



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



2008

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.

For calendar year 2008, or tax year beginning 10/01, 2008, and ending 09/30, 2009

G Check all that apply: ☒ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

LEO R BUDER FOUNDATION TRUST

Number and street (or P O box number if mail is not delivered to street address)

231 S LASALLE ST IL1-231-14-19

City or town, state, and ZIP code

CHICAGO, IL 60697

A Employer identification number

43-6023142

B Telephone number (see page 10 of the instructions)

(214) 508-4066

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: ☐ 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) ▶ \$

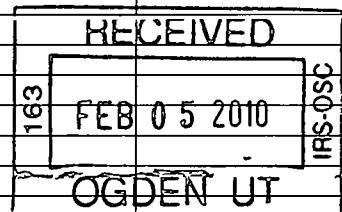
14,881,529.

J Accounting method: ☒ 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)	5,381,703.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	332,977.	332,977.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	187,323.			
b Gross sales price for all assets on line 6a 1,746,126.				
7 Capital gain net income (from Part IV, line 2)		187,323.		
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	5,902,003.	520,300.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	19,240.	11,544.		7,696.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	16,231.	1,631.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	35,471.	13,175.		7,696.
25 Contributions, gifts, grants paid	305,837.			305,837.
26 Total expenses and disbursements. Add lines 24 and 25	341,308.	13,175.		313,533.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	5,560,695.			
b Net investment income (if negative, enter -0-)		507,125.		
c Adjusted net income (if negative, enter -0-)				



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

Form 990-PF (2008)

JSA
8E1410 1 000

GW7958 F334 01/29/2010 13:55:27

14NE

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	505,545.	1,220,358.	1,220,358.
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)		198,825.	204,938.
	b	Investments - corporate stock (attach schedule)	5,590,906.	8,677,477.	13,243,377.
	c	Investments - corporate bonds (attach schedule)	NONE	202,893.	212,856.
	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)	6,096,451.	10,299,553.	14,881,529.	
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	6,096,451.	10,299,553.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	6,096,451.	10,299,553.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,096,451.	10,299,553.		

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	6,096,451.
2	Enter amount from Part I, line 27a	2	5,560,695.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,657,146.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 2	5	1,357,593.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,299,553.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
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	187,323.	
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

N/A

(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			
2006			
2005			
2004			
2003			
2 Total of line 1, column (d)			2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8

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 <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	10,143.
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	10,143.
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	10,143.
6	Credits/Payments:		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	14,600.
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	14,600.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,457.
11	Enter the amount of line 10 to be Credited to 2009 estimated tax <input type="checkbox"/> 4,457. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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

Form 990-PF (2008)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	X	
14	The books are in care of ► BANK OF AMERICA Telephone no. ► (214) 508-4066 Located at ► 231 S. LASALLE, CHICAGO, IL ZIP + 4 ► 60697			
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	X
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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

Form 990-PF (2008)

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

Part 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 4		19,240.	-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

Form 990-PF (2008)

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2008)

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	9,735,448.
b	Average of monthly cash balances	1b	NONE
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	9,735,448.
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	9,735,448.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	146,032.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,589,416.
6	Minimum investment return. Enter 5% of line 5	6	479,471.

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	479,471.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	10,143.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,143.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	469,328.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	469,328.
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	469,328.

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	313,533.
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	313,533.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	313,533.

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				469,328.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			NONE	
b Total for prior years 20____, 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	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 313,533.				
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				313,533.
e Remaining amount distributed out of corpus . .	NONE			
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	NONE			
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.				155,795.
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	NONE			
10 Analysis of line 9				
a Excess from 2004	NONE			
b Excess from 2005	NONE			
c Excess from 2006	NONE			
d Excess from 2007	NONE			
e Excess from 2008	NONE			

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			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
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 ☒ 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 5				
Total			▶ 3a	305,837.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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					
4	Dividends and interest from securities			14	332,977.	
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			18	187,323.	
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)				520,300.	
13	Total. Add line 12, columns (b), (d), and (e)				520,300.	520,300.

