARLES CORP NEW
SYMBOL: SCHW CUSIP: 808513105
398 000 16.170 6,435.66 6,427.66 8.00 95.52 1.48

VISA INC-CLASS A SHRS
SYMBOL: V CUSIP: 92826C839
110 000 52.450 5,769.50 6,101.91 - 332.41 46.20 0.80

Total Financials

\$37,035.28 **\$73,262.99** **\$432.13** **\$22,628.93** **\$6,261.57** **\$233.72** **1.17%**



Account Statement For:
WILSON, W & V FOUNDATION-SP-GSM-LCG

Period Covered: December 1, 2008 - December 31, 2008

Account Number 71178503

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

HEALTH CARE

AMYLIN PHARMACEUTICALS INC COM
SYMBOL: AMLN CUSIP: 032346108

BAXTER INTL INC

SYMBOL: BAX CUSIP: 071813109

GENENTECH INC

SYMBOL: DNA CUSIP: 368710406

GILEAD SCIENCES INC

SYMBOL: GILD CUSIP: 375558103

JOHNSON & JOHNSON

SYMBOL: JNJ CUSIP: 478160104

MERCK & CO INC

SYMBOL: MRK CUSIP: 589331107

SCHERING PLOUGH CORP

SYMBOL: SGP CUSIP: 806605101

ST JUDE MED INC

SYMBOL: STJ CUSIP: 790849103

TEVA PHARMACEUTICAL INDUSTRIES - ADR
SPONSORED ADR

SYMBOL: TEVA CUSIP: 881624209

THERMO FISHER SCIENTIFIC INC

SYMBOL: TMO CUSIP: 883556102

ZIMMER HOLDINGS INC

SYMBOL: ZMH CUSIP: 98956P102

Total Health Care

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
228 000	\$10 850	\$2,473 80	\$7,551 25	- \$5,077 45	\$0 00	0 00%
190 000	53 590	10,182 10	11,207 87	- 1,025 77	165 30	1 62
86 000	82 910	7,130 26	6,621 64	508 62	0 00	0 00
206 000	51 140	10,534 84	7,757 04	2,777 80	0 00	0 00
139 000	59 830	8,316 37	8,876 82	- 560 45	255 76	3 07
339 000	30 400	10,305 60	17,664 11	- 7,358 51	515 28	5 00
470 000	17 030	8,004 10	8,854 72	- 850 62	122 20	1 53
186 000	32 960	6,130 56	6,100 47	30 09	0 00	0 00
200 000	42 570	8,514 00	9,359 41	- 845 41	80 40	0 94
290 000	34 070	9,880 30	11,896 13	- 2,015 83	0 00	0 00
179 000	40 420	7,235 18	10,756 02	- 3,520 84	0 00	0 00
		\$88,707.11	\$106,645.48	- \$17,938.37	\$1,138.94	1.28%



Account Statement For:
WILSON, W & V FOUNDATION-SP-GSM-LCG

Period Covered: December 1, 2008 - December 31, 2008

Account Number 71178503

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
INDUSTRIALS							
BURLINGTON NORTN SANTA FE CORP COM SYMBOL: BNI CUSIP: 12189T104	50 000	\$75 710	\$3,785 50	\$4,021.37	- \$235 87	\$80.00	2.11%
DANAHER CORP SYMBOL: DHR CUSIP: 235851102	72 000	56 610	4,075 92	5,673.35	- 1,597 43	8 64	0 21
PRECISION CASTPARTS CORP SYMBOL: PCP CUSIP: 740189105	27 000	59 480	1,605 96	3,414 63	- 1,808 67	3 24	0 20
UNITED TECHNOLOGIES CORP SYMBOL: UTX CUSIP: 913017109	111 000	53 600	5,949 60	6,991.89	- 1,042 29	142 08	2 39
Total Industrials			\$15,416.98	\$20,101.24	- \$4,684.26	\$233.96	1.52%
INFORMATION TECHNOLOGY							
ACTIVISION BLIZZARD INC SYMBOL: ATVI CUSIP: 00507V109	746 000	\$8.640	\$6,445 44	\$10,737.97	- \$4,292 53	\$0.00	0 00%
APPLE INC SYMBOL: AAPL CUSIP: 037833100	80 000	85 350	6,828 00	10,482 68	- 3,654 68	0 00	0 00
CISCO SYSTEMS INC SYMBOL: CSCO CUSIP: 17275R102	632 000	16.300	10,301 60	14,389 06	- 4,087 46	0 00	0 00
DELL INC SYMBOL: DELL CUSIP: 24702R101	547 000	10.240	5,601.28	11,976.22	- 6,374 94	0 00	0 00
ELECTRONIC ARTS INC SYMBOL: ERTS CUSIP: 285512109	378 000	16 040	6,063 12	15,313.02	- 9,249 90	0 00	0 00
GOOGLE INC CL A SYMBOL: GOOG CUSIP: 38259P508	34 000	307 650	10,460 10	13,559 30	- 3,099 20	0 00	0 00



Account Statement For:
WILSON, W & V FOUNDATION-SP-GSM-LCG

**WELLS
FARGO**

Period Covered December 1, 2008 - December 31, 2008

Account Number 71178503

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INFORMATION TECHNOLOGY (continued)

