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

OMB No 1545-0052

2008

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 change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation DAVID AND EULA WINTERMANN FOUNDATION		A Employer identification number 76-0082100
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (979) 234-5551
	P.O. BOX 337		C If exemption application is pending, check here ☐
	City or town, state, and ZIP code EAGLE LAKE, TX 77434		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 14,787,677.		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	242,747.			
2	Check ☐ if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments	211,425.	211,425.		STMT 1
4	Dividends and interest from securities	201,474.	201,474.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-1,442,471.			
b	Gross sales price for all assets on line 6a	3,294,334.			
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)	14,117.	14,117.		STMT 3
12	Total. Add lines 1 through 11	-772,708.	427,016.		
13	Compensation of officers, directors, trustees, etc.	80,000.			40,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 4	6,980.	NONE	NONE	6,980.
c	Other professional fees (attach schedule) STMT 5	115,984.	20,050.		95,934.
17	Interest				
18	Taxes (attach schedule) (see page 24 of the instructions)	7,659.	7,659.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 6	4,788.	1,624.		3,164.
24	Total operating and administrative expenses. Add lines 13 through 23	215,411.	29,333.	NONE	146,078.
25	Contributions, gifts, grants paid STMT 8	536,581.			508,581.
26	Total expenses and disbursements. Add lines 24 and 25	751,992.	29,333.	NONE	654,659.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-1,524,700.			
b	Net investment income (if negative, enter -0-)		397,683.		
c	Adjusted net income (if negative, enter -0-)			-0-	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	12,266.	3,737.	3,736.
	2 Savings and temporary cash investments	200,063.	404,989.	404,989.
	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 STMT 11.	2,940.	NONE	
	10 a Investments - U.S. and state government obligations (attach schedule)	2,609,929.	2,482,401.	2,660,838.
	b Investments - corporate stock (attach schedule)	9,858,770.	8,543,517.	8,988,442.
	c Investments - corporate bonds (attach schedule)	1,909,930.	2,033,849.	2,130,497.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) STMT 12.	998,375.	627,080.	599,175.	
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)	15,592,273.	14,095,573.	14,787,677.	
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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	15,592,273.	14,095,573.	
30 Total net assets or fund balances (see page 17 of the instructions)	15,592,273.	14,095,573.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	15,592,273.	14,095,573.		

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	15,592,273.
2 Enter amount from Part I, line 27a	2	-1,524,700.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	28,000.
4 Add lines 1, 2, and 3	4	14,095,573.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,095,573.

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 SCHEDULE					
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	-1,442,471.	
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	795,857.	15,553,464.	0.051169
2006	686,738.	15,445,584.	0.044462
2005	91,323.	14,129,905.	0.006463
2004	63,197.	1,708,420.	0.036991
2003	42,190.	556,201.	0.075854
2 Total of line 1, column (d)			2 0.214939
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 0.042988
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 14,930,778.
5 Multiply line 4 by line 3			5 641,844.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,977.
7 Add lines 5 and 6			7 645,821.
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.			8 654,659.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	3,977.
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 ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	3,977.
3 Add lines 1 and 2		4	NONE
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	3,977.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6 a	3,868.	
b Exempt foreign organizations-tax withheld at source	6 b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6 c	NONE	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	3,868.	
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	109.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2009 estimated tax ☐ NONE Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☒ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WINTERMANN OFFICES Telephone no ▶ 979-234-5551			
Located at ▶ 127 N. MCCARTY AVE EAGLE LAKE, TX ZIP + 4 ▶ 77434				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A ▶ ☐			
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	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No		
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
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	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b** N/A

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

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? ☐ **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see 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 15		80,000.	NONE	NONE

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				

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		

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 AWARDED 7 SCHOLARSHIPS TO ELIGIBLE STUDENTS BASED ON THE FINANCIAL NEED, FIELD OF STUDY AND CHARACTER REFERENCE.	48,000.
2 CONTRIBUTION TO VARIOUS QUALIFIED CHARITABLE ORGANIZATIONS	460,581.
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	

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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	14,744,234.
b	Average of monthly cash balances	1b	399,853.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	14,063.
d	Total (add lines 1a, b, and c)	1d	15,158,150.
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	15,158,150.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	227,372.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,930,778.
6	Minimum investment return. Enter 5% of line 5	6	746,539.