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

[illegible]

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

- | 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? | | Yes | No |
|---|--------------|-----|----|
| 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. | | | |

[illegible]

- 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

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 Mary Frost		Date 1-28-2010	
BANK OF AMERICA, N.A.		Title SUP	
Paid Preparer's Use Only	Preparer's signature [Signature]		Date
	Firm's name (or yours if self-employed), address, and ZIP code		Check if self-employed <input type="checkbox"/>
	EIN		Preparer's identifying number (See Signature on page 30 of the instructions)
Phone no.			

Form **990-PF** (2008)

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

2008

Name of the organization

Employer identification number

LEO R BUDER FOUNDATION TRUST

43-6023142

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☐ 501(c)(3) exempt private foundation

☒ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.)

General Rule

- ☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ▶ \$

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization

LEO R BUDER FOUNDATION TRUST

Employer identification number

43-6023142

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SUSAN R. BUDER MEMORIAL TRUST 100 N. BROADWAY ST. LOUIS, MO 63102-2728	\$ 5,327,432.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	LEO R BUDER SPECIAL TRUST NO 1 100 N. BROADWAY ST. LOUIS, MO 63102-2728	\$ 22,134.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	LEO R BUDER SPECIAL TRUST NO 2 100 N. BROADWAY ST. LOUIS, MO 63102-2728	\$ 22,401.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	LEO R BUDER SPECIAL TRUST NO 3 100 N. BROADWAY ST. LOUIS, MO 63102-2728	\$ 9,736.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

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 LONG-TERM CAPITAL GAIN DIVIDENDS					5,565.	
15,464.00		708. ALLSTATE CORP COM PROPERTY TYPE: SECURITIES 9,008.00					03/14/1995	04/20/2009
							6,456.00	
245,000.00		3500. ANHEUSER BUSCH COS INC COM PROPERTY TYPE: SECURITIES 43,364.00					12/10/1993	11/18/2008
							201,636.00	
54,899.00		1240. COCA COLA CO COM PROPERTY TYPE: SECURITIES 66,402.00					02/16/2000	04/20/2009
							-11,503.00	
1271331.00		111683.849 CMG SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES 1300000.00					11/28/2007	07/30/2009
							-28,669.00	
863.00		110.619 COLUMBIA LARGE CAP VALUE FUND CL PROPERTY TYPE: SECURITIES 1,500.00					03/08/2005	04/20/2009
							-637.00	
1,077.00		84.698 COLUMBIA MARSICO GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 1,500.00					03/08/2005	04/20/2009
							-423.00	
2,796.00		169.851 COLUMBIA LARGE CAP INDEX FUND CL PROPERTY TYPE: SECURITIES 4,000.00					03/08/2005	04/21/2009
							-1,204.00	
100,000.00		100000. FEDERAL HOME LN MTG CORP MTN CAL PROPERTY TYPE: SECURITIES 100,000.00					08/05/2005	07/30/2009
3,770.00		100. P G & E CORPORATION PROPERTY TYPE: SECURITIES 4,000.00					02/19/2008	04/20/2009
							-230.00	
4,566.00		. RIO TINTO PLC SPONSORED ADR PROPERTY TYPE: SECURITIES						07/17/2009
							4,566.00	

**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)	
18,119.00		1020. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES 25,582.00					04/16/2002 -7,463.00	04/20/2009
12,509.00		293. WYETH COM PROPERTY TYPE: SECURITIES 781.00					10/23/1969 11,728.00	04/20/2009
9,093.00		142.21 TRANSOCEAN LTD COM PROPERTY TYPE: SECURITIES 2,411.00					11/19/1993 6,682.00	04/20/2009
403.00		6.296 TRANSOCEAN LTD COM PROPERTY TYPE: SECURITIES 99.00					01/12/1993 304.00	04/20/2009
671.00		10.494 TRANSOCEAN LTD COM PROPERTY TYPE: SECURITIES 156.00					01/12/1993 515.00	04/20/2009
TOTAL GAIN(LOSS)							----- 187,323. =====	

