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Form **990-PF**

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

OMB No. 1545-0052

2008

Department of the Treasury
Internal Revenue Service

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

For calendar year 2008, or tax year beginning **Apr 1**, 2008, and ending **Mar 31**, 2009

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: **FREDA WILHELM CHARITABLE TRUST**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite: **C/O COMMERCE BANK P.O. BOX 11356**

City or town State ZIP code: **SAINT LOUIS MO 63105**

A Employer identification number: **43-6929728**

B Telephone number (see the instructions): **(620) 276-5725**

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 65% test, check here and attach computation

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16): **\$ 1,381,647.**

J Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part III 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 the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
RECEIVED					
MAY 27 2010					
Internal Revenue Service					
St. Louis, Missouri					
INTERNAL REVENUE SERVICE					
033 TABLE SORT RECEIVED					
06/04/2010					
HATCHING UNIT					
COVINGTON, KY					
1	Contributions, gifts, grants, etc. received (att sch)				
2	Ch <input checked="" type="checkbox"/> if the found is not req to att Sch B				
3	Interest on savings and temporary cash investments	360.	360.		
4	Dividends and interest from securities	34,200.	34,200.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	-18,277.			
b	Gross sales price for all assets on line 6a	270,572.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule) See Line 11 Stmt	56,366.	54,803.		
12	Total. Add lines 1 through 11	72,649.	89,363.		
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) L-16a Stmt	809.	809.		
b	Accounting fees (attach sch)				
c	Other prof fees (attach sch) L-16c Stmt	11,544.	9,235.	2,309.	
17	Interest				
18	Taxes (attach schedule) See Line 18 Stmt	6,802.			
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Line 23 Stmt	16,786.	16,786.		
24	Total operating and administrative expenses. Add lines 13 through 23	35,941.	26,830.	2,309.	
25	Contributions, gifts, grants paid	61,601.		61,601.	
26	Total expenses and disbursements. Add lines 24 and 25	97,542.	26,830.		63,910.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-24,893.			
b	Net investment income (if negative, enter -0-)		62,533.		
c	Adjusted net income (if negative, enter -0-)				

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Form 990-PF (2008) **FREDA WILHELM CHARITABLE TRUST**

43-6929728

Page 2

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	20,350.	71,773.	71,773.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule) L-10a Stmt	24,000.	24,000.	24,000.
	b	Investments — corporate stock (attach schedule) L-10b Stmt	632,200.	632,023.	347,274.
	c	Investments — corporate bonds (attach schedule) L-10c Stmt	520,868.	465,112.	460,848.
	11	Investments — land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments — mortgage loans				
13	Investments — other (attach schedule) L-13 Stmt	290,802.	290,802.	477,752.	
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	1,488,220.	1,483,710.	1,381,647.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	1,488,220.	1,483,710.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see the instructions)	1,488,220.	1,483,710.		
31	Total liabilities and net assets/fund balances (see the instructions)	1,488,220.	1,483,710.		

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	1,488,220.
2	Enter amount from Part I, line 27a	2	-24,893.
3	Other increases not included in line 2 (itemize) BOOK/TAX DIFFERENCE	3	20,383.
4	Add lines 1, 2, and 3	4	1,483,710.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,483,710.

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 shares MLC Company)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE ATTACHED SCHEDULE	P	Various	Various
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 270,572.		288,849.	-18,277.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (n) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-18,277.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-18,277.
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 the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	53,219.	1,500,351.	0.035471
2006	30,121.	1,464,338.	0.020570
2005			
2004			
2003			

2 Total of line 1, column (d)	2	0.056041
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	0.028021
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	1,394,296.
5 Multiply line 4 by line 3	5	39,070.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	625.
7 Add lines 5 and 6	7	39,695.
8 Enter qualifying distributions from Part XII, line 4	8	63,910.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	625.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	625.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	625.
6 Credits/Payments:			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a	2,831.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	2,831.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,206.	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax 2,206. Refunded	11		

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 the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		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?		
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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) KS - Kansas		
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)? 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

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)(3)? If 'Yes', attach schedule (see 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: <u>N/A</u>	13	X	
14	The books are in care of <u>COMMERCE TRUST COMPANY</u> Telephone no. <u>(620) 276-5725</u> Located at <u>215 NORTH MAIN, GARDEN CITY, KS</u> ZIP + 4 <u>67846</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			

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.

1 a 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 53.4947(d)-3 or in a current notice regarding disaster assistance (see the instructions)?