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	746,539.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	3,977.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,977.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	742,562.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	742,562.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	742,562.

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	654,659.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	654,659.
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	3,977.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	650,682.

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				742,562.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			654,566.	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e				
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 654,659.				
a Applied to 2007, but not more than line 2a . . .			654,566.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				93.
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))				
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				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				742,469.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2004 . . .				
b Excess from 2005 . . .				
c Excess from 2006 . . .				
d Excess from 2007 . . .				
e Excess from 2008 . . .	NONE			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Tax year	Prior 3 years				(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 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

SEE STATEMENT 16

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

SEE STATEMENT 17

c Any submission deadlines

APRIL 1ST OF EACH YEAR

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

MUST BE ENTERING THE MEDICAL FIELD OF STUDY.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 18				
Total			3a	508,581.
b <i>Approved for future payment</i>				
SEE STATEMENT 20				
Total			3b	32,000.

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.		

[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.

Sign Here

Signature of officer or trustee

Date _____

Title

**Paid
Repairer's
Use Only**

Preparer's
signature

Date _____

Check if self-employed

Preparer's identifying number
(See Signature on page 30 of the
instructions)

P00087679

Firm's name (or yours if self-employed), address, and ZIP code

BRIGGS & VESELKA CO., P.C.

123 N. WASHINGTON ST.

EL CAMPO, TX

77437

EIN ▶ 74-1769118

Phone no 979-543-1040

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

OMB No 1545-0047

2008

Name of the organization

DAVID AND EULA WINTERMANN FOUNDATION

Employer identification number

76-0082100

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).

Name of organization **DAVID AND EULA WINTERMANN FOUNDATION**Employer identification number
76-0082100**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ESTATE OF EULA G. WINTERMANN P.O. BOX 337 EAGLE LAKE, TX 77434-0337	\$ 242,747.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (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 CAPITAL GAIN DISTRIBUTIONS					98.	
18,049.		UNIONBANCAL CORPORATION - 1,425 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	10/01/2008
							18,049.	
86,689.		UNIONBANCAL CORPORATION - 1,425 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	10/01/2008
		84,200.					2,489.	
13,268.		SCIELE PHARMA, INC. - 428 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	10/07/2008
		8,420.					4,848.	
44,324.		ACCENTURE LTD, CL A - 1,590 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	11/18/2008
		40,161.					4,163.	
32,272.		AETNA, INC. - 1,504 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	11/18/2008
		62,347.					-30,075.	
10,825.		AFFILIATED MANAGERS GROUP - 373 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	11/18/2008
		38,089.					-27,264.	
2,381.		ALASKA AIR GROUP, INC. - 96 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	11/18/2008
		2,267.					114.	
4,885.		ALLSTATE CORPORATION - 186 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	11/18/2008
		11,035.					-6,150.	
7,251.		ALON USA ENERGY, INC. - 831 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	11/18/2008
		10,831.					-3,580.	
1,455.		AMBASSADORS GROUP, INC. - 182 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	11/18/2008
		3,314.					-1,859.	