LEO R BUDER FOUNDATION TRUST

43-6023142

Balance Sheet

09/30/2009

Bank of America



Cusip	Asset	Units	Basis	Market Value
001055102	AFLAC INC	1000.000	41,700 00	42,740.00
00206R102	AT&T INC	13610.000	58,473 72	367,606.10
002824100	ABBOTT LABS	1200.000	69,520.00	59,364.00
00724F101	ADOBE SYS INC	2310.000	53,808 14	76,322.40
020002101	ALLSTATE CORP	4400.000	51,053.34	134,728.00
023135106	AMAZON COM INC	200 000	17,029 50	18,672.00
037389103	AON CORP	200.000	8,562 66	8,138 00
037833100	APPLE INC	200.000	25,199.50	37,070.00
052769106	AUTODESK INC	500.000	17,173 75	11,900 00
055622104	BP P L C	7675.000	7,240 79	408,540 25
064058100	BANK NEW YORK MELLON CORP	943.000	32,666.14	27,337.57
086516101	BEST BUY INC	300 000	10,248 00	11,256 00
097023105	BOEING CO	1300 000	24,826 75	70,395 00
110122108	BRISTOL MYERS SQUIBB CO	3400.000	40,329.18	76,568.00
12189T104	BURLINGTON NORTHN SANTA FE CORP	500 000	32,530.75	39,915.00
17275R102	CISCO SYS INC	2500.000	48,910.00	58,850 00
191216100	COCA COLA CO	3000 000	59,012 09	161,100.00
194162103	COLGATE PALMOLIVE CO	300 000	18,195 24	22,884.00
197199409	COLUMBIA ACORN FUND	6757.648	215,000.00	158,061.39
19765H362	COLUMBIA SHORT TERM BOND FUND	25746 653	250,000.00	253,604 53
19765H453	COLUMBIA TOTAL RETURN BOND FUND	76616.910	735,000.00	740,119.35
19765H495	COLUMBIA HIGH INCOME FUND	12520.398	120,000.00	94,529.00
19765H586	COLUMBIA INTERNATIONAL VALUE	4293.302	72,428.00	62,167 01
19765H636	COLUMBIA MARSICO INTERNATIONAL	56535 304	702,850.00	600,404 93
19765H677	COLUMBIA MULTI-ADVISOR INTL	3725 964	60,000 00	43,221.18
19765J723	COLUMBIA SMALL CAP GROWTH FUND	4535.490	62,000 00	41,862.57
19765J830	COLUMBIA MID CAP VALUE FUND	19567.808	244,393 00	205,853 34
19765L785	COLUMBIA FEDERAL SECURITIES	4780 115	50,000 00	51,529 64
19765N468	COLUMBIA INTERMEDIATE BOND FUND	111689.520	975,000.00	978,400.20
19765P232	COLUMBIA MID CAP GROWTH FUND	12701.280	256,035 00	244,372 63
242370104	DEAN FOODS CO	1000 000	20,153 50	17,790 00
26483E100	DUN & BRADSTREET CORP DEL NEW	500 000	48,376 05	37,660 00
29266R108	ENERGIZER HLDGS INC	1300 000	1,372 43	86,242 00
29364G103	ENTERGY CORP NEW	600 000	62,798.50	47,916.00

