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 10/01 , 2008, and ending 09/30, 20 09

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
THE HIGHFIELD FOUNDATION, FIFTH THIRD BANK, TRUSTEE

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P O BOX 630858

City or town, state, and ZIP code
CINCINNATI, OH 45263-0858

A Employer identification number
31-6391904

B Telephone number (see page 10 of the instructions)
(800) 336-6782

C If exemption application is pending, check here ▶ [ ]
D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% 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: [X] 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, col. (c), line 16)* ▶ $ 3,671,625.

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

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	30,715.	30,715.		STMT 1
	4 Dividends and interest from securities	72,755.	72,542.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-422,697.			
	b Gross sales price for all assets on line 6a 1,728,397.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	-319,227.	103,257.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	550.	275.	NONE	275.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	872.	872.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	37,152.	36,952.		200.
	24 Total operating and administrative expenses. Add lines 13 through 23	38,574.	38,099.	NONE	475.
	25 Contributions, gifts, grants paid	183,000.			183,000.
	26 Total expenses and disbursements Add lines 24 and 25	221,574.	38,099.	NONE	183,475.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-540,801.			
	b **Net investment income** (if negative, enter -0-)		65,158.		
	c **Adjusted net income** (if negative, enter -0-)				

SCANNED FEB 22 2010

RECEIVED FEB 17 2010 OGDEN, UT

ENVELOPE POSTMARK DATE FEB 16 2010

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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)

			(a) Beginning of year Book Value	(b) End of year Book Value	(c) End of year Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	185,499.	85,380.	85,380.
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 6	2,746,342.	2,233,569.	2,366,021.
	c	Investments - corporate bonds (attach schedule) STMT 7	1,118,740.	1,188,969.	1,220,224.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	4,050,581.	3,507,918.	3,671,625.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	4,050,581.	3,507,918.	
	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)	4,050,581.	3,507,918.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,050,581.	3,507,918.	

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	4,050,581.
2	Enter amount from Part I, line 27a	2	-540,801.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,509,780.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	1,862.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,507,918.

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 PART IV DETAIL			
b				
c				
d				
e				

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

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col. (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-422,697.
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	

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	238,788.	4,527,397.	0.05274288957
2006	183,475.	4,674,290.	0.03925195056
2005	203,450.	4,384,018.	0.04640719997
2004	203,450.	4,273,368.	0.04760881815
2003	187,840.	4,172,928.	0.04501395663

2	**Total** of line 1, column (d)	2	0.23102481488
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	0.04620496298
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	3,401,523.
5	Multiply line 4 by line 3	5	157,167.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	652.
7	Add lines 5 and 6	7	157,819.
8	Enter qualifying distributions from Part XII, line 4	8	183,475.

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.

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

1a	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)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	652.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	652.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	652.
6	Credits/Payments:			
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a 6,312.		
b	Exempt foreign organizations-tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	6,312.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	5,660.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 5,660. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? 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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FIFTH THIRD BANK, TRUSTEE Telephone no. ▶ (800)336-6782

Located at ▶ 38 FOUNTAIN SQUARE PLAZA, CINCINNATI, OH ZIP + 4 ▶ 45263

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

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)?	1b		
	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?	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 ▶ ____ , ____ , ____ , ____			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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		
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

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 [X] No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	[ ] Yes [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	[ ] Yes [X] No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	[ ] Yes [X] No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? *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 [X] No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *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 [X] No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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 STATEMENT 10		-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		NONE	NONE	NONE

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

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

3 Five highest-paid independent contractors for professional services (see 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		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 N/A	
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 N/A	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	3,273,924.
b	Average of monthly cash balances	1b	179,399.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,453,323.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,453,323.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	51,800.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,401,523.
6	**Minimum investment return.** Enter 5% of line 5	6	170,076.

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	170,076.
2a	Tax on investment income for 2008 from Part VI, line 5	2a 652.		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	652.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	169,424.
4	Recoveries of amounts treated as qualifying distributions		4	NONE
5	Add lines 3 and 4		5	169,424.
6	Deduction from distributable amount (see page 25 of the instructions)		6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	169,424.

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	183,475.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	183,475.
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	652.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	182,823.

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					169,424.
2 Undistributed income, if any, as of the end of 2007					
a Enter amount for 2007 only				NONE	
b Total for prior years 20 06 ,20 ___ ,20 ___			NONE		
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	15,794.				
f **Total** of lines 3a through e		15,794.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 183,475.					
a Applied to 2007, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d Applied to 2008 distributable amount					169,424.
e Remaining amount distributed out of corpus		14,051.			
5 Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		29,845.			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions			NONE		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				NONE	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009					NONE
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)		NONE			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a		29,845.			
10 Analysis of line 9:					
a Excess from 2004	NONE				
b Excess from 2005	NONE				
c Excess from 2006	NONE				
d Excess from 2007	15,794.				
e Excess from 2008	14,051.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see 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 ▶ [X] 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:

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
a *Paid during the year*				
SEE STATEMENT 12				
Total . . . . ▶ 3a				183,000.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				NONE	30,715.
4 Dividends and interest from securities				NONE	72,755.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				NONE	-422,697.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				NONE	-319,227.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -319,227.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 28 of the instructions.)
4	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE
4	CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED
4	IN THE GOVERNING AGREEMENT.
8	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE
8	CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED
8	IN THE GOVERNING AGREEMENT.
3	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE
3	CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED
3	IN THE GOVERNING AGREEMENT.

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee FIFTH THIRD BANK, TRUSTEE | Date 01/28/2010 | Title TAX OFFICER