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)	
19,445.		AMERICAN MOVIL S.A.B. DE CV - 645 SHS PROPERTY TYPE: SECURITIES 34,369.				P	-14,924.	11/18/2008
8,347.		ANSYS, INC. - 309 SHS PROPERTY TYPE: SECURITIES 13,119.				P	VARIOUS -4,772.	11/18/2008
3,500.		ATWOOD OCEANICS, INC. - 156 SHS PROPERTY TYPE: SECURITIES 7,983.				P	VARIOUS -4,483.	11/18/2008
2,339.		AUSTRALIA & NEW ZEALAND BANK - 260 SHS PROPERTY TYPE: SECURITIES 5,630.				P	VARIOUS -3,291.	11/18/2008
29,805.		BANK OF AMERICA CORPORATION - 1,837 SHS PROPERTY TYPE: SECURITIES 66,512.				P	VARIOUS -36,707.	11/18/2008
3,270.		BARCLAYS PLC - 344 SHS PROPERTY TYPE: SECURITIES 18,244.				P	VARIOUS -14,974.	11/18/2008
22,849.		BARR PHARMACEUTICALS, INC. - 360 SHS PROPERTY TYPE: SECURITIES 13,729.				P	VARIOUS 9,120.	11/18/2008
26,060.		BIO-REFERENCE LABS, INC. - 1,118 SHS PROPERTY TYPE: SECURITIES 27,664.				P	VARIOUS -1,604.	11/18/2008
28,662.		BOSTON SCIENTIFIC CORPORATION - 4,000 SH PROPERTY TYPE: SECURITIES 47,300.				P	VARIOUS -18,638.	11/18/2008
4,594.		BROADRIDGE FINANCIAL SOLUTIONS LLC - 412 PROPERTY TYPE: SECURITIES 8,139.				P	VARIOUS -3,545.	11/18/2008
4,727.		BROWN SHOE COMPANY, INC. - 627 SHS PROPERTY TYPE: SECURITIES 9,526.				P	VARIOUS -4,799.	11/18/2008

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)	
3,632.		BT GROUP PLC - 204 SHS PROPERTY TYPE: SECURITIES 8,047.				P	VARIOUS -4,415.	11/18/2008
18,980.		CARTER'S, INC. - 982 SHS PROPERTY TYPE: SECURITIES 14,298.				P	VARIOUS 4,682.	11/18/2008
4,425.		CASTLE (A.M.) & CO. - 505 SHS PROPERTY TYPE: SECURITIES 15,850.				P	VARIOUS -11,425.	11/18/2008
4,463.		COMMERZBANK AG ADR - 538 SHS PROPERTY TYPE: SECURITIES 15,369.				P	VARIOUS -10,906.	11/18/2008
26,975.		COMTECH TELECOMMUNICATIONS - 614 SHS PROPERTY TYPE: SECURITIES 25,307.				P	VARIOUS 1,668.	11/18/2008
4,302.		CRYPTOLOGIC LIMITED - 1,256 SHS PROPERTY TYPE: SECURITIES 26,885.				P	VARIOUS -22,583.	11/18/2008
		DEAN FOODS COMPANY - 598 SHS PROPERTY TYPE: SECURITIES 6,473.				P	VARIOUS -6,473.	11/18/2008
8,227.		DEAN FOODS COMPANY - 598 SHS PROPERTY TYPE: SECURITIES 10,340.				P	VARIOUS -2,113.	11/18/2008
16,960.		DIGITAL RIVER, INC. - 709 SHS PROPERTY TYPE: SECURITIES 25,821.				P	VARIOUS -8,861.	11/18/2008
39,357.		DST SYSTEMS, INC. - 1,122 SHS PROPERTY TYPE: SECURITIES 57,822.				P	VARIOUS -18,465.	11/18/2008
10,851.		EBAY, INC. - 900 SHS PROPERTY TYPE: SECURITIES 39,461.				P	VARIOUS -28,610.	11/18/2008