LEO R BUDER FOUNDATION TRUST
43-6023142
Balance Sheet
09/30/2009



Cusip	Asset	Units	Basis	Market Value
30161N101	EXELON CORP	3000.000	138,439.00	148,860 00
302182100	EXPRESS SCRIPTS INC	100.000	6,403 74	7,758 00
30231G102	EXXON MOBIL CORP	12300.000	14,715 34	843,903.00
302571104	FPL GROUP INC	400 000	26,453 00	22,092 00
3128X2EV3	FEDERAL HOME LN MTG CORP	100000 000	99,988.00	104,875 00
3137EACA5	FEDERAL HOME LN MTG CORP	100000 000	98,837.50	100,063 00
369604103	GENERAL ELEC CO	13900.000	33,376.85	228,238.00
369604AY9	GENERAL ELEC CO	50000.000	50,420 95	52,745 00
36962GZY3	GENERAL ELEC CAP CORP	100000 000	100,691.64	105,387.00
370334104	GENERAL MLS INC	500.000	32,363.70	32,190.00
406216101	HALLIBURTON CO	4800.000	39,659 50	130,176.00
423074103	HEINZ H J CO	500.000	20,465.75	19,875 00
428236103	HEWLETT PACKARD CO	2335.000	90,420 51	110,235 35
458140100	INTEL CORP	4000.000	74,750.00	78,280 00
459200101	INTERNATIONAL BUSINESS MACHS	1325 000	118,334 60	158,483 25
464287804	ISHARES S&P SMALLCAP 600 INDEX	650.000	25,961.00	34,021.00
464287879	ISHR S&P SMALLCAP 600 VALUE	1000 000	38,650.00	56,140 00
46625H100	J P MORGAN CHASE & CO	700.000	29,849 25	30,674.00
478160104	JOHNSON & JOHNSON	9310 000	108,919.80	566,885.90
487836108	KELLOGG CO	750.000	40,734.61	36,922.50
494368103	KIMBERLY CLARK CORP	5900.000	42,609.67	347,982 00
539830109	LOCKHEED MARTIN CORP	500 000	23,085.00	39,040 00
548661107	LOWES COS INC	15100.000	165,885.62	316,194 00
580135101	MCDONALDS CORP	700.000	20,012 02	39,949.00
589331107	MERCK & CO INC	4325.000	106,037 80	136,799 75
594918104	MICROSOFT CORP	4300.000	118,681 22	110,596.00
60871R209	MOLSON COORS BREWING CO	500 000	18,423.75	24,340 00
61166W101	MONSANTO CO	3308.000	2,280.77	256,039 20
654106103	NIKE INC	500.000	26,190 75	32,350 00
666807102	NORTHROP GRUMMAN CORP	500.000	22,663.75	25,875.00
670346105	NUCOR CORP	600 000	17,746.50	28,206.00
693390700	PIMCO TOTAL RETURN FUND	134098.978	1,425,000.00	1,464,360.84
717081103	PFIZER INC	14193.000	35,436 20	234,894 15
718172109	PHILIP MORRIS INTL INC	1000.000	36,923.70	48,740 00

LEO R BUDER FOUNDATION TRUST

43-6023142

Balance Sheet

09/30/2009

Bank of America



Cusip	Asset	Units	Basis	Market Value
74005P104	PRAXAIR INC	1000 000	48,242 00	81,690.00
755111507	RAYTHEON CO	3244.000	82,553.14	155,614 68
767204100	RIO TINTO PLC	200 000	76,637.50	34,058 00
78387GAK9	SBC COMMUNICATIONS INC	50000 000	51,780.52	54,724 00
806857108	SCHLUMBERGER LTD	4100.000	56,810 53	244,360.00
808513105	SCHWAB CHARLES CORP NEW	200.000	4,157.50	3,830 00
816851109	SEMPRA ENERGY	500.000	17,970 00	24,905.00
842587107	SOUTHERN CO	1290 000	42,399.58	40,854.30
855030102	STAPLES INC	1550.000	30,827.75	35,991.00
882508104	TEXAS INSTRS INC	1900.000	42,358 75	45,011.00
883556102	THERMO FISHER SCIENTIFIC CORP	1165.000	36,950.89	50,875.55
902973304	US BANCORP DEL	2500.000	75,030.25	54,650.00
913017109	UNITED TECHNOLOGIES CORP	7600.000	35,379.97	463,068.00
91913Y100	VALERO ENERGY CORP NEW	500 000	16,578 60	9,695.00
921937835	VANGUARD TOTAL BD MARKET	800.000	60,054.91	63,600 00
92343V104	VERIZON COMMUNICATIONS INC	8900 000	162,437 15	269,403 00
931142103	WAL-MART STORES INC	1750.000	101,955 63	85,907 50
94106L109	WASTE MGMT INC DEL	1100.000	34,725 75	32,802 00
949746101	WELLS FARGO & CO	9700.000	243,768.00	273,346 00
959802109	WESTERN UNION CO	5000.000	54,665 17	94,600.00
983024100	WYETH	4207 000	11,211.31	204,376 06
988498101	YUM BRANDS INC	2000.000	50,403 00	67,520 00
	Cash/Cash Equivalent	1220357.690	1,220,357.69	1,220,357.69
		Totals.	10,299,553.11	14,881,528.81