Organizations relying on a current notice regarding disaster assistance check here

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?

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 the instructions.)

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__ .

3 a 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.)

4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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?

	Yes	No
1 a		
1 b		X
1 c		X
2 a		
2 b		
2 c		
3 a		
3 b		
4 a		X
4 b		X

Part VI: Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc. organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

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?

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d). Yes No

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

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

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

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
COMMERCE TRUST COMPANY 215 NORTH MAIN, GARDEN CITY, KS 67846	TRUSTEE 1.41	12,845.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **None**

Part IX A Summary of Direct Charitable Activities

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

	Expenses
1 -----	
2 -----	
3 -----	
4 -----	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc. purposes:		
a	Average monthly fair market value of securities	1a	1,376,527.
b	Average of monthly cash balances	1b	39,002.
c	Fair market value of all other assets (see instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	1,415,529.
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	1,415,529.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	21,233.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,394,296.
6	Minimum investment return. Enter 5% of line 5	6	69,715.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	69,715.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	625.
b	Income tax for 2008. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	625.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	69,090.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	69,090.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	69,090.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc. purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	63,910.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc. purposes	2	
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	63,910.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	625.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	63,285.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				69,090.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			62,141.	
b Total for prior years: 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2008:				
a From 2003	0.			
b From 2004	0.			
c From 2005	0.			
d From 2006	0.			
e From 2007	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4: \$ 63,910.				
a Applied to 2007, but not more than line 2a			62,141.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2008 distributable amount				1,769.
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).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				67,321.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see 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 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	
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 5 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 organization had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

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

Recipient 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
<i>a Paid during the year</i>				
UNITED METHODIST MISSIONS PO BOX 324 BAZINE KS 67516	NONE	PUBLIC CHARITY	OPERATING EXPENSES	12,320.
BAZINE UNITED METHODIST CHURCH PO BOX 324 BAZINE KS 67516	NONE	PUBLIC CHARITY	OPERATING EXPENSES	6,160.
NESS COUNTY HOSPITAL DISTRICT NO. 2 312 E. CUSTER ST. NESS CITY KS 67560	NONE	PUBLIC CHARITY	OPERATING EXPENSES	6,160.
UNITED METHODIST YOUTHVILLE INC 900 W. BROADWAY ST. NEWTON KS 67114	NONE	PUBLIC CHARITY	OPERATING EXPENSES	6,160.
REUBEN J & FRED A WILHELM MEM LOAN FD PO BOX 1060 HAYS KS 67601	NONE	PUBLIC CHARITY	OPERATING EXPENSES	9,240.
THE AMERICAN RED CROSS 1900 E. DOUGLAS WICHITA KS 67214	NONE	PUBLIC CHARITY	OPERATING EXPENSES	6,160.
NESS COUNTY CHAPTER OF CHRISTIAN RURAL OVERSEAS PROC 316 N. PENNSYLVANIA AVE NESS CITY KS 67560	NONE	PUBLIC CHARITY	OPERATING EXPENSES	6,160.
SALVATION ARMY 3637 BROADWAY KANSAS CITY MO 64111	NONE	PUBLIC CHARITY	OPERATING EXPENSES	6,160.
CAPPER FOUNDATION 3500 SW 10TH AVE. TOPEKA KS 66604	NONE	PUBLIC CHARITY	OPERATING FOUNDATION	3,081.
Total			3a	61,601.
<i>b Approved for future payment</i>				
Total			3b	

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2008

Name
FREDA WILHELM CHARITABLE TRUST

Employer Identification Number
43-6929728

Asset Information:

Description of Property: SEE ATTACHED SCHEDULE

Date Acquired: . Various How Acquired: . . . Purchased

Date Sold: . . . Various Name of Buyer: . . . _____

Sales Price: 270,572. Cost or other basis (do not reduce by depreciation) . . . 288,849.