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

Kind of Property		Description				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)	
6,049.		ENCORE ACQUISITION CO. - 244 SHS PROPERTY TYPE: SECURITIES 12,960.				P VARIOUS -6,911.	11/18/2008
16,499.		ENEL SOCIETA PER AZIONI ADR - 2,685 SHS PROPERTY TYPE: SECURITIES 23,002.				P VARIOUS -6,503.	11/18/2008
2,295.		ERSTE GROUP BANK AG - 275 SHS PROPERTY TYPE: SECURITIES 8,359.				P VARIOUS -6,064.	11/18/2008
14,342.		ESTERLINE TECHNOLOGIES CORPORATION - 450 PROPERTY TYPE: SECURITIES 24,825.				P VARIOUS -10,483.	11/18/2008
17,355.		FIRSTSERVICE CORPORATION - 1,303 SHS PROPERTY TYPE: SECURITIES 31,304.				P VARIOUS -13,949.	11/18/2008
22,432.		FLIR SYSTEMS, INC. - 759 SHS PROPERTY TYPE: SECURITIES 25,291.				P VARIOUS -2,859.	11/18/2008
14,753.		FRANKLIN ELECTRIC CO., INC. - 418 SHS PROPERTY TYPE: SECURITIES 16,096.				P VARIOUS -1,343.	11/18/2008
35,403.		FRANKLIN RESOURCES, INC. - 657 SHS PROPERTY TYPE: SECURITIES 68,582.				P VARIOUS -33,179.	11/18/2008
19,274.		GENENTECH, INC. - 239 SHS PROPERTY TYPE: SECURITIES 20,477.				P VARIOUS -1,203.	11/18/2008
13,731.		GENERAL ELECTRIC COMPANY - 859 SHS PROPERTY TYPE: SECURITIES 42,923.				P VARIOUS -29,192.	11/18/2008
11,554.		GRACO, INC. - 532 SHS PROPERTY TYPE: SECURITIES 21,440.				P VARIOUS -9,886.	11/18/2008

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)	
3,905.		HARMAN INTERNATIONAL INDUSTRIES, INC. - PROPERTY TYPE: SECURITIES 10,330.				P	VARIOUS -6,425.	11/18/2008
3,070.		HARRIS CORPORATION - 90 SHS PROPERTY TYPE: SECURITIES 4,875.				P	VARIOUS -1,805.	11/18/2008
5,515.		HEIDRICK & STRUGGLES INTERNATIONAL - 266 PROPERTY TYPE: SECURITIES 7,554.				P	VARIOUS -2,039.	11/18/2008
3,196.		HOVNANIAN ENTERPRISES, CL A - 1,155 SHS PROPERTY TYPE: SECURITIES 11,658.				P	VARIOUS -8,462.	11/18/2008
21,075.		IDEX CORPORATION - 1,011 SHS PROPERTY TYPE: SECURITIES 37,259.				P	VARIOUS -16,184.	11/18/2008
8,504.		INTL GAME TECHNOLOGY 0 807 SHS PROPERTY TYPE: SECURITIES 21,902.				P	VARIOUS -13,398.	11/18/2008
2,582.		ION GEOPHYSICAL CORPORATION - 623 SHS PROPERTY TYPE: SECURITIES 8,395.				P	VARIOUS -5,813.	11/18/2008
11,447.		JACOBS ENGINEERING GROUP, INC. - 363 SHS PROPERTY TYPE: SECURITIES 10,777.				P	VARIOUS 670.	11/01/2008
10,078.		JOHN HANCOCK BK & THT OPP FD/CSLD ED - 2 PROPERTY TYPE: SECURITIES 25,684.				P	VARIOUS -15,606.	11/18/2008
19,593.		J2 GLOBAL COMMUNICATIONS - 1,224 SHS PROPERTY TYPE: SECURITIES 26,686.				P	VARIOUS -7,093.	11/18/2008
4,791.		KB FINANCIAL GROUP, INC. - 219 SHS PROPERTY TYPE: SECURITIES 13,964.				P	VARIOUS -9,173.	11/18/2008