LEO R BUDER FOUNDATION TRUST

43-6023142

CONTRIBUTIONS - NON-CASH

Date	Asset Description	Units	Fed Tax Basis	Market Value
07-23-2009	ABBOTT LABS	200.00	10,803.50	8,790.00
07-23-2009	ADOBE SYS INC	2,110.00	46,750.64	66,950.30
07-23-2009	AFLAC INC	500.00	20,200.00	17,302.50
07-23-2009	ALLSTATE CORP	1,400.00	12,885.08	35,784.00
07-23-2009	AMAZON COM INC	200.00	17,029.50	18,399.00
07-23-2009	AT&T INC	6,095.00	23,935.33	155,300.60
07-23-2009	AUTODESK INC	500.00	17,173.75	10,737.50
07-23-2009	BEST BUY INC	300.00	10,248.00	10,950.00
07-23-2009	BOEING CO	1,300.00	24,826.75	53,930.50
07-23-2009	BP P L C	2,600.00	1,488.66	131,131.00
07-23-2009	BRISTOL MYERS SQUIBB CO	3,400.00	40,329.18	70,108.00
07-23-2009	CISCO SYS INC	500.00	11,730.00	10,837.50
07-23-2009	CISCO SYS INC	1,500.00	26,625.00	32,512.50
07-23-2009	COCA COLA CO	2,000.00	5,462.09	98,900.00
07-23-2009	COLGATE PALMOLIVE CO	300.00	18,195.24	22,285.50
07-23-2009	COLUMBIA ACORN FUND	2,334.27	75,000.00	48,832.87
07-23-2009	COLUMBIA FEDERAL SECURITIES FUND	4,780.12	50,000.00	50,573.62
07-23-2009	COLUMBIA HIGH INCOME FUND	2,020.20	20,000.00	14,303.03
07-23-2009	COLUMBIA HIGH INCOME FUND	6,451.61	60,000.00	45,677.42
07-23-2009	COLUMBIA MARSICO INTERNATIONAL	11,534.03	100,000.00	110,957.32
07-23-2009	COLUMBIA MARSICO INTERNATIONAL	1,261.26	14,000.00	12,133.33
07-23-2009	COLUMBIA MARSICO INTERNATIONAL	1,354.28	25,000.00	13,028.17
07-23-2009	COLUMBIA MARSICO INTERNATIONAL	2,177.70	25,000.00	20,949.47
07-23-2009	COLUMBIA MARSICO INTERNATIONAL	2,862.60	30,000.00	27,538.16
07-23-2009	COLUMBIA MID CAP GROWTH FUND	2,897.36	50,000.00	50,327.11
07-23-2009	COLUMBIA MID CAP GROWTH FUND	712.13	14,000.00	12,369.68
07-23-2009	COLUMBIA MID CAP GROWTH FUND	830.29	25,000.00	14,422.12
07-23-2009	COLUMBIA MID CAP VALUE FUND	4,642.53	50,000.00	43,686.17
07-23-2009	COLUMBIA MID CAP VALUE FUND	766.87	10,000.00	7,216.26
07-23-2009	COLUMBIA MULTI-ADVISOR INTL	1,263.90	25,000.00	13,169.87
07-23-2009	COLUMBIA MULTI-ADVISOR INTL	1,840.94	25,000.00	19,182.63
07-23-2009	COLUMBIA MULTI-ADVISOR INTL	621.12	10,000.00	6,472.05
07-23-2009	COLUMBIA SHORT TERM BOND FUND	20,597.32	200,000.00	200,000.00
07-23-2009	COLUMBIA SHORT TERM BOND FUND	5,149.33	50,000.00	50,000.00
07-23-2009	COLUMBIA SMALL CAP GROWTH FUND	3,773.59	50,000.00	32,452.83
07-23-2009	COLUMBIA SMALL CAP GROWTH FUND	761.91	12,000.00	6,552.38
07-23-2009	COLUMBIA TOTAL RETURN BOND FUND	10,471.20	100,000.00	97,172.77
07-23-2009	COLUMBIA TOTAL RETURN BOND FUND	42,105.26	400,000.00	390,736.84
07-23-2009	COLUMBIA TOTAL RETURN BOND FUND	7,788.16	75,000.00	72,274.14
07-23-2009	DUN & BRADSTREET CORP DEL NEW	500.00	48,376.05	40,485.00
07-23-2009	ENTERGY CORP NEW	100.00	11,199.75	7,839.00
07-23-2009	EXELON CORP	500.00	19,075.00	26,612.50
07-23-2009	EXELON CORP	500.00	21,995.00	26,612.50
07-23-2009	EXPRESS SCRIPTS INC	100.00	6,403.74	6,854.00
07-23-2009	EXXON MOBIL CORP	1,120.00	851.23	79,223.20
07-23-2009	EXXON MOBIL CORP	5,280.00	3,426.66	373,480.80
07-23-2009	FEDERAL HOME LN MTG CORP	100,000.00	99,138.00	105,375.00
07-23-2009	FEDERAL HOME LN MTG CORP	100,000.00	99,988.00	100,062.50
07-23-2009	FPL GROUP INC	300.00	19,931.25	17,722.50
07-23-2009	GENERAL ELEC CAP CORP	100,000.00	100,691.64	103,464.50
07-23-2009	GENERAL ELEC CO	6,400.00	23,326.66	75,680.00