LINEAR TECHNOLOGY CORP
SYMBOL: LLTC CUSIP: 535678106
MICROSOFT CORP
SYMBOL: MSFT CUSIP: 594918104
QUALCOMM INC
SYMBOL: QCOM CUSIP: 747525103
RESEARCH IN MOTION
SYMBOL: RIMM CUSIP: 760975102
WESTERN UNION CO/THE
SYMBOL: WU CUSIP: 959802109

Total Information Technology

MATERIALS

PRAXAIR INC COM
SYMBOL: PX CUSIP: 74005P104

Total Materials

TELECOMMUNICATION SERVICES

AMERICAN TOWER SYSTEMS CORP CLASS A
SYMBOL: AMT CUSIP: 029912201
CROWN CASTLE INTL CORP
SYMBOL: CCI CUSIP: 228227104

Total Telecommunication Services

Total Equities

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/08	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
LINEAR TECHNOLOGY CORP	223 000	22 120	4,932 76	7,443 74	- 2,510 98	187 32	3 80
MICROSOFT CORP	697 000	19 440	13,549 68	17,146 78	- 3,597 10	306 68	2 26
QUALCOMM INC	266 000	35 830	9,530 78	11,569 94	- 2,039 16	170 24	1 79
RESEARCH IN MOTION	163 000	40 580	6,614 54	4,913 68	1,700 86	0 00	0 00
WESTERN UNION CO/THE	741 000	14 340	10,625 94	14,982 62	- 4,356 68	29 64	0 28
Total Information Technology			\$90,953.24	\$132,515.01	-\$41,561.77	\$693.88	0.76%
PRAXAIR INC COM	96 000	\$59 360	\$5,698 56	\$6,718 40	- \$1,019 84	\$144 00	2 53%
Total Materials			\$5,698.56	\$6,718.40	-\$1,019.84	\$144.00	2.53%
AMERICAN TOWER SYSTEMS CORP CLASS A	339 000	\$29 320	\$9,939 48	\$11,286 33	- \$1,346 85	\$0 00	0 00%
CROWN CASTLE INTL CORP	319 000	17 580	5,608 02	9,665 25	- 4,057 23	0 00	0 00
Total Telecommunication Services			\$15,547.50	\$20,951.58	-\$5,404.08	\$0.00	0.00%
Total Equities			\$340,329.74	\$477,259.57	-\$136,929.83	\$4,404.63	1.29%

ACCOUNT VALUE
AS OF 12/31/08

COST BASIS

UNREALIZED
GAIN/LOSS

ESTIMATED
ANNUAL INCOME

TOTAL ASSETS

-\$136,929.83

\$494,511.66

\$357,581.83

WELLS FARGO BANK, N.A.

Statement Regarding Reason for Amended Return

Trust Name: WILSON FDN. IMA - INVESTMENTS
EIN: 47-0741012

This return is being amended as the original incorrectly indicated Wells Fargo Bank of
Trustee of this Trust. The return has been amended to show the cor rect Trustee.

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **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.

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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization WILSON FDN. IMA - INVESTMENTS	Employer identification number 47-0741012
	Number, street, and room or suite no. If a P.O. box, see instructions. WELLS FARGO BANK N.A. - 1248 O St, 4th Fl, MAC N8032-042	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Lincoln NE 68508	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

- The books are in the care of ► WELLS FARGO BANK N.A. 1248 O St, 4th Fl, MAC N8032-042 Lincoln NE Linco

Telephone No. ► 800-352-3705

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 will cover

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 2008 or
- ☐ tax year beginning _____, and ending _____

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3 a 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	\$	3,442
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	5,120
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

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.

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Page **2**

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	WILSON FDN IMA - INVESTMENTS	47-0741012
	Number, street, and room or suite no. If a P O box, see instructions	For IRS use only
	WELLS FARGO BANK N.A - 1248 O St, 4th Fl, MAC N8032-042	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Lincoln NE 68508	

Check type of return to be filed (File a separate application for each return):

- | | | | |
|--------------------------------------|--|--------------------------------------|------------------------------------|
| ☐ Form 990 | ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 6069 |
| ☐ Form 990-BL | ☐ Form 990-T (sec 401(a) or 408(a) trust) | ☐ Form 4720 | ☐ Form 8870 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 5227 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

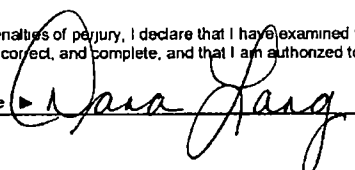
- The books are in the care of ☒ WELLS FARGO BANK N.A 1248 O St, 4th Fl, MAC N8032-042 Lincoln NE L
Telephone No ☒ 800-352-3705 FAX No ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's 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

- 4 I request an additional 3-month extension of time until 11/15/2009
- 5 For calendar year 2008, or other tax year beginning _____, and ending _____
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension More time is requested to acquire all information needed to complete and file an accurate return

8 a 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	8a	\$
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 and any amount paid previously with Form 8868	8b	\$
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$ 0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title Manager Date 8/13/2009

Form **8868** (Rev 4-2009)