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)	
1,886.		KEPPEL CORP LTD - 312 SHS PROPERTY TYPE: SECURITIES 2,575.				P	VARIOUS -689.	11/18/2008
7,044.		KOMATSU, LTD - 155 SHS PROPERTY TYPE: SECURITIES 14,733.				P	VARIOUS -7,689.	11/18/2008
		KOMATSU, LTD - 155 SHS PROPERTY TYPE: SECURITIES 418.				P	VARIOUS -418.	11/18/2008
20,483.		LAZARD, LTD PTP CL A - 833 SHS PROPERTY TYPE: SECURITIES 29,681.				P	VARIOUS -9,198.	11/18/2008
1,456.		LIFEPOINT HOSPITALS, INC. - 65 SHS PROPERTY TYPE: SECURITIES 2,194.				P	VARIOUS -738.	11/18/2008
4,091.		MARTEN TRANSPORT, LTD - 214 SHS PROPERTY TYPE: SECURITIES 3,642.				P	VARIOUS 449.	11/18/2008
6,321.		MASCO CORPORATION - 842 SHS PROPERTY TYPE: SECURITIES 26,426.				P	VARIOUS -20,105.	11/18/2008
71,597.		MCDONALD'S CORPORATION - 1,326 SHS PROPERTY TYPE: SECURITIES 41,603.				P	VARIOUS 29,994.	11/18/2008
9,038.		METHANEX CORP - 783 SHS PROPERTY TYPE: SECURITIES 21,591.				P	VARIOUS -12,553.	11/18/2008
10,932.		MITSUBISHI CORP - 422 SHS PROPERTY TYPE: SECURITIES 24,985.				P	VARIOUS -14,053.	11/18/2008
3,542.		MONARCH CASINO & RESORT, INC. - 478 SHS PROPERTY TYPE: SECURITIES 6,710.				P	VARIOUS -3,168.	11/18/2008

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)	
9,016.		MONTPELIER RE HOLDINGS, LTD - 676 SHS PROPERTY TYPE: SECURITIES 11,198.				P	VARIOUS -2,182.	11/18/2008
9,764.		NETGEAR, INC. - 1,005 SHS PROPERTY TYPE: SECURITIES 17,981.				P	VARIOUS -8,217.	11/18/2008
1,955.		NEWFIELD EXPLORATION COMPANY - 102 SHS PROPERTY TYPE: SECURITIES 6,233.				P	VARIOUS -4,278.	11/18/2008
4,258.		NORTHGATE MINERALS CORP - 7,402 SHS PROPERTY TYPE: SECURITIES 22,727.				P	VARIOUS -18,469.	11/18/2008
11,674.		OIL STATES INTL, INC. - 619 SHS PROPERTY TYPE: SECURITIES 31,968.				P	VARIOUS -20,294.	11/18/2008
2,781.		OM GROUP, INC. - 177 SHS PROPERTY TYPE: SECURITIES 9,348.				P	VARIOUS -6,567.	11/18/2008
2,947.		OMNICARE, INC. - 122 SHS PROPERTY TYPE: SECURITIES 5,978.				P	VARIOUS -3,031.	11/18/2008
1,248.		ORIX ADR - 25 SHS PROPERTY TYPE: SECURITIES 3,051.				P	VARIOUS -1,803.	11/18/2008
2,733.		OSHKOSH CORPORATION - 512 SHS PROPERTY TYPE: SECURITIES 20,059.				P	VARIOUS -17,326.	11/18/2008
8,815.		PEROT SYSTEMS CORP, CL A - 758 SHS PROPERTY TYPE: SECURITIES 12,214.				P	VARIOUS -3,399.	11/18/2008
		PETROLEO BRASILEIRO S.A. ADR - 630 SHS PROPERTY TYPE: SECURITIES 1,563.				P	VARIOUS -1,563.	11/18/2008