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					127.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					32,577.	
		38. AFLAC INC					05/15/2008	10/09/2008
		PROPERTY TYPE: SECURITIES						
1,621.00		2,559.00					-938.00	
		28. AFLAC INC					05/16/2008	10/09/2008
		PROPERTY TYPE: SECURITIES						
1,195.00		1,883.00					-688.00	
		20. AFLAC INC					06/27/2008	10/09/2008
		PROPERTY TYPE: SECURITIES						
853.00		1,260.00					-407.00	
		24. AT&T INC					08/21/2008	11/20/2008
		PROPERTY TYPE: SECURITIES						
610.00		740.00					-130.00	
		44. AT&T INC					08/21/2008	03/18/2009
		PROPERTY TYPE: SECURITIES						
1,151.00		1,357.00					-206.00	
		58. AT&T INC					08/21/2008	05/06/2009
		PROPERTY TYPE: SECURITIES						
1,533.00		1,789.00					-256.00	
		16. AT&T INC					07/27/2006	05/06/2009
		PROPERTY TYPE: SECURITIES						
423.00		481.00					-58.00	
		44. AT&T INC					09/17/2008	05/06/2009
		PROPERTY TYPE: SECURITIES						
1,163.00		1,284.00					-121.00	
		4. AT&T INC					07/06/2006	05/06/2009
		PROPERTY TYPE: SECURITIES						
106.00		111.00					-5.00	
		52. AT&T INC					07/06/2006	05/18/2009
		PROPERTY TYPE: SECURITIES						
1,281.00		1,441.00					-160.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		104. AT&T INC PROPERTY TYPE: SECURITIES					07/06/2006	06/04/2009
2,533.00		2,882.00					-349.00	
		102. AT&T INC PROPERTY TYPE: SECURITIES					07/06/2006	09/23/2009
2,797.00		2,827.00					-30.00	
		15000. ABBOTT LABORATORIES 11/09/07 5.15 PROPERTY TYPE: SECURITIES					11/14/2007	06/05/2009
16,166.00		15,090.00					1,076.00	
		12. ABBOTT LABS PROPERTY TYPE: SECURITIES					06/27/2008	04/29/2009
515.00		637.00					-122.00	
		16. ABBOTT LABS PROPERTY TYPE: SECURITIES					01/11/2007	04/29/2009
687.00		810.00					-123.00	
		10. ABBOTT LABS PROPERTY TYPE: SECURITIES					01/11/2007	05/01/2009
414.00		506.00					-92.00	
		18. ABBOTT LABS PROPERTY TYPE: SECURITIES					01/10/2007	05/01/2009
745.00		905.00					-160.00	
		82. ABBOTT LABS PROPERTY TYPE: SECURITIES					01/10/2007	08/12/2009
3,617.00		4,121.00					-504.00	
		432. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES					10/04/2007	01/06/2009
3,624.00		4,924.00					-1,300.00	
		52. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES					10/16/2007	01/06/2009
436.00		585.00					-149.00	
		20. ALEXION PHARMACEUTICALS INC PROPERTY TYPE: SECURITIES					07/31/2008	04/29/2009
697.00		929.00					-232.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		76. ALEXION PHARMACEUTICALS INC PROPERTY TYPE: SECURITIES					07/31/2008	05/01/2009
2,477.00		3,531.00					-1,054.00	
		38. ALTRIA GROUP INC PROPERTY TYPE: SECURITIES					07/30/2008	10/15/2008
702.00		823.00					-121.00	
		8. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					04/02/2009	04/29/2009
656.00		615.00					41.00	
		6. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					04/02/2009	07/23/2009
561.00		461.00					100.00	
		2. AMERICAN INTL GROUP INC PROPERTY TYPE: SECURITIES					10/18/2007	10/16/2008
4.00		130.00					-126.00	
		12. AMERICAN INTL GROUP INC PROPERTY TYPE: SECURITIES					08/14/2007	10/16/2008
26.00		763.00					-737.00	
		6. AMERICAN INTL GROUP INC PROPERTY TYPE: SECURITIES					05/12/2006	10/16/2008
13.00		379.00					-366.00	
		144. AMERICAN INTL GROUP INC PROPERTY TYPE: SECURITIES					10/20/2004	10/16/2008
317.00		8,135.00					-7,818.00	
		5000. AMER INTL GROUP DTD 11/15/03 4.25% PROPERTY TYPE: SECURITIES					03/05/2008	11/03/2008
1,800.00		4,942.00					-3,142.00	
		5000. AMER INTL GROUP DTD 11/15/03 4.25% PROPERTY TYPE: SECURITIES					10/20/2003	11/03/2008
1,800.00		4,847.00					-3,047.00	
		15000. AMER INTL GROUP DTD 11/15/03 4.25 PROPERTY TYPE: SECURITIES					10/20/2003	01/23/2009
12,150.00		14,563.00					-2,413.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		24. AMGEN INC PROPERTY TYPE: SECURITIES					09/12/2007	11/11/2008
1,397.00		1,344.00					53.00	
		2. AMGEN INC PROPERTY TYPE: SECURITIES					09/12/2007	12/17/2008
119.00		112.00					7.00	
		26. AMGEN INC PROPERTY TYPE: SECURITIES					07/10/2008	12/17/2008
1,541.00		1,337.00					204.00	
		16. AMGEN INC PROPERTY TYPE: SECURITIES					11/13/2008	04/29/2009
808.00		924.00					-116.00	
		14. AMGEN INC PROPERTY TYPE: SECURITIES					07/10/2008	07/08/2009
840.00		720.00					120.00	
		18. ANADARKO PETE CORP COM PROPERTY TYPE: SECURITIES					02/26/2009	04/29/2009
777.00		662.00					115.00	
		12. ANADARKO PETE CORP COM PROPERTY TYPE: SECURITIES					02/26/2009	06/30/2009
544.00		442.00					102.00	
		6. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					10/30/2008	12/30/2008
517.00		661.00					-144.00	
		4. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					09/07/2006	12/30/2008
345.00		291.00					54.00	
		6. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					03/11/2009	04/29/2009
743.00		563.00					180.00	
		4. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					09/07/2006	04/29/2009
495.00		291.00					204.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		149. APPLIED MATLS INC PROPERTY TYPE: SECURITIES					08/10/2006	12/17/2008
1,591.00		2,299.00					-708.00	
		40. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES					07/06/2005	05/18/2009
468.00		1,798.00					-1,330.00	
		23. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES					07/06/2005	05/18/2009
269.00		1,034.00					-765.00	
		57. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES					09/09/2004	05/18/2009
667.00		2,527.00					-1,860.00	
		9. BAXTER INTL INC PROPERTY TYPE: SECURITIES					01/25/2007	04/02/2009
458.00		447.00					11.00	
		1. BAXTER INTL INC PROPERTY TYPE: SECURITIES					01/19/2007	04/02/2009
51.00		49.00					2.00	
		26. BAXTER INTL INC PROPERTY TYPE: SECURITIES					01/19/2007	04/29/2009
1,289.00		1,267.00					22.00	
		14. BAXTER INTL INC PROPERTY TYPE: SECURITIES					01/19/2007	05/18/2009
689.00		682.00					7.00	
		20000. BEAR STEARNS CO 3/25/2004 3.250 3 PROPERTY TYPE: SECURITIES					03/26/2007	10/31/2008
19,836.00		19,865.00					-29.00	
		2. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					02/29/2008	04/29/2009
124.00		182.00					-58.00	
		10. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					01/24/2008	04/29/2009
620.00		873.00					-253.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		14. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					01/24/2008	05/01/2009
854.00		1,222.00					-368.00	
		40. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					01/24/2008	07/30/2009
2,729.00		3,491.00					-762.00	
		22. BEST BUY INC COM PROPERTY TYPE: SECURITIES					11/30/2007	04/29/2009
840.00		1,126.00					-286.00	
		6. BLACKROCK INC PROPERTY TYPE: SECURITIES					01/30/2008	04/29/2009
894.00		1,318.00					-424.00	
		4. BLACKROCK INC PROPERTY TYPE: SECURITIES					01/30/2008	05/18/2009
567.00		879.00					-312.00	
		30. BROADCOM CORP COMMON PROPERTY TYPE: SECURITIES					03/11/2009	04/29/2009
700.00		544.00					156.00	
		50. BURGER KING HOLDINGS INC PROPERTY TYPE: SECURITIES					11/13/2007	04/29/2009
878.00		1,250.00					-372.00	
		26. BURGER KING HOLDINGS INC PROPERTY TYPE: SECURITIES					11/13/2007	05/20/2009
460.00		650.00					-190.00	
		22. BURGER KING HOLDINGS INC PROPERTY TYPE: SECURITIES					05/25/2007	05/20/2009
389.00		543.00					-154.00	
		50. CARNIVAL CORP PAIRED CTF 1 COM CARNI PROPERTY TYPE: SECURITIES					04/17/2008	06/25/2009
1,292.00		2,069.00					-777.00	
		16. CATERPILLAR INC PROPERTY TYPE: SECURITIES					01/29/2008	04/29/2009
531.00		1,107.00					-576.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2. CATERPILLAR INC PROPERTY TYPE: SECURITIES					01/29/2008	07/09/2009
62.00		138.00					-76.00	
		64. CATERPILLAR INC PROPERTY TYPE: SECURITIES					01/30/2007	07/09/2009
1,972.00		4,037.00					-2,065.00	
		16. CATERPILLAR INC PROPERTY TYPE: SECURITIES					05/01/2009	07/09/2009
493.00		599.00					-106.00	
		14. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					12/12/2006	04/29/2009
930.00		1,036.00					-106.00	
		20. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					12/12/2006	05/01/2009
1,333.00		1,480.00					-147.00	
		4. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					12/12/2006	05/18/2009
264.00		296.00					-32.00	
		29. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					12/12/2006	09/15/2009
2,063.00		2,146.00					-83.00	
		10. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					11/07/2008	09/15/2009
711.00		725.00					-14.00	
		72. CISCO SYS INC PROPERTY TYPE: SECURITIES					05/01/2008	04/29/2009
1,344.00		1,929.00					-585.00	
		20. CISCO SYS INC PROPERTY TYPE: SECURITIES					08/27/2008	04/29/2009
373.00		489.00					-116.00	
		10000. CISCO SYSTEMS INC 2/22/2006 5.250 PROPERTY TYPE: SECURITIES					03/31/2006	12/19/2008
10,410.00		9,928.00					482.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10000. CISCO SYSTEMS INC 2/22/2006 5.250 PROPERTY TYPE: SECURITIES					03/31/2006	02/09/2009
10,568.00		9,928.00					640.00	
		56. CITIGROUP INC PROPERTY TYPE: SECURITIES					02/27/2007	11/21/2008
208.00		2,882.00					-2,674.00	
		62. CITIGROUP INC PROPERTY TYPE: SECURITIES					03/13/2007	11/21/2008
230.00		3,034.00					-2,804.00	
		16. CITIGROUP INC PROPERTY TYPE: SECURITIES					08/14/2007	11/21/2008
59.00		733.00					-674.00	
		86. CITIGROUP INC PROPERTY TYPE: SECURITIES					02/19/2008	11/21/2008
320.00		2,207.00					-1,887.00	
		116. CITIGROUP INC PROPERTY TYPE: SECURITIES					01/22/2008	11/21/2008
431.00		2,819.00					-2,388.00	
		88. CITIGROUP INC PROPERTY TYPE: SECURITIES					06/18/2008	11/21/2008
327.00		1,810.00					-1,483.00	
		70. CITIGROUP INC PROPERTY TYPE: SECURITIES					11/11/2008	11/21/2008
260.00		756.00					-496.00	
		76. CITIGROUP INC PROPERTY TYPE: SECURITIES					11/20/2008	11/21/2008
282.00		408.00					-126.00	
		16. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					01/26/2007	04/29/2009
947.00		1,056.00					-109.00	
		6. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					12/12/2006	04/29/2009
355.00		394.00					-39.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		14. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					12/12/2006	07/09/2009
1,022.00		920.00					102.00	
		18. COMPUTER SCIENCES CORP PROPERTY TYPE: SECURITIES					12/07/2007	03/27/2009
660.00		967.00					-307.00	
		30. COMPUTER SCIENCES CORP PROPERTY TYPE: SECURITIES					10/11/2006	03/27/2009
1,099.00		1,457.00					-358.00	
		25. COMPUTER SCIENCES CORP PROPERTY TYPE: SECURITIES					10/11/2006	03/30/2009
894.00		1,214.00					-320.00	
		19. COMPUTER SCIENCES CORP PROPERTY TYPE: SECURITIES					02/14/2008	03/30/2009
680.00		859.00					-179.00	
		24. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					03/28/2002	01/23/2009
1,156.00		748.00					408.00	
		14. CONSOL ENERGY INC COM PROPERTY TYPE: SECURITIES					11/27/2007	04/29/2009
430.00		781.00					-351.00	