LEO R BUDER FOUNDATION TRUST

43-6023142

CONTRIBUTIONS - NON-CASH

Date	Asset Description	Units	Fed Tax Basis	Market Value
07-23-2009	GENERAL ELEC CO	50,000.00	50,420.95	52,180.75
07-23-2009	GENERAL MLS INC	500.00	32,363.70	29,592.50
07-23-2009	HEINZ H J CO	500.00	20,465.75	19,087.50
07-23-2009	HEWLETT PACKARD CO	500.00	26,428.75	20,640.00
07-23-2009	HEWLETT PACKARD CO	1,635.00	54,294.26	67,492.80
07-23-2009	INTERNATIONAL BUSINESS MACHS	40.00	4,475.10	4,661.20
07-23-2009	INTERNATIONAL BUSINESS MACHS	160.00	15,496.00	18,644.80
07-23-2009	INTERNATIONAL BUSINESS MACHS	400.00	33,940.00	46,612.00
07-23-2009	ISHR S&P SMALLCAP 600 VALUE	1,000.00	38,650.00	50,274.25
07-23-2009	J P MORGAN CHASE & CO	500.00	21,653.75	18,760.00
07-23-2009	JOHNSON & JOHNSON	3,000.00	34,740.00	179,175.00
07-23-2009	KIMBERLY CLARK CORP	2,400.00	32,749.59	136,260.00
07-23-2009	LOCKHEED MARTIN CORP	500.00	23,085.00	37,795.00
07-23-2009	LOWES COS INC	4,300.00	46,950.62	91,267.50
07-23-2009	MCDONALDS CORP	700.00	20,012.02	39,483.50
07-23-2009	MICROSOFT CORP	300.00	10,793.22	7,584.00
07-23-2009	MICROSOFT CORP	500.00	14,115.00	12,640.00
07-23-2009	MICROSOFT CORP	800.00	21,344.00	20,224.00
07-23-2009	MICROSOFT CORP	1,200.00	29,964.00	30,336.00
07-23-2009	MOLSON COORS BREWING CO	500.00	18,423.75	22,360.00
07-23-2009	MONSANTO CO	800.00	154.51	65,416.00
07-23-2009	NORTHROP GRUMMAN CORP	500.00	22,663.75	22,922.50
07-23-2009	NUCOR CORP	600.00	17,746.50	26,466.00
07-23-2009	PFIZER INC	4,000.00	2,898.26	64,620.00
08-12-2009	PIMCO TOTAL RETURN FUND	11,803.59	125,000.00	124,173.75
07-23-2009	PRAXAIR INC	500.00	23,955.00	37,657.50
07-23-2009	SBC COMMUNICATIONS INC	50,000.00	51,780.52	53,640.00
07-23-2009	SOUTHERN CO	790.00	27,505.83	25,315.55
07-23-2009	STAPLES INC	1,050.00	20,762.00	22,186.50
07-23-2009	TEXAS INSTRS INC	300.00	9,755.25	7,038.00
07-23-2009	TEXAS INSTRS INC	1,400.00	26,530.00	32,844.00