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

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11,243.		PETROLEO BRASILEIRO S.A. ADR - 630 SHS PROPERTY TYPE: SECURITIES 18,878.				P	VARIOUS -7,635.	11/18/2008
900.		PHARMERICA CORPORATION - 47 SHS PROPERTY TYPE: SECURITIES 653.				P	VARIOUS 247.	11/18/2008
15,157.		PHILADELPHIA CONS HOLDING CO - 255 SHS PROPERTY TYPE: SECURITIES 9,557.				P	VARIOUS 5,600.	11/18/2008
14,526.		PHILIPPINE LONG DISTANCE TELEPHONE CO. - PROPERTY TYPE: SECURITIES 16,325.				P	VARIOUS -1,799.	11/18/2008
15,927.		PORTFOLIO RECOVERAY ASSOC - 491 SHS PROPERTY TYPE: SECURITIES 21,187.				P	VARIOUS -5,260.	11/18/2008
3,795.		RAYMOND JAMES FINANCIAL, INC. - 226 SHS PROPERTY TYPE: SECURITIES 6,624.				P	VARIOUS -2,829.	11/18/2008
15,829.		RIO TINTO PLC SPONS ADR - 103 SHS PROPERTY TYPE: SECURITIES 14,520.				P	VARIOUS 1,309.	11/18/2008
16,285.		ROCHE HOLDINGS LTD - 232 SHS PROPERTY TYPE: SECURITIES 16,462.				P	VARIOUS -177.	11/18/2008
30,476.		ROCKWELL AUTOMATION, INC. - 1,163 SHS PROPERTY TYPE: SECURITIES 60,255.				P	VARIOUS -29,779.	11/18/2008
521.		SELECT COMFORT CORPORATION - 1,256 SHS PROPERTY TYPE: SECURITIES 3,622.				P	VARIOUS -3,101.	11/18/2008
38.		SIX FLAGS, INC. - 193 SHS PROPERTY TYPE: SECURITIES 1,014.				P	VARIOUS -976.	11/18/2008

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Kind of Property		Description				P or D	Date acquired	Date sold
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3,317.		SONIC CORPORATION - 440 SHS PROPERTY TYPE: SECURITIES 9,653.				P	VARIOUS -6,336.	11/18/2008
20,480.		STATE STREET CORPORATION - 531 SHS PROPERTY TYPE: SECURITIES 25,707.				P	VARIOUS -5,227.	11/18/2008
9,250.		STATOILHYDRO ADR - 575 SHS PROPERTY TYPE: SECURITIES 18,371.				P	VARIOUS -9,121.	11/18/2008
9,017.		STEINER LEISURE, LTD - 397 SHS PROPERTY TYPE: SECURITIES 13,658.				P	VARIOUS -4,641.	11/18/2008
14,092.		STRAYER EDUCATION, INC. - 68 SHS PROPERTY TYPE: SECURITIES 12,782.				P	VARIOUS 1,310.	11/18/2008
3,695.		SUN HUNG KAI PROP ADR - 499 SHS PROPERTY TYPE: SECURITIES 10,007.				P	VARIOUS -6,312.	11/18/2008
8,228.		SYNERON MEDICAL LTD - 1,038 SHS PROPERTY TYPE: SECURITIES 15,983.				P	VARIOUS -7,755.	11/18/2008
5,462.		TELEFONICA DE ESPANA - 99 SHS PROPERTY TYPE: SECURITIES 8,294.				P	VARIOUS -2,832.	11/18/2008
3,379.		TEREX CORPORATION - 278 SHS PROPERTY TYPE: SECURITIES 22,111.				P	VARIOUS -18,732.	11/18/2008
18,916.		THE SCOTTS MIRACLE-GRO COMPANY - 695 SHS PROPERTY TYPE: SECURITIES 19,924.				P	VARIOUS -1,008.	11/18/2008
18,704.		TOTAL FINA SA - 370 SHS PROPERTY TYPE: SECURITIES 25,456.				P	VARIOUS -6,752.	11/18/2008