		20000. CREDIT SUISSE USA INC 08/17/05 4. PROPERTY TYPE: SECURITIES					03/23/2006	03/19/2009
20,009.00		19,892.00					117.00	
		4. DANAHER CORPORATION PROPERTY TYPE: SECURITIES					08/14/2007	10/15/2008
224.00		307.00					-83.00	
		2. DANAHER CORPORATION PROPERTY TYPE: SECURITIES					01/25/2007	10/15/2008
112.00		149.00					-37.00	
		10. DANAHER CORPORATION PROPERTY TYPE: SECURITIES					06/04/2007	10/15/2008
559.00		736.00					-177.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		18. DANAHER CORPORATION PROPERTY TYPE: SECURITIES					12/12/2006	10/15/2008
1,007.00		1,309.00					-302.00	
		16. DANAHER CORPORATION PROPERTY TYPE: SECURITIES					12/12/2006	04/29/2009
927.00		1,163.00					-236.00	
		24. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					11/08/2007	01/23/2009
639.00		980.00					-341.00	
		46. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					11/08/2007	03/18/2009
1,619.00		1,879.00					-260.00	
		30. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					12/07/2007	03/18/2009
1,056.00		1,179.00					-123.00	
		16. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					12/07/2007	06/25/2009
526.00		629.00					-103.00	
		4. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					03/07/2008	06/25/2009
131.00		114.00					17.00	
		1. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					08/14/2007	02/11/2009
52.00		76.00					-24.00	
		55. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					01/25/2007	02/11/2009
2,849.00		3,771.00					-922.00	
		14. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					01/29/2007	02/11/2009
725.00		952.00					-227.00	
		143. DODGE & COX INTL STOCK FUND PROPERTY TYPE: SECURITIES					08/14/2007	04/29/2009
3,196.00		6,562.00					-3,366.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		120. DODGE & COX INTL STOCK FUND PROPERTY TYPE: SECURITIES					08/08/2008	04/29/2009
2,682.00		4,800.00					-2,118.00	
		1857.014 DODGE & COX INTL STOCK FUND PROPERTY TYPE: SECURITIES					03/23/2006	04/29/2009
41,504.00		70,678.00					-29,174.00	
		30. DONNELLEY R R & SONS CO PROPERTY TYPE: SECURITIES					10/18/2007	11/20/2008
313.00		1,133.00					-820.00	
		9. DONNELLEY R R & SONS CO PROPERTY TYPE: SECURITIES					08/14/2007	11/20/2008
94.00		331.00					-237.00	
		3. DONNELLEY R R & SONS CO PROPERTY TYPE: SECURITIES					05/12/2006	11/20/2008
31.00		100.00					-69.00	
		41. DONNELLEY R R & SONS CO PROPERTY TYPE: SECURITIES					09/18/2006	11/20/2008
427.00		1,346.00					-919.00	
		65. DONNELLEY R R & SONS CO PROPERTY TYPE: SECURITIES					09/18/2006	11/21/2008
643.00		2,133.00					-1,490.00	
		55. DU PONT E I DE NEMOURS & CO PROPERTY TYPE: SECURITIES					09/16/2005	11/04/2008
1,802.00		2,230.00					-428.00	
		4. DUKE RLTY INVTS INC COM NEW PROPERTY TYPE: SECURITIES					05/16/2008	03/10/2009
20.00		107.00					-87.00	
		1. DUKE RLTY INVTS INC COM NEW PROPERTY TYPE: SECURITIES					05/15/2008	03/10/2009
5.00		26.00					-21.00	
		5. DUKE RLTY INVTS INC COM NEW PROPERTY TYPE: SECURITIES					05/15/2008	03/10/2009
25.00		132.00					-107.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		26. DUKE RLTY INVTS INC COM NEW PROPERTY TYPE: SECURITIES					05/15/2008	03/10/2009
127.00		683.00					-556.00	
		192. DUKE RLTY INVTS INC COM NEW PROPERTY TYPE: SECURITIES					01/25/2008	03/10/2009
941.00		4,576.00					-3,635.00	
		44. DUKE RLTY INVTS INC COM NEW PROPERTY TYPE: SECURITIES					02/07/2008	03/10/2009
216.00		1,037.00					-821.00	
		34. EMC CORP/MASS PROPERTY TYPE: SECURITIES					06/14/2007	04/29/2009
403.00		578.00					-175.00	
		46. EMC CORP/MASS PROPERTY TYPE: SECURITIES					05/24/2007	04/29/2009
546.00		749.00					-203.00	
		16. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					02/19/2008	10/07/2008
1,268.00		1,402.00					-134.00	
		2. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					08/14/2007	10/07/2008
159.00		166.00					-7.00	
		7. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					08/14/2007	11/04/2008
538.00		581.00					-43.00	
		13. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					08/21/2008	11/04/2008
999.00		1,046.00					-47.00	
		24. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					08/21/2008	11/20/2008
1,725.00		1,931.00					-206.00	
		1. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					08/21/2008	03/10/2009
66.00		80.00					-14.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		13. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					09/16/2008	03/10/2009
859.00		967.00					-108.00	
		8. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					12/30/2008	04/29/2009
539.00		629.00					-90.00	
		36. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					12/30/2008	07/30/2009
2,555.00		2,831.00					-276.00	
		10. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					09/16/2008	08/25/2009
715.00		744.00					-29.00	
		18. FMC CORP COM NEW PROPERTY TYPE: SECURITIES					02/06/2009	04/29/2009
872.00		907.00					-35.00	
		42. FMC CORP COM NEW PROPERTY TYPE: SECURITIES					02/06/2009	07/28/2009
1,893.00		2,116.00					-223.00	
		18. FMC CORP COM NEW PROPERTY TYPE: SECURITIES					04/02/2009	07/28/2009
811.00		865.00					-54.00	
		8. FMC CORP COM NEW PROPERTY TYPE: SECURITIES					04/21/2009	07/28/2009
361.00		357.00					4.00	
		12. FPL GROUP INC PROPERTY TYPE: SECURITIES					04/04/2008	04/29/2009
649.00		799.00					-150.00	
		6. FPL GROUP INC PROPERTY TYPE: SECURITIES					10/26/2007	04/29/2009
324.00		397.00					-73.00	
		8. FPL GROUP INC PROPERTY TYPE: SECURITIES					10/26/2007	08/20/2009
456.00		530.00					-74.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		60. FPL GROUP INC					10/26/2007	09/15/2009
		PROPERTY TYPE: SECURITIES						
3,259.00		3,972.00					-713.00	
		24. FASTENAL CO					02/06/2009	04/29/2009
		PROPERTY TYPE: SECURITIES						
881.00		879.00					2.00	
		20000. FED HOME LN BANK 9/22/2003 4.500					03/23/2006	02/03/2009
		PROPERTY TYPE: SECURITIES						
21,520.00		19,560.00					1,960.00	
		10000. FED HOME LN BANK 9/22/2003 4.500					04/07/2006	02/03/2009
		PROPERTY TYPE: SECURITIES						
10,760.00		9,716.00					1,044.00	
		15000. FEDERAL HOME LN BKS 1/6/2006 4.62					12/31/2007	07/29/2009
		PROPERTY TYPE: SECURITIES						
15,823.00		15,428.00					395.00	
		10000. FEDERAL HOME LOAN BANK 12/1/2006					08/29/2008	03/12/2009
		PROPERTY TYPE: SECURITIES						
10,782.00		10,175.00					607.00	
		20000. FEDERAL HOME LOAN BANK 12/1/2006					08/29/2008	04/14/2009
		PROPERTY TYPE: SECURITIES						
21,771.00		20,350.00					1,421.00	
		10000. FREDDIE MAC 1/17/2003 4.500 1/15/					03/04/2009	06/03/2009
		PROPERTY TYPE: SECURITIES						
10,865.00		10,861.00					4.00	
		15000. FREDDIE MAC 1/17/2003 4.500 1/15/					05/31/2007	08/18/2009
		PROPERTY TYPE: SECURITIES						
16,230.00		14,699.00					1,531.00	
		20000. FREDDIE MAC 1/21/2005 4.500 1/15/					02/03/2009	03/31/2009
		PROPERTY TYPE: SECURITIES						
21,915.00		21,610.00					305.00	
		10000. FREDDIE MAC 1/21/2005 4.500 1/15/					02/03/2009	04/14/2009
		PROPERTY TYPE: SECURITIES						
11,018.00		10,805.00					213.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		15000. FREDDIE MAC DTD 10/21/05 4.750% D PROPERTY TYPE: SECURITIES					11/04/2005	03/10/2009
16,450.00		14,652.00					1,798.00	
		15000. FANNIE MAE 9/23/2002 4.375 9/15/2 PROPERTY TYPE: SECURITIES					06/05/2009	08/31/2009
16,158.00		16,075.00					83.00	
		20000. FREDDIE MAC 10/10/08 2.875 11/23/ PROPERTY TYPE: SECURITIES					03/19/2009	04/30/2009
20,578.00		20,543.00					35.00	
		10000. FREDDIE MAC 10/10/08 2.875 11/23/ PROPERTY TYPE: SECURITIES					10/31/2008	04/30/2009
10,289.00		9,963.00					326.00	
		279.47 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	10/25/2008
279.00		279.00						
		319.79 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	11/25/2008
320.00		320.00						
		210.17 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	12/25/2008
210.00		210.00						
		286.73 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	01/25/2009
287.00		287.00						
		725.22 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	02/25/2009
725.00		725.00						
		945.71 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	03/25/2009
946.00		945.00					1.00	
		838.93 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	04/25/2009
839.00		838.00					1.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		858.69 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	05/25/2009
859.00		858.00					1.00	
		1013.77 FNBR 2007-B2 AB 5/01/2007 5.500 PROPERTY TYPE: SECURITIES					05/11/2007	06/25/2009
1,014.00		1,013.00					1.00	
		897.38 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	07/25/2009
897.00		897.00						
		690.33 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	08/25/2009
690.00		690.00						
		538.03 FNBR 2007-B2 AB 5/01/2007 5.500 1 PROPERTY TYPE: SECURITIES					05/11/2007	09/25/2009
538.00		538.00						
		20. FLUOR CORP NEW COM PROPERTY TYPE: SECURITIES					06/14/2007	04/29/2009
783.00		1,084.00					-301.00	
		10. FLOWSERVE CORP COM PROPERTY TYPE: SECURITIES					04/04/2008	04/29/2009
622.00		1,115.00					-493.00	
		4. FLOWSERVE CORP COM PROPERTY TYPE: SECURITIES					02/13/2008	04/29/2009
249.00		399.00					-150.00	
		18. FOREST LABS INC COM PROPERTY TYPE: SECURITIES					01/17/2008	08/25/2009
518.00		728.00					-210.00	
		6. FOREST LABS INC COM PROPERTY TYPE: SECURITIES					11/15/2007	08/25/2009
173.00		227.00					-54.00	
		10. FOREST LABS INC COM PROPERTY TYPE: SECURITIES					11/15/2007	09/23/2009
286.00		379.00					-93.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		42. FOREST LABS INC COM PROPERTY TYPE: SECURITIES					11/15/2007	09/24/2009
1,195.00		1,592.00					-397.00	
		7. FORTUNE BRANDS INC PROPERTY TYPE: SECURITIES					02/01/2006	10/07/2008
337.00		536.00					-199.00	
		6. FORTUNE BRANDS INC PROPERTY TYPE: SECURITIES					09/18/2006	10/07/2008
289.00		452.00					-163.00	
		32. FORTUNE BRANDS INC PROPERTY TYPE: SECURITIES					09/18/2006	11/20/2008
1,074.00		2,413.00					-1,339.00	
		3215.614 FIFTH THIRD ALL CAP VALUE FUND PROPERTY TYPE: SECURITIES					07/29/2005	05/08/2009
38,459.00		83,735.00					-45,276.00	
		789.277 FIFTH THIRD ALL CAP VALUE FUND PROPERTY TYPE: SECURITIES					12/08/2006	05/08/2009
9,440.00		19,156.00					-9,716.00	
		841.983 FIFTH THIRD ALL CAP VALUE FUND PROPERTY TYPE: SECURITIES					12/09/2005	05/08/2009
10,070.00		20,427.00					-10,357.00	
		713.258 FIFTH THIRD ALL CAP VALUE FUND PROPERTY TYPE: SECURITIES					12/10/2007	05/08/2009
8,531.00		15,677.00					-7,146.00	
		1517. FIFTH THIRD ALL CAP VALUE FUND PROPERTY TYPE: SECURITIES					08/08/2008	05/08/2009
18,143.00		27,837.00					-9,694.00	
		662.766 FIFTH THIRD ALL CAP VALUE FUND PROPERTY TYPE: SECURITIES					12/10/2008	05/08/2009
7,927.00		7,178.00					749.00	
		22. FREEPORT COPPER & GOLD INC CLASS B PROPERTY TYPE: SECURITIES					02/28/2008	04/29/2009
863.00		2,318.00					-1,455.00	