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): -18,277. Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

Description of Property: _____

Date Acquired: _____ How Acquired: _____

Date Sold: _____ Name of Buyer: _____

Sales Price: _____ Cost or other basis (do not reduce by depreciation) _____

Sales Expense: _____ Valuation Method: _____

Total Gain (Loss): _____ Accumulation Depreciation: _____

FREDA WILHELM CHARITABLE TRUST

43-6929728

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Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
FARM INCOME	45,774.	45,774.	
ROYALTY INCOME	9,029.	9,029.	
FEDERAL TAX REFUND	1,563.		
Total	<u>56,366.</u>	<u>54,803.</u>	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FEDERAL ESTIMATE TAX PAYMENTS	3,376.			
FEDERAL EXCISE TAX	3,426.			
Total	<u>6,802.</u>			

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
ROYALTY EXPENSES	38.	38.		
REAL ESTATE EXPENSES	16,376.	16,376.		
FARM INSURANCE	372.	372.		
Total	<u>16,786.</u>	<u>16,786.</u>		

Form 990-PF, Page 1, Part I, Line 16a

L-16a Stmt

Line 16a - Legal Fees:		Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Name of Provider	Type of Service Provided				
HAVNER & BRIN	LEGAL SERVICES	809.	809.		
Total		<u>809.</u>	<u>809.</u>		

Form 990-PF, Page 1, Part I, Line 16c

L-16c Stmt

Line 16c - Other Professional Fees:		Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Name of Provider	Type of Service Provided				
COMMERCE TRUST COMPA	TRUSTEE	11,544.	9,235.		2,309.
Total		<u>11,544.</u>	<u>9,235.</u>		<u>2,309.</u>

FREDA WILHELM CHARITABLE TRUST

43-6929728

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Form 990-PF, Page 2, Part II, Line 10a
L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
SEE ATTACHED SCHEDULE			24,000.	24,000.
Total			<u>24,000.</u>	<u>24,000.</u>

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SEE ATTACHED SCHEDULE	632,023.	347,274.
Total	<u>632,023.</u>	<u>347,274.</u>

Form 990-PF, Page 2, Part II, Line 10c
L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
SEE ATTACHED SCHEDULE	465,112.	460,848.
Total	<u>465,112.</u>	<u>460,848.</u>

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
160A NE/4 30-19S-22W NESS CO KS	37,000.	60,000.
160A NW/4 16-19S-21W NESS CO KS	32,000.	60,000.
477A S/2 & NE/4 16-19-21 NESS CO KS	221,800.	357,750.
VARIOUS MINERAL INTERESTS	2.	2.
Total	<u>290,802.</u>	<u>477,752.</u>

Commerce Bank

Page 1 of 2

Statement of Capital Gains and Losses From Sales
 (Does not include capital gain distributions from mutual
 funds or CTFs - See Tax Transaction Detail)

5/14/2010 12:58:57

Account Id: 450159017

FREDA WILHELM CHARITABLE TRUST

Trust Year 4/1/2008 - 12/31/2008

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
01879X400	ALLIANCEBERNSTEIN INTERNATIONAL GROWTH F								
Sold		04/29/08	230.23	4,600.00					
Acq		03/20/08	230.23	4,600.00	4,164.86	4,164.86	435.14	435.14	S
					4,164.86	4,164.86	435.14	435.14	
025082306	AMERICAN CENTURY INTERNATIONAL BOND FUND								
Sold		07/29/08	646.44	9,800.00					
Acq		03/20/08	646.44	9,800.00	10,162.00	10,162.00	-362.00	-362.00	S
					10,162.00	10,162.00	-362.00	-362.00	
200626109	COMMERCE SHORT TERM GOVERNMENT FUND FUN								
Sold		04/29/08	2339.63	41,668.79					
Acq		04/20/06	2339.63	41,668.79	40,709.54	40,709.54	959.25	959.25	L
					40,709.54	40,709.54	959.25	959.25	
200626406	COMMERCE GROWTH FUND INSTITUTIONAL FUND								
Sold		04/29/08	895.01	22,930.03					
Acq		04/20/06	895.01	22,930.03	22,088.72	22,088.72	841.31	841.31	L
					22,088.72	22,088.72	841.31	841.31	
200626406	COMMERCE GROWTH FUND INSTITUTIONAL FUND								
Sold		07/29/08	977.85	23,400.00					
Acq		08/08/07	977.85	23,400.00	26,754.03	26,754.03	-3,354.03	-3,354.03	L
					26,754.03	26,754.03	-3,354.03	-3,354.03	
200626505	COMMERCE MIDCAP GROWTH FUND INSTITUTIONA								
Sold		04/29/08	1.6	49.75					
Acq		12/07/06	1.6	49.75	55.64	55.64	-5.89	-5.89	L
					55.64	55.64	-5.89	-5.89	
200626505	COMMERCE MIDCAP GROWTH FUND INSTITUTIONA								
Sold		04/29/08	640.46	19,950.25					
Acq		04/20/06	640.46	19,950.25	21,961.30	21,961.30	-2,011.05	-2,011.05	L
					21,961.30	21,961.30	-2,011.05	-2,011.05	
200626828	COMMERCE VALUE FUND INSTITUTIONAL FUND #								
Sold		07/29/08	1346.53	27,900.00					
Acq		06/08/07	1346.53	27,900.00	39,924.46	39,924.46	-12,024.46	-12,024.46	L
					39,924.46	39,924.46	-12,024.46	-12,024.46	
299908830	EVERGREEN INTERNATIONAL BOND FUND-IN								
Sold		07/29/08	858.63	9,900.00					
Acq		06/08/07	858.63	9,900.00	9,092.89	9,092.89	807.11	807.11	L
					9,092.89	9,092.89	807.11	807.11	
484287176	ISHARES BARCLAYS TREASURY INFLATION PROT								
Sold		04/18/08	125	13,346.64					
Acq		12/28/06	125	13,346.64	12,385.00	12,385.00	961.64	961.64	L
					12,385.00	12,385.00	961.64	961.64	