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10,862.		TOYOTA MOTOR CORPORATION - 170 SHS PROPERTY TYPE: SECURITIES 12,778.				P	VARIOUS -1,916.	11/18/2008
20,266.		TRIMBLE NAVIGATION, LTD - 1,077 SSH PROPERTY TYPE: SECURITIES 35,568.				P	VARIOUS -15,302.	11/18/2008
220.		UBS AG - 17 SHS PROPERTY TYPE: SECURITIES 670.				P	VARIOUS -450.	11/18/2008
2,426.		UNIVERSAL FOREST PRODUCTS - 124 SHS PROPERTY TYPE: SECURITIES 4,198.				P	VARIOUS -1,772.	11/18/2008
3,948.		UNIVERSAL STAINLESS & ALLOY PRODS - 359 PROPERTY TYPE: SECURITIES 12,880.				P	VARIOUS -8,932.	11/18/2008
2,882.		URS CORPORATION - 107 SHS PROPERTY TYPE: SECURITIES 4,643.				P	VARIOUS -1,761.	11/18/2008
4,917.		VALSPAR CORPORATION - 285 SHS PROPERTY TYPE: SECURITIES 6,422.				P	VARIOUS -1,505.	11/18/2008
78,785.		WAL-MART STORES - 1,482 SHS PROPERTY TYPE: SECURITIES 73,181.				P	VARIOUS 5,604.	11/18/2008
1,064.		ZALE CORPORATION - 85 SHS PROPERTY TYPE: SECURITIES 2,591.				P	VARIOUS -1,527.	11/18/2008
		JSC MMC NORILSK NICKEL - 913 SHS PROPERTY TYPE: SECURITIES 5,009.				P	 -5,009.	11/21/2008
6,603.		JSC MMC NORILSK NICKEL - 913 SHS PROPERTY TYPE: SECURITIES 17,741.				P	VARIOUS -11,138.	11/21/2008

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290.		JSC MMC NORILSK NICKEL - 13 SHS PROPERTY TYPE: SECURITIES 362.				P	VARIOUS -72.	12/16/2008
3.		REPUBLIC SERVICES, INC. - 0.15 SHS PROPERTY TYPE: SECURITIES 5.				P	VARIOUS -2.	12/31/2008
2.		BANK OF AMERICA CORPORATION - 0.12 SHS PROPERTY TYPE: SECURITIES 4.				P	VARIOUS -2.	01/14/2009
125,000.		MERRILL LYNCH & CO 4.125% - 125,000 SHS PROPERTY TYPE: SECURITIES 125,000.				P	VARIOUS	01/15/2009
100,856.		FHLB NOTES 4.250% - 100,000 SHS PROPERTY TYPE: SECURITIES 100,013.				P	VARIOUS 843.	02/02/2009
132,820.		SOUTHERN CO 5.300% - 125,000 SHS PROPERTY TYPE: SECURITIES 126,813.				P	VARIOUS 6,007.	02/17/2009
125,000.		US TREASURY NOTES 4.500% - 125,000 SHS PROPERTY TYPE: SECURITIES 124,443.				P	VARIOUS 557.	02/17/2009
2,179.		VANGUARD DEV MKTS INDEX FD - 369.39 SHS PROPERTY TYPE: SECURITIES 4,891.				P	VARIOUS -2,712.	03/16/2009
48,016.		VANGUARD MID CAP INDEX-SIGN #1344 - 3,29 PROPERTY TYPE: SECURITIES 95,175.				P	VARIOUS -47,159.	03/16/2009
34,925.		VUANGUARD SMALL CAP INDEX-INV #48 - 2,13 PROPERTY TYPE: SECURITIES 67,271.				P	VARIOUS -32,346.	03/16/2009
7,477.		ACERGY SA - 1,334 SHS PROPERTY TYPE: SECURITIES 21,087.				P	VARIOUS -13,610.	03/18/2009

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12,968.		ALTERA CORP - 755 SHS PROPERTY TYPE: SECURITIES 17,006.				P	VARIOUS -4,038.	03/18/2009
46,421.		APACHE CORPORATION - 778 SHS PROPERTY TYPE: SECURITIES 52,896.				P	VARIOUS -6,475.	03/18/2009
6,541.		ASTORIA FINANCIAL CORP - 805 SHS PROPERTY TYPE: SECURITIES 18,210.				P	VARIOUS -11,669.	03/18/2009
		BOEING COMPANY - 461 SHS PROPERTY TYPE: SECURITIES 6,332.				P	VARIOUS -6,332.	03/18/2009
15,165.		BOEING COMPANY - 461 SHS PROPERTY TYPE: SECURITIES 36,824.				P	VARIOUS -21,659.	03/18/2009
3,647.		CARTER'S, INC. - 205 SHS PROPERTY TYPE: SECURITIES 2,985.				P	VARIOUS 662.	03/18/2009
8,077.		CHARLES SCHWAB CORPORATION - 591 SHS PROPERTY TYPE: SECURITIES 9,566.				P	VARIOUS -1,489.	03/18/2009
2,148.		COHERENT, INC. - 133 SHS PROPERTY TYPE: SECURITIES 3,205.				P	VARIOUS -1,057.	03/18/2009
2,845.		COMTECH TELECOMMUNICATIONS - 133 SHS PROPERTY TYPE: SECURITIES 5,482.				P	VARIOUS -2,637.	03/18/2009
29,213.		CORNING, INC. - 2,599 SHS PROPERTY TYPE: SECURITIES 62,850.				P	VARIOUS -33,637.	03/18/2009
981.		CROSSTEX ENERGY, INC. - 596 SHS PROPERTY TYPE: SECURITIES 2,915.				P	VARIOUS -1,934.	03/18/2009