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10. FREEPORT COPPER & GOLD INC CLASS B PROPERTY TYPE: SECURITIES	583.00		1,053.00					02/28/2008	-470.00	07/30/2009
6. FREEPORT COPPER & GOLD INC CLASS B PROPERTY TYPE: SECURITIES	427.00		632.00					02/28/2008	-205.00	09/15/2009
4. FREEPORT COPPER & GOLD INC CLASS B PROPERTY TYPE: SECURITIES	285.00		369.00					03/25/2008	-84.00	09/15/2009
20000. GEMNT 2005-3 A 6/30/2005 4.130 6/ PROPERTY TYPE: SECURITIES	20,388.00		19,684.00					04/10/2007	704.00	09/15/2009
20000. GSMS 2006-GG8 A4 10/1/2006 VAR 11 PROPERTY TYPE: SECURITIES	14,731.00		20,382.00					02/28/2007	-5,651.00	11/12/2008
24. GAMESTOP CORP NEW CL A PROPERTY TYPE: SECURITIES	716.00		1,407.00					10/31/2007	-691.00	04/29/2009
60. GAMESTOP CORP NEW CL A PROPERTY TYPE: SECURITIES	1,563.00		3,518.00					10/31/2007	-1,955.00	05/18/2009
16. GENERAL ELEC CO PROPERTY TYPE: SECURITIES	218.00		577.00					11/16/2006	-359.00	06/04/2009
12. GENERAL ELEC CO PROPERTY TYPE: SECURITIES	164.00		428.00					03/26/2007	-264.00	06/04/2009
48. GENERAL ELEC CO PROPERTY TYPE: SECURITIES	655.00		1,696.00					10/27/2006	-1,041.00	06/04/2009
10000. GENERAL ELEC CAP CORP MEDIUM 6.12 PROPERTY TYPE: SECURITIES	10,460.00		10,858.00					04/28/2004	-398.00	05/21/2009

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		14. GENERAL MILLS INC PROPERTY TYPE: SECURITIES					09/25/2008	04/29/2009
709.00		973.00					-264.00	
		20. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					06/16/2003	02/06/2009
1,047.00		278.00					769.00	
		6. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					06/16/2003	04/02/2009
270.00		84.00					186.00	
		30. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					06/16/2003	04/29/2009
1,426.00		418.00					1,008.00	
		14. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					06/16/2003	05/18/2009
605.00		195.00					410.00	
		10. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					06/16/2003	05/20/2009
424.00		139.00					285.00	
		15000. GOLDMAN SACHS GROUP INC 6.6% DUE PROPERTY TYPE: SECURITIES					04/19/2002	08/21/2009
16,306.00		14,990.00					1,316.00	
		1. GOOGLE INC-CL A PROPERTY TYPE: SECURITIES					08/14/2007	04/29/2009
387.00		511.00					-124.00	
		2. GOOGLE INC-CL A PROPERTY TYPE: SECURITIES					01/19/2007	04/29/2009
773.00		979.00					-206.00	
		1. GOOGLE INC-CL A PROPERTY TYPE: SECURITIES					12/12/2006	04/29/2009
387.00		482.00					-95.00	
		802.66 HDMOT 2006-2 A2 5/31/2006 5.350 3 PROPERTY TYPE: SECURITIES					05/23/2006	10/15/2008
803.00		803.00						

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Kind of Property / Description	P or D	Date acquired	Date sold	Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)
777.68 HDMOT 2006-2 A2 5/31/2006 5.350 3 PROPERTY TYPE: SECURITIES		05/23/2006	11/15/2008	778.00		778.00				
638.03 HDMOT 2006-2 A2 5/31/2006 5.350 3 PROPERTY TYPE: SECURITIES		05/23/2006	12/15/2008	638.00		638.00				
678.84 HDMOT 2006-2 A2 5/31/2006 5.350 3 PROPERTY TYPE: SECURITIES		05/23/2006	01/15/2009	679.00		679.00				
643.75 HDMOT 2006-2 A2 5/31/2006 5.350 3 PROPERTY TYPE: SECURITIES		05/23/2006	02/15/2009	644.00		644.00				
621.99 HDMOT 2006-2 A2 5/31/2006 5.350 3 PROPERTY TYPE: SECURITIES		05/23/2006	03/15/2009	622.00		622.00				
750.11 HDMOT 2006-2 A2 5/31/2006 5.350 3 PROPERTY TYPE: SECURITIES		05/23/2006	04/15/2009	750.00		750.00				
13723.37 HDMOT 2006-2 A2 5/31/2006 5.350 PROPERTY TYPE: SECURITIES		05/23/2006	05/08/2009	14,103.00		13,721.00				382.00
87. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES		10/25/2002	07/30/2009	1,461.00		4,115.00				-2,654.00
10. HASBRO INC COM PROPERTY TYPE: SECURITIES		07/22/2008	04/29/2009	279.00		387.00				-108.00
20. HASBRO INC COM PROPERTY TYPE: SECURITIES		06/30/2008	04/29/2009	558.00		718.00				-160.00
12. HASBRO INC COM PROPERTY TYPE: SECURITIES		06/30/2008	05/18/2009	281.00		431.00				-150.00

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		106. HASBRO INC COM PROPERTY TYPE: SECURITIES					06/30/2008	05/20/2009
2,496.00		3,808.00					-1,312.00	
		8. HEINZ H J CO PROPERTY TYPE: SECURITIES					08/28/2008	04/29/2009
272.00		414.00					-142.00	
		10. HEINZ H J CO PROPERTY TYPE: SECURITIES					08/27/2008	04/29/2009
341.00		517.00					-176.00	
		8. HEINZ H J CO PROPERTY TYPE: SECURITIES					06/27/2008	04/29/2009
272.00		386.00					-114.00	
		2. HEINZ H J CO PROPERTY TYPE: SECURITIES					04/04/2008	04/29/2009
68.00		96.00					-28.00	
		44. HEINZ H J CO PROPERTY TYPE: SECURITIES					04/04/2008	05/18/2009
1,553.00		2,115.00					-562.00	
		19. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					07/17/2007	04/29/2009
675.00		905.00					-230.00	
		20. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					08/14/2007	04/29/2009
711.00		948.00					-237.00	
		5. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					09/24/2008	04/29/2009
178.00		233.00					-55.00	
		20000. HONDA AUTO RECEIVABLES OWNER TR 0 PROPERTY TYPE: SECURITIES					06/18/2008	05/05/2009
20,553.00		19,998.00					555.00	
		24. ILLINOIS TOOL WKS INC PROPERTY TYPE: SECURITIES					04/13/2006	04/29/2009
793.00		1,151.00					-358.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		4. ILLUMINA INC COMM STK PROPERTY TYPE: SECURITIES					07/31/2008	04/29/2009
144.00		187.00					-43.00	
		20. ILLUMINA INC COMM STK PROPERTY TYPE: SECURITIES					06/30/2008	04/29/2009
718.00		895.00					-177.00	
		26. INTEL CORP PROPERTY TYPE: SECURITIES					08/27/2008	04/29/2009
394.00		610.00					-216.00	
		3. INTEL CORP PROPERTY TYPE: SECURITIES					06/04/2007	04/29/2009
45.00		67.00					-22.00	
		38. INTEL CORP PROPERTY TYPE: SECURITIES					05/08/2007	04/29/2009
576.00		843.00					-267.00	
		33. INTEL CORP PROPERTY TYPE: SECURITIES					02/14/2007	04/29/2009
500.00		702.00					-202.00	
		17. INTEL CORP PROPERTY TYPE: SECURITIES					02/14/2007	08/20/2009
316.00		362.00					-46.00	
		13. INTEL CORP PROPERTY TYPE: SECURITIES					01/29/2007	08/20/2009
242.00		272.00					-30.00	
		34. INTEL CORP PROPERTY TYPE: SECURITIES					10/07/2008	09/04/2009
665.00		582.00					83.00	
		16. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					07/10/2002	10/15/2008
1,448.00		1,105.00					343.00	
		1. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					05/25/2007	04/29/2009
102.00		105.00					-3.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		18. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					01/30/2007	04/29/2009
1,835.00		1,780.00					55.00	
		1. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					01/29/2007	04/29/2009
102.00		98.00					4.00	
		7. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					01/29/2007	09/15/2009
835.00		688.00					147.00	
		5. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					01/25/2007	09/15/2009
596.00		489.00					107.00	
		850. ISHARES TR S&P 500 INDEX FD PROPERTY TYPE: SECURITIES					11/29/2006	05/18/2009
76,511.00		119,441.00					-42,930.00	
		172. ISHARES MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES					03/23/2006	04/29/2009
7,117.00		11,003.00					-3,886.00	
		619. ISHARES TR RUSSELL MIDCAP INDEX FD PROPERTY TYPE: SECURITIES					07/21/2005	04/29/2009
38,068.00		52,675.00					-14,607.00	
		200. ISHARES COHEN & STEERS REALTY PROPERTY TYPE: SECURITIES					09/15/2008	04/29/2009
7,202.00		15,010.00					-7,808.00	
		800. ISHARES COHEN & STEERS REALTY PROPERTY TYPE: SECURITIES					09/16/2008	04/29/2009
28,808.00		58,832.00					-30,024.00	
		4587. ISHARES RUSSELL 1000 PROPERTY TYPE: SECURITIES					11/16/2006	04/29/2009
217,602.00		349,106.00					-131504.00	
		273. ISHARES TR RUSSELL 2000 INDEX FD PROPERTY TYPE: SECURITIES					07/21/2005	04/29/2009
13,050.00		18,125.00					-5,075.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		18. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					03/28/2002	11/04/2008
749.00		643.00					106.00	
		24. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					05/01/2008	04/29/2009
799.00		1,179.00					-380.00	
		24. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					01/30/2007	04/29/2009
1,214.00		1,595.00					-381.00	
		30. JOHNSON CTLS INC PROPERTY TYPE: SECURITIES					04/20/2007	04/29/2009
554.00		1,021.00					-467.00	
		6. KELLOGG CO PROPERTY TYPE: SECURITIES					05/25/2007	02/04/2009
264.00		322.00					-58.00	
		18. KELLOGG CO PROPERTY TYPE: SECURITIES					05/24/2007	02/04/2009
793.00		965.00					-172.00	
		14. KELLOGG CO PROPERTY TYPE: SECURITIES					08/14/2007	02/04/2009
617.00		749.00					-132.00	
		5. KELLOGG CO PROPERTY TYPE: SECURITIES					08/14/2007	04/29/2009
197.00		268.00					-71.00	
		18. KELLOGG CO PROPERTY TYPE: SECURITIES					02/29/2008	04/29/2009
710.00		923.00					-213.00	
		3. KELLOGG CO PROPERTY TYPE: SECURITIES					12/12/2006	04/29/2009
118.00		151.00					-33.00	
		130. KEYCORP COMMON PROPERTY TYPE: SECURITIES					01/23/2009	09/25/2009
813.00		996.00					-183.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		172. KEYCORP COMMON PROPERTY TYPE: SECURITIES					11/20/2008	09/25/2009
1,076.00		1,238.00					-162.00	
		72. KEYCORP COMMON PROPERTY TYPE: SECURITIES					11/21/2008	09/25/2009
450.00		436.00					14.00	
		29. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					07/27/2006	10/15/2008
778.00		939.00					-161.00	
		48. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					07/27/2006	03/18/2009
1,073.00		1,553.00					-480.00	
		131. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					07/27/2006	03/27/2009
3,022.00		4,240.00					-1,218.00	
		17. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					01/17/2008	03/27/2009
392.00		529.00					-137.00	
		55. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					01/17/2008	06/25/2009
1,415.00		1,710.00					-295.00	
		11. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					03/26/2007	06/25/2009
283.00		341.00					-58.00	
		39. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					02/27/2007	06/25/2009
1,003.00		1,169.00					-166.00	
		10. KROGER CO PROPERTY TYPE: SECURITIES					08/14/2007	04/29/2009
216.00		255.00					-39.00	
		30. KROGER CO PROPERTY TYPE: SECURITIES					01/30/2007	04/29/2009
647.00		759.00					-112.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		14. LAUDER ESTEE COS INC CL A					09/24/2008	04/29/2009
		PROPERTY TYPE: SECURITIES						
394.00		708.00					-314.00	
		89.93 LBUBS 2005-C3 A2 6/11/2005 4.553 7					06/21/2005	10/17/2008
		PROPERTY TYPE: SECURITIES						
90.00		90.00						
		251.99 LBUBS 2005-C3 A2 6/11/2005 4.553					06/21/2005	11/17/2008
		PROPERTY TYPE: SECURITIES						
252.00		253.00					-1.00	
		284.79 LBUBS 2005-C3 A2 6/11/2005 4.553					06/21/2005	12/17/2008
		PROPERTY TYPE: SECURITIES						
285.00		286.00					-1.00	
		254.65 LBUBS 2005-C3 A2 6/11/2005 4.553					06/21/2005	01/16/2009
		PROPERTY TYPE: SECURITIES						
255.00		256.00					-1.00	
		255.9 LBUBS 2005-C3 A2 6/11/2005 4.553 7					06/21/2005	02/18/2009
		PROPERTY TYPE: SECURITIES						
256.00		257.00					-1.00	
		818.95 LBUBS 2005-C3 A2 6/11/2005 4.553					06/21/2005	03/17/2009
		PROPERTY TYPE: SECURITIES						
819.00		823.00					-4.00	
		258.34 LBUBS 2005-C3 A2 6/11/2005 4.553					06/21/2005	04/17/2009
		PROPERTY TYPE: SECURITIES						
258.00		260.00					-2.00	
		291.89 LBUBS 2005-C3 A2 6/11/2005 4.553					06/21/2005	05/15/2009
		PROPERTY TYPE: SECURITIES						
292.00		293.00					-1.00	
		267.11 LBUBS 2005-C3 A2 6/11/2005 4.553					06/21/2005	06/17/2009
		PROPERTY TYPE: SECURITIES						
267.00		268.00					-1.00	
		308.91 LBUBS 2005-C3 A2 6/11/2005 4.553					06/21/2005	07/17/2009
		PROPERTY TYPE: SECURITIES						
309.00		310.00					-1.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		277.07 LBUBS 2005-C3 A2 6/11/2005 4.553 PROPERTY TYPE: SECURITIES					06/21/2005	08/17/2009
277.00		278.00					-1.00	
		334.13 LBUBS 2005-C3 A2 6/11/2005 4.553 PROPERTY TYPE: SECURITIES					08/25/2009	09/17/2009
334.00		337.00					-3.00	
		20. LILLY ELI & CO PROPERTY TYPE: SECURITIES					04/05/2007	06/25/2009
675.00		1,111.00					-436.00	
		12. LILLY ELI & CO PROPERTY TYPE: SECURITIES					08/14/2007	06/25/2009
405.00		666.00					-261.00	
		4. LILLY ELI & CO PROPERTY TYPE: SECURITIES					03/26/2007	06/25/2009
135.00		214.00					-79.00	
		70. LILLY ELI & CO PROPERTY TYPE: SECURITIES					03/13/2007	06/25/2009
2,363.00		3,648.00					-1,285.00	
		36. MDU RES GROUP INC PROPERTY TYPE: SECURITIES					06/30/2008	04/29/2009
626.00		1,243.00					-617.00	
		42. MARATHON OIL CORP COMMON STOCK PROPERTY TYPE: SECURITIES					02/07/2008	10/01/2008
1,702.00		1,938.00					-236.00	
		32. MARATHON OIL CORP COMMON STOCK PROPERTY TYPE: SECURITIES					02/07/2008	10/07/2008
1,037.00		1,477.00					-440.00	
		30. MARATHON OIL CORP COMMON STOCK PROPERTY TYPE: SECURITIES					02/27/2003	10/07/2008
972.00		344.00					628.00	
		106. MARATHON OIL CORP COMMON STOCK PROPERTY TYPE: SECURITIES					02/27/2003	02/24/2009
2,449.00		1,215.00					1,234.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		44. MARSHALL & ILSLEY CORP PROPERTY TYPE: SECURITIES					12/18/2007	01/23/2009
263.00		1,192.00					-929.00	
		118. MARSHALL & ILSLEY CORP PROPERTY TYPE: SECURITIES					05/08/2008	01/23/2009
704.00		2,965.00					-2,261.00	
		86. MATTEL INC PROPERTY TYPE: SECURITIES					09/28/2007	11/04/2008
1,308.00		2,027.00					-719.00	
		40. MATTEL INC PROPERTY TYPE: SECURITIES					09/28/2007	01/23/2009
609.00		943.00					-334.00	
		20. MCDONALDS CORP PROPERTY TYPE: SECURITIES					01/10/2007	12/30/2008
1,227.00		885.00					342.00	
		16. MCDONALDS CORP PROPERTY TYPE: SECURITIES					01/10/2007	04/21/2009
888.00		708.00					180.00	
		11. MCDONALDS CORP PROPERTY TYPE: SECURITIES					01/10/2007	04/29/2009
604.00		487.00					117.00	
		13. MCDONALDS CORP PROPERTY TYPE: SECURITIES					12/21/2006	04/29/2009
714.00		571.00					143.00	
		14. MCDONALDS CORP PROPERTY TYPE: SECURITIES					12/21/2006	05/01/2009
734.00		614.00					120.00	
		6. MCDONALDS CORP PROPERTY TYPE: SECURITIES					12/21/2006	05/18/2009
322.00		263.00					59.00	
		76. MICROSOFT CORP PROPERTY TYPE: SECURITIES					01/10/2007	04/29/2009
1,531.00		2,259.00					-728.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		22. MICROSOFT CORP PROPERTY TYPE: SECURITIES					05/01/2008	04/29/2009
443.00		641.00					-198.00	
		24. MICROSOFT CORP PROPERTY TYPE: SECURITIES					12/17/2008	09/04/2009
588.00		482.00					106.00	
		14. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					12/12/2006	04/29/2009
1,142.00		673.00					469.00	
		15000. NATL RURAL UTIL DTD 2/25/04 4.75% PROPERTY TYPE: SECURITIES					01/10/2005	10/02/2008
14,056.00		14,989.00					-933.00	
		10000. NATL RURAL UTIL DTD 2/25/04 4.75% PROPERTY TYPE: SECURITIES					01/10/2005	08/28/2009
10,544.00		9,993.00					551.00	
		16. NIKE INC CL B PROPERTY TYPE: SECURITIES					10/25/2007	04/29/2009
880.00		1,016.00					-136.00	
		12. NIKE INC CL B PROPERTY TYPE: SECURITIES					10/25/2007	09/15/2009
654.00		762.00					-108.00	
		6. NORTHERN TR CORP COM PROPERTY TYPE: SECURITIES					06/18/2002	01/20/2009
271.00		289.00					-18.00	
		53. NORTHERN TR CORP COM PROPERTY TYPE: SECURITIES					06/19/2002	01/20/2009
2,392.00		2,534.00					-142.00	
		4. NORTHERN TR CORP COM PROPERTY TYPE: SECURITIES					08/01/2002	01/20/2009
181.00		156.00					25.00	
		14. OCCIDENTAL PETE CORP PROPERTY TYPE: SECURITIES					10/30/2008	04/29/2009
783.00		755.00					28.00	