Commerce Bank

Statement of Capital Gains and Losses From Sales
 (Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

Account Id: 450159017

FREDA WILHELM CHARITABLE TRUST
 Trust Year 4/1/2008 - 12/31/2008

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
4812A0573	JPMORGAN INTERNATIONAL VALUE FUND -INS							
Sold		04/29/08	227.27	4,000.00				
Acq		09/24/07	227.27	4,000.00	4,494.39	4,494.39	-494.39	-494.39 S
Total for 4/29/2008					4,494.39	4,494.39	-494.39	-494.39
779562107	T ROWE PRICE NEW HORIZONS FUNDS							
Sold		04/29/08	307.88	8,774.64				
Acq		12/28/06	307.88	8,774.64	10,000.00	10,000.00	-1,225.36	-1,225.36 L
Total for 4/29/2008					10,000.00	10,000.00	-1,225.36	-1,225.36
779562107	T ROWE PRICE NEW HORIZONS FUNDS							
Sold		04/29/08	207.23	5,805.81				
Acq		09/24/07	207.23	5,805.81	7,400.00	7,400.00	-1,494.09	-1,494.09 S
Total for 4/29/2008					7,400.00	7,400.00	-1,494.09	-1,494.09
779562107	T ROWE PRICE NEW HORIZONS FUNDS							
Sold		04/29/08	912.56	26,008.02				
Acq		03/20/08	912.56	26,008.02	23,900.00	23,900.00	2,108.02	2,108.02 S
Total for 4/29/2008					23,900.00	23,900.00	2,108.02	2,108.02
Total for Account: 450159017					233,092.83	233,092.83	-14,858.80	-14,858.80
Total Proceeds:								
218,234.03					S/T Gain/Loss	192.68	192.68	
					L/T Gain/Loss	-15,051.48	-15,051.48	

Commerce Bank

Page 1 of 1

Statement of Capital Gains and Losses From Sales
 (Does not include capital gain distributions from mutual
 funds or CTF's - See Tax Transaction Detail)

5/14/2010 12:57:26

Account Id: 450159017

FREDA WILHELM CHARITABLE TRUST

Trust Year 1/1/2009 - 3/31/2009

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Typo)
464287242	ISHARES IBOXX INVESTMENT GRADE CORPORATE							
Sold		01/22/09	480	47,400.86				
Acq		05/16/08	480	47,400.86	50,744.18	50,744.18	-3,343.52	-3,343.52 S
Total for 1/22/2009					50,744.18	50,744.18	-3,343.52	-3,343.52
464287242	ISHARES IBOXX INVESTMENT GRADE CORPORATE							
Sold		01/22/09	50	4,937.57				
Acq		07/29/08	50	4,937.57	5,011.63	5,011.63	-74.06	-74.06 S
Total for 1/22/2009					5,011.63	5,011.63	-74.06	-74.06
Total for Account: 450159017					55,755.81	55,755.81	-3,417.58	-3,417.58
Total Proceeds:								
52,338.23					S/T Gain/Loss	-3,417.58	-3,417.58	
					L/T Gain/Loss	0.00	0.00	