07-23-2009	THERMO FISHER SCIENTIFIC CORP	1,165.00	36,950.89	52,343.45
07-23-2009	UNITED TECHNOLOGIES CORP	400.00	18,380.00	21,276.00
07-23-2009	US BANCORP DEL	500.00	15,577.75	9,602.50
07-23-2009	US BANCORP DEL	500.00	15,118.75	9,602.50
07-23-2009	US BANCORP DEL	1,000.00	28,730.00	19,205.00
07-23-2009	VALERO ENERGY CORP NEW	500.00	16,578.60	9,057.50
07-23-2009	VANGUARD TOTAL BD MARKET	130.00	9,971.00	10,119.85
07-23-2009	VANGUARD TOTAL BD MARKET	670.00	50,083.91	52,156.15
07-23-2009	VERIZON COMMUNICATIONS INC	2,000.00	57,134.36	61,890.00
07-23-2009	WAL-MART STORES INC	1,000.00	57,407.50	49,065.00
07-23-2009	WASTE MGMT INC DEL	600.00	17,082.00	17,490.00
07-23-2009	WELLS FARGO & CO	600.00	15,540.00	14,571.00
07-23-2009	WYETH	500.00	1,332.46	23,537.50
07-23-2009	YUM BRANDS INC	400.00	9,430.00	13,456.00
07-23-2009	YUM BRANDS INC	600.00	15,153.00	20,184.00
			<u>3,480,673.00</u>	<u>4,838,265.69</u>

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL ESTIMATES	14,600.	
FOREIGN TAXES PAID	1,519.	1,519.
FOREIGN TAXES PAID	112.	112.
	-----	-----
TOTALS	16,231.	1,631.
	=====	=====

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

DESCRIPTION -----	AMOUNT -----
UNREALIZED GAIN ON DONATED SECURITIES	1,357,593.

TOTAL	1,357,593.
	=====

LEO R BUDER FOUNDATION TRUST

43-6023142

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

MO

STATEMENT 3

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

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

100 NORTH BROADWAY

ST. LOUIS, MO 63102-2728

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 19,148.

OFFICER NAME:

L. RAY RADLIFF

ADDRESS:

P.O. BOX 220

VANDALIA,, IL 62471-0220

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 00

OFFICER NAME:

MICHAEL S. OLSON

ADDRESS:

BC/O BANK OF AMERICA

ST. LOUIS, MO 63102-2728

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 00

COMPENSATION 92.