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10. OCCIDENTAL PETE CORP PROPERTY TYPE: SECURITIES	658.00		539.00					10/30/2008	06/30/2009	119.00
86. ORACLE CORP PROPERTY TYPE: SECURITIES	1,680.00		1,694.00					06/04/2007	04/29/2009	-14.00
27. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES	967.00		1,319.00					06/11/2007	04/01/2009	-352.00
3. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES	107.00		146.00					06/19/2007	04/01/2009	-39.00
6. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES	215.00		279.00					08/14/2007	04/01/2009	-64.00
6. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES	249.00		279.00					08/14/2007	06/24/2009	-30.00
56. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES	2,325.00		1,716.00					01/17/2007	06/24/2009	609.00
2. PRAXAIR INC PROPERTY TYPE: SECURITIES	144.00		130.00					02/20/2007	04/29/2009	14.00
8. PRAXAIR INC PROPERTY TYPE: SECURITIES	577.00		513.00					02/13/2007	04/29/2009	64.00
8. PRAXAIR INC PROPERTY TYPE: SECURITIES	577.00		493.00					12/12/2006	04/29/2009	84.00
8. PRAXAIR INC PROPERTY TYPE: SECURITIES	610.00		493.00					12/12/2006	07/28/2009	117.00

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		16. PRAXAIR INC PROPERTY TYPE: SECURITIES					07/28/2006	07/28/2009
1,220.00		872.00					348.00	
		6. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					07/17/2007	10/09/2008
257.00		332.00					-75.00	
		16. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					08/07/2007	10/09/2008
685.00		876.00					-191.00	
		7. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					06/15/2007	10/09/2008
300.00		374.00					-74.00	
		22. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					06/15/2007	04/29/2009
834.00		1,175.00					-341.00	
		10. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					06/15/2007	05/18/2009
389.00		534.00					-145.00	
		14. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					06/15/2007	09/15/2009
625.00		748.00					-123.00	
		7. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					08/14/2007	02/26/2009
346.00		446.00					-100.00	
		11. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					07/18/2005	02/26/2009
543.00		602.00					-59.00	
		14. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					07/18/2005	04/29/2009
698.00		766.00					-68.00	
		5000. PROCTER & GAMBLE 12/18/08 4.600 01 PROPERTY TYPE: SECURITIES					12/15/2008	08/25/2009
5,350.00		4,999.00					351.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10000. PROCTER & GAMBLE 08/28/09 3.150 0 PROPERTY TYPE: SECURITIES					08/25/2009	09/16/2009
10,069.00		9,977.00					92.00	
		80. PROLOGIS TR SH BEN INT PROPERTY TYPE: SECURITIES					09/16/2008	11/11/2008
533.00		3,360.00					-2,827.00	
		103.78 PFMLT 2005-2 2A1A 10/1/2005 VAR 1 PROPERTY TYPE: SECURITIES					10/26/2006	10/25/2008
104.00		102.00					2.00	
		190.83 PFMLT 2005-2 2A1A 10/1/2005 VAR 1 PROPERTY TYPE: SECURITIES					10/26/2006	11/25/2008
191.00		188.00					3.00	
		172.05 PFMLT 2005-2 2A1A 10/1/2005 VAR 1 PROPERTY TYPE: SECURITIES					10/26/2006	12/25/2008
172.00		170.00					2.00	
		186.17 PFMLT 2005-2 2A1A 10/1/2005 VAR 1 PROPERTY TYPE: SECURITIES					10/26/2006	01/25/2009
186.00		184.00					2.00	
		153.95 PFMLT 2005-2 2A1A 10/1/2005 VAR 1 PROPERTY TYPE: SECURITIES					10/26/2006	02/25/2009
154.00		152.00					2.00	
		351.28 PFMLT 2005-2 2A1A 10/1/2005 VAR 1 PROPERTY TYPE: SECURITIES					10/26/2006	03/25/2009
351.00		347.00					4.00	
		276.57 PFMLT 2005-2 2A1A 10/1/2005 VAR 1 PROPERTY TYPE: SECURITIES					10/26/2006	04/25/2009
277.00		273.00					4.00	
		510.86 PFMLT 2005-2 2A1A 10/1/2005 VAR 1 PROPERTY TYPE: SECURITIES					10/26/2006	05/25/2009
511.00		504.00					7.00	
		332.06 PFMLT 2005-2 2A1A 10/1/2005 VAR 1 PROPERTY TYPE: SECURITIES					10/26/2006	06/25/2009
332.00		328.00					4.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		597.61 PFMLT 2005-2 2A1A 10/1/2005 VAR 1					10/26/2006	07/25/2009
		PROPERTY TYPE: SECURITIES						
598.00		590.00					8.00	
		287.14 PFMLT 2005-2 2A1A 10/1/2005 VAR 1					10/26/2006	08/25/2009
		PROPERTY TYPE: SECURITIES						
287.00		283.00					4.00	
		359.59 PFMLT 2005-2 2A1A 10/1/2005 VAR 1					10/26/2006	09/25/2009
		PROPERTY TYPE: SECURITIES						
360.00		355.00					5.00	
		5000. PUBLIC SERVICE COLORADO 06/04/09 5					05/28/2009	06/05/2009
		PROPERTY TYPE: SECURITIES						
5,031.00		4,973.00					58.00	
		4. QUALCOMM INC					06/27/2008	04/29/2009
		PROPERTY TYPE: SECURITIES						
171.00		183.00					-12.00	
		28. QUALCOMM INC					05/15/2008	04/29/2009
		PROPERTY TYPE: SECURITIES						
1,196.00		1,261.00					-65.00	
		4. QUALCOMM INC					05/15/2008	09/15/2009
		PROPERTY TYPE: SECURITIES						
183.00		180.00					3.00	
		20. QUALCOMM INC					05/01/2008	09/15/2009
		PROPERTY TYPE: SECURITIES						
915.00		885.00					30.00	
		648. QWEST COMMUNICATIONS INTL COMMON					04/28/2008	05/06/2009
		PROPERTY TYPE: SECURITIES						
2,851.00		3,222.00					-371.00	
		142. QWEST COMMUNICATIONS INTL COMMON					06/03/2008	05/06/2009
		PROPERTY TYPE: SECURITIES						
625.00		688.00					-63.00	
		298. QWEST COMMUNICATIONS INTL COMMON					06/03/2008	05/18/2009
		PROPERTY TYPE: SECURITIES						
1,238.00		1,443.00					-205.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		32. QWEST COMMUNICATIONS INTL COMMON PROPERTY TYPE: SECURITIES					08/08/2008	05/18/2009
133.00		118.00					15.00	
		99. QWEST COMMUNICATIONS INTL COMMON PROPERTY TYPE: SECURITIES					08/08/2008	06/04/2009
436.00		366.00					70.00	
		33. QWEST COMMUNICATIONS INTL COMMON PROPERTY TYPE: SECURITIES					08/07/2008	06/04/2009
145.00		114.00					31.00	
		10. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					02/04/2009	04/29/2009
688.00		569.00					119.00	
		2. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					01/28/2009	04/29/2009
138.00		113.00					25.00	
		16. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					01/28/2009	06/18/2009
1,228.00		902.00					326.00	
		12. ROPER INDS INC NEW COM PROPERTY TYPE: SECURITIES					01/26/2007	04/29/2009
537.00		623.00					-86.00	
		10000. SBC COMMUNICATIONS INC 8/19/2002 PROPERTY TYPE: SECURITIES					01/25/2007	03/03/2009
10,419.00		10,172.00					247.00	
		20. ST JUDE MED INC PROPERTY TYPE: SECURITIES					04/04/2008	11/13/2008
663.00		910.00					-247.00	
		24. ST JUDE MED INC PROPERTY TYPE: SECURITIES					04/04/2008	04/29/2009
816.00		1,092.00					-276.00	
		50. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					06/03/2008	03/10/2009
1,040.00		1,014.00					26.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property / Gross sale price less expenses of sale	Depreciation allowed/ allowable	Description / Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	P or D	Date acquired / Gain or (loss)	Date sold
		36. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					06/18/2008	03/10/2009
749.00		699.00					50.00	
		74. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					06/18/2008	04/01/2009
1,743.00		1,437.00					306.00	
		12. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					09/04/2008	04/01/2009
283.00		230.00					53.00	
		38. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					09/04/2008	06/04/2009
915.00		730.00					185.00	
		8. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					05/08/2008	06/04/2009
193.00		150.00					43.00	
		60. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					05/08/2008	07/30/2009
1,619.00		1,121.00					498.00	
		24. STERICYCLE INC PROPERTY TYPE: SECURITIES					08/08/2007	10/23/2008
1,236.00		1,236.00						
		6. STERICYCLE INC PROPERTY TYPE: SECURITIES					08/14/2007	10/23/2008
309.00		292.00					17.00	
		8. STERICYCLE INC PROPERTY TYPE: SECURITIES					08/14/2007	04/29/2009
400.00		389.00					11.00	
		10. STERICYCLE INC PROPERTY TYPE: SECURITIES					12/21/2006	04/29/2009
500.00		361.00					139.00	
		58. SUNTRUST BKS INC PROPERTY TYPE: SECURITIES					12/26/2002	11/11/2008
2,107.00		3,378.00					-1,271.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10000. SUNTRUST BANK (FDIC) 12/16/08 3.0 PROPERTY TYPE: SECURITIES					12/11/2008	08/28/2009
10,350.00		10,049.00					301.00	
		10000. TARGET CORP 5/01/2007 5.375 5/01/ PROPERTY TYPE: SECURITIES					05/10/2007	10/23/2008
8,359.00		9,986.00					-1,627.00	
		10000. TARGET CORP 5/01/2007 5.375 5/01/ PROPERTY TYPE: SECURITIES					05/10/2007	02/26/2009
9,629.00		9,986.00					-357.00	
		5000. TARGET CORP 5/01/2007 5.375 5/01/2 PROPERTY TYPE: SECURITIES					06/25/2008	02/26/2009
4,814.00		4,843.00					-29.00	
		24. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					01/24/2007	12/30/2008
801.00		1,162.00					-361.00	
		6. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					12/22/2006	12/30/2008
200.00		273.00					-73.00	
		22. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					12/22/2006	04/29/2009
746.00		1,000.00					-254.00	
		12. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					12/22/2006	05/01/2009
439.00		545.00					-106.00	
		26. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					12/22/2006	07/22/2009
1,086.00		1,182.00					-96.00	
		.333 TIME WARNER INC PROPERTY TYPE: SECURITIES					08/22/2007	04/13/2009
7.00		14.00					-7.00	
		.01 TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES					08/22/2007	04/08/2009
		1.00					-1.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2.416 TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES					08/22/2007	08/13/2009
81.00		136.00					-55.00	
		2.259 TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES					08/14/2007	08/13/2009
76.00		123.00					-47.00	
		30.79 TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES					03/19/2008	08/13/2009
1,032.00		1,339.00					-307.00	
		8.534 TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES					10/07/2008	08/13/2009
286.00		281.00					5.00	
		6. UNION PAC CORP PROPERTY TYPE: SECURITIES					08/27/2008	04/29/2009
290.00		493.00					-203.00	
		10. UNION PAC CORP PROPERTY TYPE: SECURITIES					04/28/2008	04/29/2009
484.00		705.00					-221.00	
		15000. UNITED PARCEL SERVICE INC 01/15/0 PROPERTY TYPE: SECURITIES					01/31/2008	11/06/2008
15,023.00		15,435.00					-412.00	
		10000. UNITED PARCEL SERVICE INC 01/15/0 PROPERTY TYPE: SECURITIES					01/31/2008	03/04/2009
10,557.00		10,290.00					267.00	
		30000. UNITED STATES TREAS NTS DTD 11/16 PROPERTY TYPE: SECURITIES					06/16/2008	11/15/2008
30,000.00		30,300.00					-300.00	
		5000. US TREASURY N/B 11/15/2004 4.250 1 PROPERTY TYPE: SECURITIES					01/05/2009	05/19/2009
5,511.00		5,741.00					-230.00	
		5000. US TREASURY N/B 11/15/2004 4.250 1 PROPERTY TYPE: SECURITIES					10/02/2008	05/19/2009
5,511.00		5,401.00					110.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10000. US TREASURY N/B 11/15/2005 4.500 PROPERTY TYPE: SECURITIES					11/28/2008	01/08/2009
11,733.00		11,445.00					288.00	
		10000. US TREASURY N/B 11/15/2005 4.500 PROPERTY TYPE: SECURITIES					01/30/2009	07/07/2009
10,972.00		11,442.00					-470.00	
		5000. US TREASURY N/B 5/15/2006 5.125 5/ PROPERTY TYPE: SECURITIES					10/01/2007	10/31/2008
5,441.00		5,213.00					228.00	
		20000. US TREASURY N/B 5/15/2006 5.125 5 PROPERTY TYPE: SECURITIES					10/01/2007	01/08/2009
23,986.00		20,852.00					3,134.00	
		15000. US TREASURY N/B 5/15/2006 5.125 5 PROPERTY TYPE: SECURITIES					08/07/2006	01/08/2009
17,989.00		15,234.00					2,755.00	
		5000. US TREASURY N/B 11/15/2006 4.625 1 PROPERTY TYPE: SECURITIES					09/21/2007	10/01/2008
5,154.00		5,048.00					106.00	
		25000. US TREASURY N/B 11/15/2006 4.625 PROPERTY TYPE: SECURITIES					08/31/2007	10/01/2008
25,768.00		25,233.00					535.00	
		5000. US TREASURY N/B 11/15/2006 4.625 1 PROPERTY TYPE: SECURITIES					08/31/2007	02/12/2009
5,151.00		5,047.00					104.00	
		25000. US TREASURY N/B 11/15/2006 4.625 PROPERTY TYPE: SECURITIES					08/31/2007	02/27/2009
25,685.00		25,233.00					452.00	
		5000. US TREASURY N/B 1/2/2007 4.625 12/ PROPERTY TYPE: SECURITIES					04/30/2008	12/11/2008
5,529.00		5,339.00					190.00	
		10000. US TREASURY N/B 1/2/2007 4.625 12 PROPERTY TYPE: SECURITIES					04/30/2008	04/01/2009
10,970.00		10,678.00					292.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		20000. US TREASURY N/B 4/2/2007 4.500 3/ PROPERTY TYPE: SECURITIES					04/30/2007	08/24/2009
21,587.00		19,980.00					1,607.00	
		15000. US TREASURY N/B 4/2/2007 4.500 3/ PROPERTY TYPE: SECURITIES					04/30/2007	08/25/2009
16,200.00		14,985.00					1,215.00	
		15000. US TREASURY NT 11/15/07 4.25 11/1 PROPERTY TYPE: SECURITIES					06/30/2008	11/07/2008
15,626.00		15,338.00					288.00	
		15000. US TREASURY NT 11/15/07 4.25 11/1 PROPERTY TYPE: SECURITIES					06/30/2008	12/31/2008
17,646.00		15,338.00					2,308.00	
		15000. US TREASURY NT 11/15/07 4.25 11/1 PROPERTY TYPE: SECURITIES					11/30/2007	12/31/2008
17,646.00		15,328.00					2,318.00	
		5000. US TREASURY NT 05/31/08 3.50 05/31 PROPERTY TYPE: SECURITIES					01/05/2009	01/30/2009
5,397.00		5,441.00					-44.00	
		5000. US TREASURY NT 05/31/08 3.50 05/31 PROPERTY TYPE: SECURITIES					01/05/2009	06/30/2009
5,269.00		5,441.00					-172.00	
		10000. US TREASURY NT 05/31/08 3.50 05/3 PROPERTY TYPE: SECURITIES					02/27/2009	06/30/2009
10,538.00		10,705.00					-167.00	
		10000. TSY INFL IX N/B 07/15/08 1.375 07 PROPERTY TYPE: SECURITIES					08/15/2008	06/03/2009
9,655.00		9,853.00					-198.00	
		10000. TSY INFL IX N/B 07/15/08 1.375 07 PROPERTY TYPE: SECURITIES					08/15/2008	07/07/2009
9,496.00		9,853.00					-357.00	
		5000. UNITED STATES TREAS NTS 10/31/08 2 PROPERTY TYPE: SECURITIES					11/12/2008	12/15/2008
5,312.00		5,090.00					222.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		5000. U S TREASURY NOTE 11/15/2008 3.750 PROPERTY TYPE: SECURITIES					12/31/2008	02/09/2009
5,320.00		5,720.00					-400.00	
		15000. U S TREASURY NOTE 11/15/2008 3.75 PROPERTY TYPE: SECURITIES					12/31/2008	05/28/2009
15,059.00		17,161.00					-2,102.00	
		10000. TSY INFL IX N/B 07/15/09 1.875 07 PROPERTY TYPE: SECURITIES					07/07/2009	08/10/2009
10,066.00		9,988.00					78.00	
		34. UNITED STS STL CORP NEW PROPERTY TYPE: SECURITIES					03/25/2008	03/11/2009
648.00		4,231.00					-3,583.00	
		67. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					01/25/2007	10/15/2008
3,364.00		4,474.00					-1,110.00	
		26. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					03/26/2007	07/08/2009
634.00		1,473.00					-839.00	
		26. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					03/26/2007	07/30/2009
745.00		1,473.00					-728.00	
		24. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					01/17/2008	07/30/2009
687.00		1,302.00					-615.00	
		20. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					11/15/2007	07/30/2009
573.00		1,071.00					-498.00	
		24. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					11/15/2007	08/13/2009
656.00		1,286.00					-630.00	
		14. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					03/13/2007	08/13/2009
383.00		745.00					-362.00	

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Kind of Property / Description	Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	P or D	Date acquired	Date sold	Gain or (loss)
124. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES	1,842.00		4,071.00					03/25/2008	01/06/2009	-2,229.00
40. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES	594.00		1,302.00					04/23/2008	01/06/2009	-708.00
42. VIACOM INC-B PROPERTY TYPE: SECURITIES	923.00		1,680.00					05/15/2008	06/25/2009	-757.00
20. VIACOM INC-B PROPERTY TYPE: SECURITIES	440.00		651.00					06/18/2008	06/25/2009	-211.00
22. VIACOM INC-B PROPERTY TYPE: SECURITIES	608.00		717.00					06/18/2008	09/23/2009	-109.00
8. VIACOM INC-B PROPERTY TYPE: SECURITIES	221.00		259.00					06/19/2008	09/23/2009	-38.00
.596 WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES	15.00		20.00					11/04/2008	01/08/2009	-5.00
20000. WELLS FARGO & CO 8/8/2005 4.625 8 PROPERTY TYPE: SECURITIES	19,793.00		19,764.00					06/29/2007	10/23/2008	29.00
70. WINDSTREAM CORP PROPERTY TYPE: SECURITIES	681.00		891.00					08/10/2006	09/23/2009	-210.00
26. WINDSTREAM CORP PROPERTY TYPE: SECURITIES	253.00		298.00					01/17/2008	09/23/2009	-45.00
14. WYETH PROPERTY TYPE: SECURITIES	575.00		804.00					05/07/2007	03/10/2009	-229.00

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		12. WYETH PROPERTY TYPE: SECURITIES					05/15/2007	03/10/2009
493.00		669.00					-176.00	
		30. WYETH PROPERTY TYPE: SECURITIES					05/15/2007	03/18/2009
1,281.00		1,674.00					-393.00	
		6. WYETH PROPERTY TYPE: SECURITIES					07/24/2007	03/18/2009
256.00		310.00					-54.00	
		21. WYETH PROPERTY TYPE: SECURITIES					07/24/2007	06/25/2009
939.00		1,084.00					-145.00	
		8. WYETH PROPERTY TYPE: SECURITIES					08/14/2007	06/25/2009
358.00		365.00					-7.00	
		22. WYETH PROPERTY TYPE: SECURITIES					12/17/2008	06/25/2009
984.00		805.00					179.00	
		38. WYETH PROPERTY TYPE: SECURITIES					11/11/2008	06/25/2009
1,699.00		1,256.00					443.00	
		32. XTO ENERGY INC PROPERTY TYPE: SECURITIES					09/26/2008	09/04/2009
1,179.00		1,573.00					-394.00	
		6. XTO ENERGY INC PROPERTY TYPE: SECURITIES					09/16/2008	09/04/2009
221.00		290.00					-69.00	
		10. AMDOCS LIMITED COM PROPERTY TYPE: SECURITIES					09/08/2008	10/15/2008
238.00		296.00					-58.00	
		12. AMDOCS LIMITED COM PROPERTY TYPE: SECURITIES					09/05/2008	10/15/2008
285.00		353.00					-68.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2. AMDOCS LIMITED COM PROPERTY TYPE: SECURITIES					09/05/2008	10/16/2008
46.00		59.00					-13.00	
		24. AMDOCS LIMITED COM PROPERTY TYPE: SECURITIES					09/04/2008	10/16/2008
552.00		706.00					-154.00	
		28. AMDOCS LIMITED COM PROPERTY TYPE: SECURITIES					09/05/2008	12/17/2008
497.00		821.00					-324.00	
		14. NABORS INDUSTRIES LTD COMMON PROPERTY TYPE: SECURITIES					04/23/2008	04/29/2009
214.00		539.00					-325.00	
		20. NABORS INDUSTRIES LTD COMMON PROPERTY TYPE: SECURITIES					04/04/2008	04/29/2009
306.00		709.00					-403.00	
		40. SEAGATE TECHNOLOGY PROPERTY TYPE: SECURITIES					10/29/2007	01/23/2009
124.00		1,101.00					-977.00	
		208. SEAGATE TECHNOLOGY PROPERTY TYPE: SECURITIES					08/30/2007	01/23/2009
647.00		5,344.00					-4,697.00	
		6. ALCON INC COMMON PROPERTY TYPE: SECURITIES					08/01/2008	02/11/2009
495.00		1,046.00					-551.00	
		20. ALCON INC COMMON PROPERTY TYPE: SECURITIES					07/31/2008	02/11/2009
1,649.00		3,447.00					-1,798.00	
		4. WEATHERFORD INTL LTD REG PROPERTY TYPE: SECURITIES					06/27/2008	04/29/2009
65.00		194.00					-129.00	
		28. WEATHERFORD INTL LTD REG PROPERTY TYPE: SECURITIES					04/04/2008	04/29/2009
456.00		1,067.00					-611.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		124. WEATHERFORD INTL LTD REG					04/04/2008	07/20/2009
		PROPERTY TYPE: SECURITIES						
2,299.00		4,727.00					-2,428.00	
		5.624 TRANSOCEAN LTD					08/14/2007	04/29/2009
		PROPERTY TYPE: SECURITIES						
375.00		566.00					-191.00	
		4.197 TRANSOCEAN LTD					06/12/2007	04/29/2009
		PROPERTY TYPE: SECURITIES						
280.00		413.00					-133.00	
		.177 TRANSOCEAN LTD					05/18/2007	04/29/2009
		PROPERTY TYPE: SECURITIES						
12.00		17.00					-5.00	
		39. TRANSOCEAN LTD					05/18/2007	07/09/2009
		PROPERTY TYPE: SECURITIES						
2,678.00		3,707.00					-1,029.00	
		6. TRANSOCEAN LTD					02/26/2009	07/09/2009
		PROPERTY TYPE: SECURITIES						
412.00		358.00					54.00	
		16. TRANSOCEAN LTD					10/07/2008	09/04/2009
		PROPERTY TYPE: SECURITIES						
1,225.00		1,399.00					-174.00	
TOTAL GAIN(LOSS)		....					-422,697.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONEY MARKET INTEREST	30,715.	30,715.
TOTAL	30,715.	30,715.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	7,408.	7,408.
NONTAXABLE DIVIDENDS	213.	
DOMESTIC DIVIDENDS	38,888.	38,888.
CORPORATE INTEREST	1,862.	1,862.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	21,824.	21,824.
NONQUALIFIED FOREIGN DIVIDENDS	3.	3.
NONQUALIFIED DOMESTIC DIVIDENDS	2,557.	2,557.
TOTAL	72,755.	72,542.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	550.	275.		275.
TOTALS	550.	275.	NONE	275.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	868.	868.
FOREIGN TAXES ON NONQUALIFIED	4.	4.
TOTALS	872.	872.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK SERVICE FEES	36,952.	36,952.	
OTHER MISC. EXPENSES	200.		200.
TOTALS	37,152.	36,952.	200.