CUSIP NUMBER	SECURITY DESCRIPTION	AS OF DATE: 03/31/09	UNITS	CARRYING VALUE	PRICE DATE	MARKET VALUE
45-0159-01-7	FREDA WILHELM CHARITABLE TRUST					
RE0000-22-5	160A NE/4 30-19S-22W NESS CO KS	0.500	37,000.00		120,000.000 12/31/2008	60,000.00
RE0001-29-8	160A NW/4 16-19S-21N NESS CO KS	0.500	32,000.00		120,000.000 12/31/2008	60,000.00
RE0008-03-8	477A S/2 & NE/4 16-19-21 NESS CO KS	1.000	221,800.00		357,750.000 12/31/2008	357,750.00
01879X-40-0	ALLIANCEBERNSTEIN INTERNATIONAL GROWTH FUND INC AD	1,925.657	34,835.14		03/31/2009	17,927.87
018918-43-3	ALLIANZ NFJ LARGE CAP VALUE FUND-I	3,527.736	61,000.00		03/31/2009	31,890.73
025082-30-6	AMERICAN CENTURY INTERNATIONAL BOND FUND-INS	746.345	11,538.00		13.530 03/31/2009	10,098.05
04314H-70-9	ARTISAN MID CAP VALUE FUND - INV	2,691.148	52,400.00		11.950 03/31/2009	32,159.22
091928-10-1	BLACKROCK SMALL CAP GROWTH EQUITY PORTFOLIO INST	1,768.028	40,700.00		12.990 03/31/2009	22,966.58
091929-68-7	BLACKROCK HIGH YIELD BOND PORTFOLIO	3,126.714	25,100.00		5.160 03/31/2009	16,133.84
200626-20-8	COMMERCE BOND FUND FUND #333	23,552.959	417,566.73		-8.040 03/31/2009	424,895.38
200626-40-6	COMMERCE GROWTH FUND INSTITUTIONAL FUND #337	3,769.120	101,474.45		16.780 03/31/2009	53,245.97
200626-50-5	COMMERCE MIDCAP GROWTH FUND INSTITUTIONAL # 339	820.986	27,356.94		18.580 03/31/2009	-5,253.92
200626-82-8	COMMERCE VALUE FUND INSTITUTIONAL FUND #346	3,621.844	107,427.54		12.890 03/31/2009	49,263.57
299908-83-0	EVERGREEN INTERNATIONAL BOND FUND-INV	973.083	10,907.11		9.990 03/31/2009	9,723.10
38141W-26-5	FINANCIAL SQUARE TR GOVERNMENT FD ADMIN CL FUND 466	71,773.150	71,773.15		1.000 03/31/2009	71,773.15
47102S-20-5	JANUS ADVISER FORTY FUND-I OLD NAME	1,028.636	39,400.00		22.040 03/31/2009	22,671.14
4812AD-57-3	JPMORGAN INTERNATIONAL VALUE FUND -INS	2,017.114	38,505.61		8.520 03/31/2009	17,185.81

45-0159-01-7 FREDA WILHELM CHARITABLE TRUST AS OF DATE: 03/31/09

CUSIP NUMBER	SECURITY DESCRIPTION	UNITS	CARRYING VALUE	PRICE DATE	MARKET VALUE
518550-68-9	LAUDUS ROSENBERG INTERNATIONAL DISCOVERY FUND IS	717.863	8,600.00	03/31/2009	4,328.71
617440-40-9	MORGAN STANLEY INSTITUTIONAL US SMALL CAP VALDE INST FUND TRUST	1,395.135	30,400.00	03/31/2009	19,057.54
617440-50-8	MORGAN STANLEY INSTITUTIONAL FUND TRUST	631.114	20,000.00	03/31/2009	10,962.45
912550-GR-5	UNITED STATES SAVINGS BONDS SERIES HH 4% DUE 4/1/13 DATED 4/1/93	15,000.000	15,000.00	03/31/2009	15,000.00
912550-GW-4	UNITED STATES SAVINGS BONDS SERIES HH 4% DUE 9/1/13 DATED 9/1/93	1,000.000	1,000.00		1,000.00
912550-HQ-6	UNITED STATES SAVINGS BONDS SERIES HH 4% DUE 3/1/15 DATED 3/1/95	8,000.000	8,000.00		8,000.00
921928-10-7	VANGUARD MORGAN GROWTH FUND-IV	2,799.027	49,800.00	03/31/2009	30,229.49
922042-85-8	VANGUARD EMERGING MARKETS VIPSRS-EFF	430.000	20,123.14	03/31/2009	19,130.80
99999V-WA-1	VARIOUS MINERAL ASSETS	2.000	2.00		2.00

TOTAL HOLDINGS 1,483,709.81
 TOTAL INCOME CASH 500.11
 TOTAL PRINCIPAL CASH 500.11
 TOTAL ACCOUNT 1,483,709.81