OFFICER NAME:

PARKER B. CONDIE

ADDRESS:

9909 CLAYTON RD., SUITE 207

ST. LOUIS, IL 63124

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 00

TOTAL COMPENSATION:

19,240.

=====

LEO R BUDER FOUNDATION TRUST

43-6023142

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SEE ATTACHED SCHEDULE

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 305,837.

TOTAL GRANTS PAID:

305,837.

=====

STATEMENT 5

LEO R BUDER FOUNDATION TRUST

43-6023142

9/30/2009

GRANTS PAID

CHARITY	ADDRESS	AMOUNT
AMERICAN DIABETES ASSN	ALEXANDRIA VA	6,116 74
AMERICAN HEART ASSOCIATION, INC.	ST PETERSBURG, FL	6,116 74
AMERICAN LUNG ASSN OF	SAINT LOUIS MO	6,116 74
ANNIE MALONE CHILDRENS HOME	SAINT LOUIS MO	6,116 74
ARTHRITIS FOUNDATION	SAINT LOUIS MO	6,116 74
BETHESDA HEALTH GROUP	ST LOUIS MO	6,116.74
BARNARD FREE SKIN	SAINT LOUIS MO	12,233 48
BOYS & GIRLS TOWN OF MISSOURI	SAINT LOUIS MO	6,116 74
CATHOLIC CHARITIES OF ST. LOUIS	SAINT LOUIS MO	6,116 74
CENTRAL INSTITUTE FOR THE DEAF	SAINT LOUIS MO	6,116.74
COLLEGE SCHOOL OF THE OZARKS	POINT LOOKOUT MO	6,116.74
CONVENT OF GOOD SHEPHERD	SAINT LOUIS MO	6,116 74
EVANGELICAL CHILDREN'S HOME	SAINT LOUIS MO	12,233.48
FATHER DEMPSEYS HOTELS INC	SAINT LOUIS MO	6,116.74
FATHER DUNNE'S NEWSBOY'S HOME	FLORISSANT MO	6,116.74
GIRL SCOUTS OF EASTERN MISSOURI	ST LOUIS MO	12,233.48
HUMANE SOCIETY OF MISSOURI	ST LOUIS MO	6,116.74
BOYS' CLUB OF ST LOUIS INC	ST LOUIS MO	6,116.74
KINGDOM HOUSE	SAINT LOUIS MO	6,116 74
LIGHTHOUSE FOR THE BLIND	ST LOUIS MO	6,116 74
LITTLE SISTERS OF THE POOR	SAINT LOUIS MO	12,233 48
MARCH OF DIMES FOUNDATION	WHITE PLAINS NY	6,116 74
MISSOURI BOTANICAL GARDEN	SAINT LOUIS MO	12,233 48
SHRINERS HOSPITALS FOR CHILDREN	TAMPA FL	12,233 48
SOUTHSIDE DAY NURSERY INC	SAINT LOUIS MO	6,116 74
SUSAN R BUDER SCHOOL ASSOC	SAINT LOUIS MO	12,233 48
ST LOUIS AREA COUNCIL- BOY SCOUT	SAINT LOUIS MO	12,233 48
ST LOUIS SOCIETY	SAINT LOUIS MO	6,116 74
ST LOUIS ZOOLOGICAL PARK	SAINT LOUIS MO	6,116.74
THE AMERICAN NATIONAL RED CROSS	WASHINGTON DC	12,233 48
THE GENERAL PROTESTANT CHILDREN'	SAINT LOUIS MO	12,233.48
THE SALVATION ARMY	SAINT LOUIS MO	12,233 48
THE SALVATION ARMY	SAINT LOUIS MO	6,116 74
THOMAS DUNN MEMORIALS	SAINT LOUIS MO	6,116 74
UNITED WAY	SAINT LOUIS MO	12,233 48
WASHINGTON UNIVERSITY	SAINT LOUIS MO	12,233 48
YOUNG WOMEN'S CHRISTIAN ASSN	SAINT LOUIS MO	6,116 74
		<u>305,837 00</u>