THE HIGHFIELD FOUNDATION, FIFTH THIRD BANK, 31-6391904

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE ATTACHED	2,233,569.	2,366,021.
TOTALS	2,233,569.	2,366,021.

THE HIGHFIELD FOUNDATION, FIFTH THIRD BANK, 31-6391904

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE ATTACHED	1,188,969.	1,220,224.
TOTALS	1,188,969.	1,220,224.

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

DESCRIPTION		AMOUNT
BASIS ADJUSTMENT - IMPUTED OID INTEREST		1,862.
	TOTAL	1,862.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
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OH

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

OFFICER NAME:
FIFTH THIRD BANK
ADDRESS:
38 FOUNTAIN SQUARE PLAZA
CINCINNATI, OH 45263
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	3,330,165.	206,165.	
FEBRUARY	3,184,895.	230,849.	
MARCH	3,262,270.	230,858.	
APRIL	3,081,280.	205,139.	
MAY	2,890,203.	194,166.	
JUNE	3,007,365.	208,278.	
JULY	3,347,215.	58,499.	
AUGUST	3,327,615.	215,698.	
SEPTEMBER	3,320,618.	206,997.	
OCTOBER	3,479,396.	219,127.	
NOVEMBER	3,469,819.	91,626.	
DECEMBER	3,586,245.	85,380.	
TOTAL	39,287,086.	2,152,782.	
AVERAGE FMV	3,273,924.	179,399.	

THE HIGHFIELD FOUNDATION, FIFTH THIRD BANK, 31-6391904
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
See Schedule Attached
ADDRESS:
SEE SCHEDULE ATTACHED

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SEE SCHEDULE ATTACHED
FOUNDATION STATUS OF RECIPIENT:
CHARITY
AMOUNT OF GRANT PAID .... 183,000.

TOTAL GRANTS PAID: 183,000.

Highfield Foundation
Contributions
Fiscal Year Ending 9/30/2009

Organization	Address	City	St	Zip	Usage	Amt	Date Paid
Alliance for Visual Art/Gallery & Art Center	11 Bank Street	Lebanon	NH	03766-1749	Project/Program Support	$8,000 00	8/19/2009
Association of Episcopal Colleges	815 Second Avenue	New York	NY	10017-4594	Project/Program Support	$5,000 00	8/19/2009
Berry College	Office of the President	Mount Berry	GA	30149-0039	Project/Program Support	$5,000 00	8/19/2009
Bioneers / Collective Heritage Institute	1607 Paseo de Peralta, Suite 3	Santa Fe	NM	87501	Project/Program Support	$2,000 00	8/19/2009
Channel G	862 Sir Francis Drake Blvd , #157	San Anselmo	CA	94960	Project/Program Support	$3,000.00	8/19/2009
Christ Church of Glendale	965 Forest Avenue	Glendale	OH	45246-4499	Project/Program Support	$5,000 00	8/19/2009
Cincinnati Children's Hospital Foundation	3333 Burnet Avenue	Cincinnati	OH	45229-3039	Project/Program Support	$5,000 00	8/19/2009
Community Health Awareness Council	711 Church Street	Mountain View	CA	94042-0335	Project/Program Support	$7,000 00	8/19/2009
CORA	PO Box 5090	San Mateo	CA	94402	Project/Program Support	$4,000 00	8/19/2009
Episcopal Church Foundation	815 Second Avenue	New York	NY	10017-4564	Project/Program Support	$5,000 00	8/19/2009
Fairbanks Museum and Planetarium	1302 Main Street	St Johnsbury	VT	05819-2248	Project/Program Support	$4,000.00	8/19/2009
Flint Institute of Arts	1120 East Kearsley Street	Flint	MI	48503-1915	Project/Program Support	$5,000.00	8/19/2009
Flint River Watershed Coalition (FRWC)	432 N Saginaw Street, Ste. 238	Flint	MI	48502	Project/Program Support	$5,000.00	8/19/2009
Friends of Les Cheneaux Community Library	P O Box 332	Hessel	MI	49745	Project/Program Support	$5,000 00	8/19/2009
Great Lakes Boat Building School	485 South Meridian Road	Cedarville	MI	49719	Project/Program Support	$5,000 00	8/19/2009
KQED	2601 Mariposa Street	San Francisco	CA	94110-1426	Project/Program Support	$1,000.00	8/19/2009
Lake Oswego Rowing Club Foundation	P O Box 369	Lake Oswego	OR	97034-0369	Project/Program Support	$2,000 00	8/19/2009
Les Cheneaux Community Foundation	P O Box 249	Cedarville	MI	49719-0249	Project/Program Support	$5,000 00	8/19/2009
Les Cheneaux Watershed Council	P O Box 578	Cedarville	MI	49719-0578	Project/Program Support	$5,000 00	8/19/2009
National Center for Science Education	420 40th Street, Suite 2	Oakland	CA	94609-2509	General Operating Support	$1,000.00	8/19/2009
Nature Conservancy/Michigan Chapter	101 East Grand River Avenue	Lansing	MI	48906	Project/Program Support	$5,000 00	8/19/2009
Nature Conservancy of Vermont	27 State Street, Suite 4	Montpelier	VT	05602-2959	Project/Program Support	$9,000.00	8/19/2009
Pine Mountain Music Festival	PO Box 406	Hancock	MI	49930	Project/Program Support	$5,000 00	8/19/2009
PlaNetwork NGO, Inc.	1230 Market Street, Suite #517	San Francisco	CA	94102	Project/Program Support	$4,000 00	9/16/2009
PlaNetwork NGO, Inc.	1230 Market Street, Suite #517	San Francisco	CA	94102	Project/Program Support	$2,000 00	9/16/2009
Proctor Academy	P O. Box 389	Andover	NH	03216-0389	Project/Program Support	$21,000.00	8/20/2009
Quaker Center	P. O Box 686	Ben Lomond	CA	95005	Project/Program Support	$6,000 00	8/20/2009
Rainforest Action Network (RAN)	221 Pine Street, Suite 500	San Francisco	CA	94104	Project/Program Support	$2,000 00	8/19/2009
Rudolf Steiner Foundation	1002A O'Reilly Avenue	San Francisco	CA	94129	Project/Program Support	$5,000 00	8/19/2009
Save The Golden Lion Tamarin	9604 Garwood Street	Silver Spring	MD	20901	Project/Program Support	$2,000 00	8/19/2009
Sustainable Nations	P O Box 1111	Trinidad	CA	95570	Project/Program Support	$1,000 00	8/19/2009
TimeBanks USA	5500 39th Street NW	Washington	DC	20015-2904	Project/Program Support	$1,000 00	8/19/2009
TurtleWill, Inc	P. O Box 1147	Carefree	AZ	85377	Project/Program Support	$5,000 00	8/19/2009
University of Michigan LS & A Development	Marketing and Communication	Ann Arbor	MI	48109	Project/Program Support	$5,000.00	8/19/2009
University of Michigan School of Social Work	Room 3840-SSWB, Mail Box 7	Ann Arbor	MI	48109	Project/Program Support	$5,000.00	8/19/2009
Vanderbilt-Ingram Cancer Center	c/o Gift Processing	Nashville	TN	37235	Project/Program Support	$4,000 00	8/19/2009
Vermont Land Trust	8 Bailey Avenue	Montpelier	VT	05602	Project/Program Support	$7,000.00	8/19/2009
Vermont Public Radio	365 Troy Ave	Colchester	VT	05446-3126	Project/Program Support	$2,000 00	8/19/2009
Wildlife Conservation Network Inc	25745 Bassett Lane	Los Altos	CA	94022-4401	Project/Program Support	$4,000.00	8/19/2009
Yellowstone Park Foundation	222 East Main Street, Suite 301	Bozeman	MT	59715	Project/Program Support	$1,000 00	8/19/2009
						$ 183,000.00	

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents									
2,378 5600		CASH	$1.000	$2,378.56	0.1%	$2,378.56			
34,817.0000		FIFTH THIRD BANKSAFE TRUST (INCOME INVESTMENT) CUSIP - 316775907	$1.000	$34,817.00	0.9%	$34,817.00		$45.27	0.1%
48,184.0000		FIFTH THIRD BANKSAFE TRUST CUSIP - 316775907	$1.000	$48,184.00	1.3%	$48,184.00		$62.63	0.1%
		Cash & Equivalents - Total		**$85,379.56**	**2.3%**	**$85,379.56**		**$107.90**	**0.1%**
Fixed Income									
10,000.0000		ABBOTT LABORATORIES 11/09/07 5.150 11/30/12 CUSIP - 002819AA8	$109.189	$10,918.90	0.3%	$10,059.70	$859.20	$515.00	4.7%
10,000.0000		BB&T CORPORATION SR NT 04/27/09 5 700 04/30/14 CUSIP - 05531FAA1	$108.295	$10,829.50	0.3%	$10,618.10	$211.40	$570.00	5.3%
15,000 0000		BANC AMER COML MTG INC 9/1/2002 5.118 7/11/2043 CL A-3 CUSIP - 05947UHM3	$103.419	$15,512.85	0.4%	$15,375.59	$137.26	$767.70	4.9%
20,000 0000		BANK OF AMERICA 05/02/08 5.650 05/01/18 CUSIP - 06051GDX4	$98.739	$19,747.80	0.5%	$19,680.67	$67.13	$1,130 00	5.7%
15,000.0000		BANK NEW YORK INC 08/27/08 5 125 08/27/13 CUSIP - 06406HBK4	$108.095	$16,214 25	0.4%	$14,652.56	$1,561.69	$768 75	4 7%
75,000 0000		BARCLAYS EQUITY LINKED CD MAT 05/27/2014 CUSIP - 06740AEF2	$103.220	$77,415.00	2.1%	$75,000.00	$2,415.00		
10,000.0000		BERKSHIRE HATHAWAY FIN CORP 11/15/08 4 600 05/15/13	$105.940	$10,594.00	0.3%	$9,987.60	$606.40	$460 00	4.3%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income								(continued)	
		CUSIP - 084664BD2							
10,000.0000		CHEVRON CORP SR NT 03/03/09 3.950 03/03/14 CUSIP - 166751AH0	$105.291	$10,529 10	0.3%	$10,045.10	$484 00	$395.00	3.8%
10,000 0000		CISCO SYS INC 02/17/09 4.950 02/15/19 CUSIP - 17275RAE2	$105.118	$10,511.80	0.3%	$9,977.40	$534.40	$495.00	4.7%
25,000.0000		CITIGROUP INC 1/16/2001 6.500 1/18/2011 CUSIP - 172967BC4	$103.696	$25,924.00	0.7%	$27,390.75	$(1,466.75)	$1,625.00	6.3%
15,000 0000		COCA COLA CO 03/06/09 4 875 03/15/19 SR NT CUSIP - 191216AM2	$105.535	$15,830.25	0.4%	$14,861 55	$968.70	$731 25	4 6%
5,000.0000		CONOCOPPHILLIPS 05/08/08 5.200 5/15/18 CUSIP - 20825CAN4	$105.972	$5,298.60	0.1%	$4,999.55	$299.05	$260.00	4.9%
15,000.0000		JOHN DEER CAP CORP 09/08/08 4.900 09/09/13 CUSIP - 24422EQU6	$106.930	$16,039.50	0.4%	$14,967.75	$1,071.75	$735.00	4.6%
30,000 0000		FEDERAL HOME LN BKS 1/6/2006 4.625 2/18/2011 CUSIP - 3133XECU1	$105.375	$31,612.50	0.9%	$30,856.11	$756.39	$1,387.50	4.4%
15,000 0000		FEDERAL HOME LOAN BANK 12/1/2006 4.750 12/16/2016 CUSIP - 3133XHZK1	$109.031	$16,354.65	0.4%	$15,262.53	$1,092.12	$712.50	4.4%
45,000.0000		FED FARM CREDIT 04/17/09 2.625 04/17/14 CUSIP - 31331GTJ8	$100.375	$45,168.75	1.2%	$45,035.55	$133.20	$1,181.25	2.6%
35,000 0000		FREDDIE MAC	$109.719	$38,401.65	1.0%	$38,606.12	$(204.47)	$1,793.75	4.7%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income								(continued)	
		7/16/2002 5.125 7/15/2012 CUSIP - 3134A4QD9							
25,000.0000		FREDDIE MAC 1/17/2003 4 500 1/15/2013 CUSIP - 3134A4SA3	$108.375	$27,093.75	0.7%	$24,509.11	$2,584.64	$1,125 00	4.2%
40,000.0000		FANNIE MAE 9/23/2002 4.375 9/15/2012 CUSIP - 31359MPF4	$107.500	$43,000.00	1.2%	$40,840.12	$2,159.88	$1,750.00	4.1%
45,000 0000		FANNIE MAE 1/12/2007 5.000 2/13/2017 CUSIP - 31359M4D2	$110 563	$49,753.35	1.4%	$47,751.46	$2,001.89	$2,250.00	4.5%
25,779 3300		FNBR 2007-B2 AB 5/01/2007 5.500 12/25/2020 CUSIP - 31396V2P2	$105.965	$27,317.07	0.7%	$25,759.19	$1,557 88	$1,417.86	5.2%
10,000 0000		GMAC LLC (FDIC) 06/08/09 2.200 12/19/12 CUSIP - 36186CBF9	$101.068	$10,106.80	0.3%	$9,984.10	$122.70	$220.00	2.2%
10,000 0000		GENERAL ELEC CAP CORP 02/21/01 6.125 02/22/11 CUSIP - 36962GWB6	$105.515	$10,551.50	0.3%	$10,857.60	$(306.10)	$612.50	5.8%
10,000.0000		GOLDMAN SACHS GROUP INC 1/10/2002 6.600 1/15/2012 CUSIP - 38141GBU7	$108.587	$10,858.70	0.3%	$9,993.60	$865.10	$660.00	6.1%
5,000.0000		GOLDMAN SACHS GROUP INC (FDIC) 12/1/2008 3.250 6/15/2012 CUSIP - 38146FAA9	$104.363	$5,218.15	0.1%	$4,980.60	$237.55	$162.50	3.1%
5,000 0000		HEWLETT-PACKARD CO 03/03/08 4.25 03/01/13 CUSIP - 428236AQ6	$106.775	$5,338.75	0.1%	$4,996.05	$342.70	$225.00	4.2%
20,000 0000		HONDA AUTO RECEIVABLES TR	$102.340	$20,468.00	0.6%	$19,999.34	$468.66	$558 00	2.7%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income								(continued)	
		05/12/09 3.100 07/15/11 CUSIP - 43812UAC5							
10,000.0000		IBM CORP DTD 11/27/02 4.75% DUE 11/29/12 CUSIP - 459200BA8	$108.163	$10,816.30	0.3%	$10,832.50	$(16.20)	$475 00	4.4%
15,000 0000		JP MORGAN CHASE & CO 12/20/07 6.000 01/15/18 CUSIP - 46625HGY0	$107.333	$16,099.95	0.4%	$13,809.03	$2,290.92	$900.00	5.6%
25,634 4300		LBUBS 2005-C3 A2 6/11/2005 4.553 7/15/2030 CUSIP - 52108H4R2	$101.007	$25,892.57	0.7%	$25,777.53	$115 04	$1,167 14	4.5%
11,039.3500		PFMLT 2005-2 2A1A 10/1/2005 VAR 10/25/2035 CUSIP - 743873BL4	$93.521	$10,324.11	0.3%	$10,890 57	$(566 46)	$519 51	5.0%
10,000 0000		PUBLIC SERVICE COLORADO 06/04/09 5.125 06/01/19 CUSIP - 744448CC3	$107.201	$10,720.10	0.3%	$9,946.00	$774.10	$512.50	4.8%
10,000.0000		SBC COMMUNICATIONS INC 8/19/2002 5.875 8/15/2012 CUSIP - 78387GAK9	$109.448	$10,944.80	0.3%	$10,171.50	$773.30	$587.50	5.4%
10,000 0000		SHELL INTL FIN 09/22/09 3.250 09/22/15 CUSIP - 822582AH5	$100.647	$10,064.70	0.3%	$9,971.90	$92.80	$325.00	3.2%
10,000.0000		SOVEREIGN BANK (FDIC) 12/22/08 2.750 01/17/12 CUSIP - 846042AA7	$102.929	$10,292.90	0.3%	$10,245.00	$47.90	$275.00	2.7%
10,000.0000		STATE STREET CORP 05/22/09 4.300 05/30/14 CUSIP - 857477AE3	$105.070	$10,507.00	0.3%	$9,990.50	$516.50	$430.00	4.1%
80,000.0000		US TREASURY N/B	$106.027	$84,821.60	2.3%	$86,688.20	$(1,866.60)	$4,000.00	4 7%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income								(continued)	
		2/15/2001 5.000 2/15/2011 CUSIP - 9128276T4							
40,000.0000		US TREASURY N/B 11/15/2004 4.250 11/15/2014 CUSIP - 912828DC1	$109.219	$43,687.60	1.2%	$43,032.98	$654.62	$1,700 00	3.9%
60,000.0000		US TREASURY N/B 11/15/2005 4 500 11/15/2015 CUSIP - 912828EN6	$110.258	$66,154.80	1.8%	$60,355.81	$5,798.99	$2,700.00	4.1%
45,000 0000		US TREASURY N/B 1/2/2007 4.625 12/31/2011 CUSIP - 912828GC8	$107.820	$48,519.00	1.3%	$48,265 43	$253.57	$2,081.25	4 3%
40,000.0000		US TREASURY NT 05/31/08 0.00 05/31/13 CUSIP - 912828JB7	$106.289	$42,515.60	1.2%	$41,446 20	$1,069.40	$1,250.00	2.9%
50,000 0000		U S TREASURY NOTES 08/31/08 3.125 08/31/13 CUSIP - 912828JK7	$104.805	$52,402.50	1.4%	$53,614.84	$(1,212.34)	$1,500 00	2.9%
40,000.0000		UNITED STATES TREAS NTS 10/31/08 2.750 10/31/13 CUSIP - 912828JQ4	$103.203	$41,281.20	1.1%	$40,661.80	$619.40	$1,100.00	2.7%
25,000 0000		U S TREASURY NOTE 11/15/2008 3.750 11/15/2018 CUSIP - 912828JR2	$103.477	$25,869.25	0.7%	$27,018.81	$(1,149.56)	$937.50	3.6%
25,000 0000		U S TREASURY NOTE 02/15/09 1.375 02/15/12 CUSIP - 912828KC3	$100.523	$25,130.75	0.7%	$25,064.45	$66.30	$343 75	1.4%
15,000.0000		U S TREASURY NOTE 05/15/09 3.125 05/15/19 CUSIP - 912828KQ2	$98.398	$14,759.70	0.4%	$14,509.15	$250.55	$468.75	3.2%
40,000.0000		U S TREASURY NOTE	$102.445	$40,978.00	1.1%	$40,125.85	$852.15	$1,300.00	3.2%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income								**(continued)**	
		05/31/09 3.250 05/31/16 CUSIP - 912828KW9							
10,000.0000		TSY INFL IX N/B 07/15/09 1 875 07/15/19 CUSIP - 912828LA6	$103.840	$10,384.04	0.3%	$9,987.54	$396.50	$187.50	1.8%
10,000.0000		WAL-MART STORES 04/05/07 5 375 04/05/17 CUSIP - 931142CG6	$109.444	$10,944.40	0.3%	$10,422.80	$521.60	$537 50	4.9%
10,000 0000		WELLS FARGO & CO 12/10/07 5.625 12/11/17 CUSIP - 949746NX5	$105.039	$10,503.90	0.3%	$9,092.92	$1,410.98	$562.50	5 4%
		Fixed Income - Total		**$1,220,223.94**	**33.2%**	**$1,188,969.11**	**$31,254.83**	**$46,368.96**	**3.8%**
Equities									
160.0000	DOX	AMDOCS LIMITED CUSIP - G02602103	$26.880	$4,300.80	0.1%	$4,602.68	$(301.88)		
130.0000	NBR	NABORS INDUSTRIES LTD COMMON CUSIP - G6359F103	$20.900	$2,717.00	0.1%	$4,609.53	$(1,892.53)		
32.0000	ACL	ALCON INC CUSIP - H01301102	$138.670	$4,437.44	0.1%	$4,162.03	$275.41	$116.64	2.6%
148.0000	WFT	WEATHERFORD INTL LTD REG CUSIP - H27013103	$20.730	$3,068.04	0.1%	$2,857.60	$210.44		
86.0000	RIG	TRANSOCEAN LTD CUSIP - H8817H100	$85.530	$7,355.58	0.2%	$6,351.44	$1,004.14		
399.0000	AA	ALCOA INC CUSIP - 013817101	$13.120	$5,234.88	0.1%	$5,518 89	$(284.01)	$47.88	0 9%
94.0000	ALL	ALLSTATE CORP CUSIP - 020002101	$30.620	$2,878.28	0.1%	$5,135.10	$(2,256.82)	$75.20	2.6%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
394.0000	MO	ALTRIA GROUP INC CUSIP - 02209S103	$17.810	$7,017.14	0.2%	$7,874.81	$(857.67)	$535.84	7.6%
38.0000	AMZN	AMAZON COMM INC CUSIP - 023135106	$93.360	$3,547.68	0.1%	$2,986.99	$560.69		
168.0000	AMGN	AMGEN INC CUSIP - 031162100	$60.230	$10,118.64	0.3%	$8,973.89	$1,144.75		
86 0000	APC	ANADARKO PETE CORP CUSIP - 032511107	$62.730	$5,394.78	0.1%	$3,505.69	$1,889.09	$30.96	0 6%
174 0000	NLY	ANNALY CAPITAL MANAGEMENT INC CUSIP - 035710409	$18.140	$3,156.36	0.1%	$2,653.40	$502.96	$480.24	15.2%
101 0000	APA	APACHE CORP CUSIP - 037411105	$91.830	$9,274.83	0.3%	$6,797.99	$2,476 84	$60.60	0.7%
45.0000	AAPL	APPLE INC CUSIP - 037833100	$185.350	$8,340.75	0.2%	$3,278.34	$5,062.41		
495.0000	BAC	BANK AMER CORP CUSIP - 060505104	$16.920	$8,375.40	0.2%	$11,226.69	$(2,851.29)	$19.80	0.2%
2,835.9540	BARAX	BARON ASSET FD SH BEN INT FUND #585 CUSIP - 068278100	$43.620	$123,704.31	3.4%	$153,856.50	$(30,152.19)	$116.27	0.1%
1,705.7330	BGRFX	BARON GROWTH FUND FUND #587 CUSIP - 068278209	$39.000	$66,523.59	1.8%	$47,237.99	$19,285.60		
87 0000	BAX	BAXTER INTL INC CUSIP - 071813109	$57.010	$4,959.87	0.1%	$4,233.27	$726.60	$90.48	1.8%
82.0000	BBY	BEST BUY INC CUSIP - 086516101	$37.520	$3,076.64	0.1%	$3,883.73	$(807.09)	$45 92	1.5%
20.0000	BLK	BLACKROCK, INC	$216.820	$4,336.40	0.1%	$4,362.77	$(26.37)	$62.40	1.4%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		COMMON CUSIP - 09247X101							
148.0000	BRCM	BROADCOM CORP CUSIP - 111320107	$30.690	$4,542.12	0.1%	$2,825.09	$1,717.03		
142.0000	BKC	BURGER KING HOLDINGS INC CUSIP - 121208201	$17.590	$2,497.78	0.1%	$3,247.83	$(750.05)	$35.50	1.4%
116.0000	CVS	CVS/CAREMARK CORPORATION CUSIP - 126650100	$35.740	$4,145.84	0.1%	$3,536.68	$609.16	$35.38	0.9%
154.0000	CCL	CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP CUSIP - 143658300	$33.280	$5,125.12	0.1%	$4,313.62	$811.50	$246.40	4.8%
49.0000	CAT	CATERPILLAR INC CUSIP - 149123101	$51.330	$2,515.17	0.1%	$3,208.92	$(693.75)	$82.32	3.3%
165 0000	CVX	CHEVRON CORPORATION CUSIP - 166764100	$70.430	$11,620.95	0.3%	$9,004.42	$2,616.53	$448.80	3.9%
446.0000	CSCO	CISCO SYSTEMS INC CUSIP - 17275R102	$23.540	$10,498.84	0.3%	$8,562.14	$1,936.70		
68.0000	CL	COLGATE PALMOLIVE CO COM CUSIP - 194162103	$76.280	$5,187.04	0.1%	$4,464.96	$722.08	$119.68	2.3%
179 0000	COP	CONOCOPHILLIPS CUSIP - 20825C104	$45.160	$8,083.64	0.2%	$6,005.30	$2,078.34	$336.52	4.2%
56 0000	CNX	CONSOL ENERGY INC COM CUSIP - 20854P109	$45.110	$2,526.16	0.1%	$3,124 84	$(598 68)	$22 40	0.9%
66.0000	DHR	DANAHER CORP CUSIP - 235851102	$67.320	$4,443.12	0.1%	$4,382.53	$60.59	$7.92	0.2%
112.0000	DRI	DARDEN RESTAURANTS INC CUSIP - 237194105	$34.130	$3,822.56	0.1%	$2,806.73	$1,015.83	$112.00	2 9%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
104.0000	DIS	DISNEY WALT CO CUSIP - 254687106	$27.460	$2,855.84	0.1%	$2,942.99	$(87.15)	$36.40	1.3%
198.0000	DFS	DISCOVER FINANCIAL SERVICES CUSIP - 254709108	$16.230	$3,213.54	0.1%	$3,251.90	$(38.36)	$15.84	0.5%
289.0000	DOW	DOW CHEM CO CUSIP - 260543103	$26.070	$7,534.23	0.2%	$8,672.16	$(1,137.93)	$173 40	2.3%
326.0000	EMC	E M C CORP/MASS CUSIP - 268648102	$17.040	$5,555.04	0.2%	$4,884.84	$670.20		
74 0000	EBAY	EBAY INC COM CUSIP - 278642103	$23.600	$1,746 40	0.0%	$1,618.00	$128.40		
82 0000	EIX	EDISON INTL COM CUSIP - 281020107	$33.580	$2,753.56	0.1%	$2,576.12	$177 44	$101 68	3.7%
32.0000	ENR	ENERGIZER HLDGS INC CUSIP - 29266R108	$66.340	$2,122.88	0.1%	$2,136.58	$(13.70)		
2,596 7730	AEPFX	EUROPACIFIC GROWTH FD CL F-2 CUSIP - 29875E100	$37.730	$97,976.25	2.7%	$95,101.51	$2,874.74	$2,129 35	2.2%
52 0000	ESRX	EXPRESS SCRIPTS INC COM CUSIP - 302182100	$77.580	$4,034.16	0.1%	$3,752.64	$281 52		
122.0000	XOM	EXXON MOBIL CORP CUSIP - 30231G102	$68.610	$8,370.42	0.2%	$7,387.29	$983.13	$204.96	2.4%
98.0000	FAST	FASTENAL CO CUSIP - 311900104	$38.700	$3,792.60	0.1%	$3,416.64	$375.96	$72.52	1.9%
70.0000	FE	FIRST ENERGY CUSIP - 337932107	$45.720	$3,200.40	0.1%	$2,762.76	$437.64	$154.00	4.8%
84.0000	FLR	FLUOR CORP NEW COM	$50.850	$4,271.40	0.1%	$4,420.75	$(149.35)	$42.00	1.0%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		CUSIP - 343412102							
46.0000	FLS	FLOWSERVE CORP COM CUSIP - 34354P105	$98.540	$4,532.84	0.1%	$4,473.29	$59.55	$49 68	1.1%
190.0000	FRX	FOREST LABS INC COM CUSIP - 345838106	$29.440	$5,593.60	0.2%	$6,195.34	$(601.74)		
68 0000	FCX	FREEPORT-MCMORAN COPPER & GOLD CL B CUSIP - 35671D857	$68.610	$4,665.48	0.1%	$2,615.71	$2,049.77		
78 0000	GD	GENERAL DYNAMICS CORP CUSIP - 369550108	$64.600	$5,038.80	0.1%	$3,997.99	$1,040 81	$118 56	2.4%
358.0000	GE	GENERAL ELECTRIC CO CUSIP - 369604103	$16.420	$5,878.36	0.2%	$11,596.62	$(5,718.26)	$143.20	2.4%
60.0000	GIS	GENERAL MLS INC COM CUSIP - 370334104	$64.380	$3,862.80	0.1%	$4,036.16	$(173.36)	$112.80	2.9%
88.0000	GILD	GILEAD SCIENCES INC COM CUSIP - 375558103	$46.500	$4,092.00	0.1%	$1,224.89	$2,867.11		
17.0000	GOOG	GOOGLE INC-CL A CUSIP - 38259P508	$495.850	$8,429.45	0.2%	$7,454.69	$974.76		
751.1150	HAINX	HARBOR INTERNATIONAL INST CUSIP - 411511306	$52.630	$39,531.18	1.1%	$28,640.00	$10,891.18	$583.62	1.5%
68 0000	HNZ	HEINZ H J CO CUSIP - 423074103	$39.750	$2,703.00	0.1%	$3,268.80	$(565.80)	$114 24	4.2%
324.0000	HPQ	HEWLETT PACKARD CO CUSIP - 428236103	$47.210	$15,296.04	0.4%	$10,996.03	$4,300.01	$103.68	0.7%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
104.0000	ITW	ILLINOIS TOOL WKS INC CUSIP - 452308109	$42.710	$4,441.84	0.1%	$4,776.58	$(334.74)	$128.96	2.9%
96.0000	ILMN	ILLUMINA INC COMM STK CUSIP - 452327109	$42.500	$4,080.00	0.1%	$4,240.30	$(160.30)		
609 0000	INTC	INTEL CORP CUSIP - 458140100	$19.570	$11,918.13	0.3%	$10,621 89	$1,296.24	$341.04	2.9%
71.0000	IBM	INTERNATIONAL BUSINESS MACHS CUSIP - 459200101	$119.610	$8,492.31	0.2%	$6,760.71	$1,731.60	$156.20	1.8%
1,608.0000	IVV	ISHARES S&P 500 INDEX FD CUSIP - 464287200	$106.010	$170,464.08	4.6%	$225,954.23	$(55,490.15)	$3,380.02	2.0%
1,000.0000	EEM	ISHARES TR MSCI EMERGING MKTS INDEX FD CUSIP - 464287234	$38.910	$38,910 00	1.1%	$41,110.00	$(2,200 00)	$495 00	1.3%
1,763 0000	EFA	ISHARES MSCI EAFE INDEX FD CUSIP - 464287465	$54.680	$96,400.84	2.6%	$99,741.11	$(3,340.27)	$2,619.82	2.7%
1,651.0000	IWR	ISHARES RUSSELL MIDCAP INDEX FD CUSIP - 464287499	$78.230	$129,157.73	3.5%	$140,496 05	$(11,338.32)	$1,598 17	1.2%
911 0000	IWM	ISHARES RUSSELL 2000 INDEX FD CUSIP - 464287655	$60.240	$54,878 64	1.5%	$60,481.45	$(5,602.81)	$529.29	1 0%
319.0000	JPM	JP MORGAN CHASE & CO CUSIP - 46625H100	$43.820	$13,978.58	0.4%	$12,485.03	$1,493.55	$63.80	0.5%
241.0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	$60.890	$14,674.49	0.4%	$15,186.00	$(511.51)	$472.36	3.2%
119.0000	JCI	JOHNSON CTLS INC CUSIP - 478366107	$25.560	$3,041.64	0.1%	$4,051.46	$(1,009.82)	$61.88	2.0%
152.0000	JNPR	JUNIPER NETWORKS INC CUSIP - 48203R104	$27.020	$4,107.04	0.1%	$3,979.27	$127.77		

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
103.0000	K	KELLOGG CO CUSIP - 487836108	$49.230	$5,070.69	0.1%	$5,019.57	$51 12	$154.50	3.0%
56.0000	KSS	KOHLS CORP COM CUSIP - 500255104	$57.050	$3,194.80	0.1%	$2,767.01	$427.79		
152.0000	KR	KROGER CO CUSIP - 501044101	$20.640	$3,137.28	0.1%	$3,814.61	$(677.33)	$57.76	1.8%
104.0000	EL	LAUDER ESTEE COS INC CL A CUSIP - 518439104	$37.080	$3,856.32	0.1%	$4,490.08	$(633.76)	$57.20	1.5%
9,212.2190	LZOEX	LAZARD EMERGING MARKETS PORT-OP CUSIP - 52106N764	$17.680	$162,872.03	4.4%	$114,600.00	$48,272.03	$3,942.83	2.4%
176.0000	MDU	MDU RES GROUP INC COM CUSIP - 552690109	$20.850	$3,669.60	0.1%	$5,467.30	$(1,797.70)	$109.12	3.0%
152.0000	MAT	MATTEL INC COM CUSIP - 577081102	$18.460	$2,805.92	0.1%	$3,258.16	$(452.24)	$114.00	4.1%
81.0000	MCD	MCDONALDS CORP CUSIP - 580135101	$57.070	$4,622.67	0.1%	$3,554.67	$1,068.00	$178 20	3.9%
128.0000	MRK	MERCK & CO INC CUSIP - 589331107	$31.630	$4,048.64	0.1%	$4,059.15	$(10.51)	$194.56	4.8%
143 0000	MET	METLIFE INC CUSIP - 59156R108	$38.070	$5,444.01	0.1%	$5,070.33	$373.68	$105.82	1.9%
563 0000	MSFT	MICROSOFT CORP CUSIP - 594918104	$25.720	$14,480.36	0.4%	$13,399.98	$1,080.38	$292.76	2.0%
57.0000	MON	MONSANTO CO NEW CUSIP - 61166W101	$77.400	$4,411.80	0.1%	$2,738.11	$1,673.69	$60 42	1.4%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
50.0000	MS	MORGAN STANLEY CUSIP - 617446448	$30.880	$1,544.00	0.0%	$1,255.25	$288.75	$10.00	0.6%
340.0000	NYB	NEW YORK CMNTY BANCORP INC CUSIP - 649445103	$11.420	$3,882 80	0.1%	$3,250.11	$632.69	$340.00	8.8%
54 0000	NKE	NIKE INC CL B CUSIP - 654106103	$64.700	$3,493.80	0.1%	$3,206.39	$287.41	$54.00	1.5%
50.0000	NOC	NORTHROP GRUMMAN CORP CUSIP - 666807102	$51.750	$2,587.50	0.1%	$3,597.35	$(1,009 85)	$86.00	3 3%
50.0000	OXY	OCCIDENTAL PETE CORP CUSIP - 674599105	$78.400	$3,920.00	0.1%	$2,696.89	$1,223.11	$66.00	1.7%
340 0000	ORCL	ORACLE CORPORATION CUSIP - 68389X105	$20.840	$7,085.60	0.2%	$5,432.64	$1,652 96	$68.00	1.0%
68 0000	ORLY	O REILLY AUTOMOTIVE INC CUSIP - 686091109	$36.140	$2,457.52	0.1%	$2,554.81	$(97.29)		
260.0000	PCG	PG & E CORP CUSIP - 69331C108	$40.490	$10,527.40	0.3%	$10,027 13	$500.27	$436 80	4.1%
136.0000	HK	PETROHAWK ENERGY CORP CUSIP - 716495106	$24.210	$3,292.56	0.1%	$3,332.34	$(39.78)		
154.0000	PBI	PITNEY BOWES INC CUSIP - 724479100	$24.850	$3,826.90	0.1%	$6,424.08	$(2,597.18)	$221.76	5.8%
11,000 0000	DBC	POWERSHARES DB COMMODITY IND CUSIP - 73935S105	$22.060	$242,660.00	6.6%	$236,306.40	$6,353.60	$8,360.00	3.4%
52 0000	PX	PRAXAIR INC CUSIP - 74005P104	$81.690	$4,247.88	0.1%	$2,834.02	$1,413.86	$83.20	2.0%
66.0000	TROW	PRICE T ROWE GROUP INC COM CUSIP - 74144T108	$45.700	$3,016.20	0.1%	$3,345.07	$(328.87)	$66.00	2.2%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
7,057.0000	PG	PROCTER & GAMBLE CO CUSIP - 742718109	$57.920	$408,741.44	11.1%	$311,254.65	$97,486.79	$12,420.32	3.0%
80.0000	PRU	PRUDENTIAL FINL INC CUSIP - 744320102	$49.910	$3,992.80	0.1%	$3,764.58	$228.22	$46.40	1.2%
112.0000	QCOM	QUALCOMM INC COM CUSIP - 747525103	$44.980	$5,037.76	0.1%	$4,872.26	$165.50	$76.16	1.5%
886.0000	Q	QWEST COMMUNICATIONS INTL INC CUSIP - 749121109	$3.810	$3,375.66	0.1%	$3,163.99	$211.67	$283.52	8.4%
72.0000	RGA	REINSURANCE GROUP AMER INC COM NEW CUSIP - 759351604	$44.600	$3,211.20	0.1%	$2,193.24	$1,017.96	$25.92	0.8%
48.0000	RIMM	RESEARCH IN MOTION LTD COM CUSIP - 760975102	$67.629	$3,246.24	0.1%	$2,913.97	$332.27		
54.0000	ROP	ROPER INDS INC NEW COM CUSIP - 776696106	$50.980	$2,752.92	0.1%	$2,801.92	$(49.00)	$17.82	0.6%
5,105.1950	RYTRX	ROYCE FD TOTAL RETURN FD FUND 267 CUSIP - 780905881	$10.390	$53,042.98	1.4%	$41,874.02	$11,168.96	$990.41	1.9%
311.3330	RYTRX	ROYCE FD TOTAL RETURN FD FUND 267 (INCOME INVESTMENT) CUSIP - 780905881	$10.390	$3,234.75	0.1%	$3,477.53	$(242.78)	$60.40	1.9%
94 0000	STJ	ST JUDE MED INC COM CUSIP - 790849103	$39.010	$3,666.94	0.1%	$4,174.06	$(507.12)	$37.60	1.0%
198.0000	SGP	SCHERING PLOUGH CORP CUSIP - 806605101	$28.250	$5,593.50	0.2%	$3,700.42	$1,893.08	$51 48	0.9%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
80.0000	SWN	SOUTHWESTERN ENERGY CO COM CUSIP - 845467109	$42.680	$3,414.40	0.1%	$3,194.19	$220 21	$19.20	0.6%
68.0000	SRCL	STERICYCLE INC CUSIP - 858912108	$48.440	$3,293.92	0.1%	$2,455.82	$838.10		
58 0000	SYK	STRYKER CORP COM CUSIP - 863667101	$45.430	$2,634.94	0.1%	$2,609.25	$25.69	$23.20	0 9%
202.0000	SVU	SUPERVALU INC CUSIP - 868536103	$15.060	$3,042.12	0.1%	$2,939.85	$102.27	$141.40	4.6%
60 0000	TMO	THERMO FISHER SCIENTIFIC INC CUSIP - 883556102	$43.670	$2,620.20	0.1%	$2,725.77	$(105.57)		
120.0000	MMM	3M CO CUSIP - 88579Y101	$73.800	$8,856.00	0.2%	$8,585.25	$270.75	$244.80	2.8%
175.0000	TWX	TIME WARNER INC CUSIP - 887317303	$28.780	$5,036.50	0.1%	$5,687.70	$(651.20)	$131.25	2.6%
92.0000	TRV	TRAVELERS COS INC/THE CUSIP - 89417E109	$49.230	$4,529.16	0.1%	$4,397.33	$131 83	$110.40	2.4%
320 0000	USB	US BANCORP DEL CUSIP - 902973304	$21.860	$6,995 20	0.2%	$6,334 72	$660.48	$64.00	0.9%
72.0000	UNP	UNION PAC CORP CUSIP - 907818108	$58.350	$4,201.20	0.1%	$5,075.09	$(873.89)	$77.76	1.9%
50.0000	UTX	UNITED TECHNOLOGIES CORP CUSIP - 913017109	$60.930	$3,046.50	0.1%	$2,311.28	$735.22	$77.00	2.5%
323.0000	UNH	UNITEDHEALTH GROUP INC CUSIP - 91324P102	$25.040	$8,087.92	0.2%	$10,177.69	$(2,089.77)	$9.69	0.1%
74 0000	VFC	V F CORP CUSIP - 918204108	$72.430	$5,359.82	0.1%	$4,081.73	$1,278.09	$174.64	3.3%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
6,764.0280	VASVX	VANGUARD SELECTED VALUE FD #934 CUSIP - 921946109	$15.210	$102,880.87	2.8%	$88,000.00	$14,880.87	$2,820.60	2 7%
110.0000	VSEA	VARIAN SEMICONDUCTOR EQUIPTMENT ASSOCS INC CUSIP - 922207105	$32.840	$3,612.40	0.1%	$3,449.13	$163 27		
306.0000	VZ	VERIZON COMMUNICATIONS CUSIP - 92343V104	$30.270	$9,262.62	0.3%	$9,238.88	$23.74	$581.40	6.3%
186.0000	VIA B	VIACOM INC-B CUSIP - 92553P201	$28.040	$5,215.44	0.1%	$5,380.00	$(164 56)		
38.0000	V	VISA INC CL A CUSIP - 92826C839	$69.110	$2,626.18	0.1%	$2,490.91	$135.27	$15.96	0.6%
104.0000	WAG	WALGREEN CO CUSIP - 931422109	$37.470	$3,896.88	0.1%	$3,155.56	$741.32	$57.20	1.5%
275.0000	WFC	WELLS FARGO & COMPANY CUSIP - 949746101	$28.180	$7,749.50	0.2%	$8,206.78	$(457.28)	$55.00	0.7%
458.0000	WIN	WINDSTREAM CORP CUSIP - 97381W104	$10.130	$4,639.54	0.1%	$4,918.66	$(279.12)	$458.00	9 9%
110 0000	XTO	XTO ENERGY INC CUSIP - 98385X106	$41.320	$4,545.20	0.1%	$4,561.65	$(16 45)	$55.00	1.2%
		Equities - Total		**$2,366,021.32**	**64.4%**	**$2,233,569.50**	**$132,451.82**	**$51,317.08**	**2.2%**
Total Portfolio Positions				**$3,671,624.82**	**100.0%**	**$3,507,918.17**	**$163,706.65**	**$97,793.94**	**2.7%**