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11,119.		CUMMINS ENGINE COMPANY, INC. - 504 SHS PROPERTY TYPE: SECURITIES 21,221.				P	VARIOUS -10,102.	03/18/2009
		DIGITAL RIVER, INC. - 189 SHS PROPERTY TYPE: SECURITIES 916.				P	VARIOUS -916.	03/18/2009
5,531.		DIGITAL RIVER, INC. - 189 SHS PROPERTY TYPE: SECURITIES 5,678.				P	VARIOUS -147.	03/18/2009
14,738.		ELECTRONIC ARTS, INC. - 848 SHS PROPERTY TYPE: SECURITIES 49,635.				P	VARIOUS -34,897.	03/18/2009
993.		EXPEDITORS INTL OF WASHINGTON INC - 38 S PROPERTY TYPE: SECURITIES 1,025.				P	VARIOUS -32.	03/18/2009
15,228.		GAP, INC. - 1,307 SHS PROPERTY TYPE: SECURITIES 26,865.				P	VARIOUS -11,637.	03/18/2009
42,073.		GENERAL MILLS, INC. - 807 SHS PROPERTY TYPE: SECURITIES 37,629.				P	VARIOUS 4,444.	03/18/2009
8,575.		GUESS? INC - 578 SHS PROPERTY TYPE: SECURITIES 23,082.				P	VARIOUS -14,507.	03/18/2009
2,337.		HARMAN INTERNATIONAL INDUSTRIES, INC. - PROPERTY TYPE: SECURITIES 7,776.				P	VARIOUS -5,439.	03/18/2009
4,413.		HARTFORD FINANCIAL SERVICES GROUP - 668 PROPERTY TYPE: SECURITIES 48,001.				P	VARIOUS -43,588.	03/18/2009
3,749.		HEIDRICK & STRUGGLES INTL - 257 SHS PROPERTY TYPE: SECURITIES 7,298.				P	VARIOUS -3,549.	03/18/2009

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2,382.		INTEGRYS ENERGY GROUP, INC. - 102 SHS PROPERTY TYPE: SECURITIES 5,288.				VARIOUS -2,906.	03/18/2009
7,005.		INVESCO LIMITED - 585 SHS PROPERTY TYPE: SECURITIES 7,847.				VARIOUS -842.	03/18/2009
41,974.		JOHNSON & JOHNSON - 852 SHS PROPERTY TYPE: SECURITIES 42,693.				VARIOUS -719.	03/18/2009
872.		KRATOS DEFENSE & SECURITY SOLUTIONS - 1, PROPERTY TYPE: SECURITIES 2,603.				VARIOUS -1,731.	03/18/2009
9,940.		MCDERMOTT INTL INC - 731 SHS PROPERTY TYPE: SECURITIES 28,827.				VARIOUS -18,887.	03/18/2009
2,931.		MCDONALD'S CORPORATION - 56 SHS PROPERTY TYPE: SECURITIES 1,757.				VARIOUS 1,174.	03/18/2009
10,846.		MITSUBISHI CORPORATION - 468 SHS PROPERTY TYPE: SECURITIES 27,708.				VARIOUS -16,862.	03/18/2009
1,426.		MSC SOFTWARE CORPORATION - 295 SHS PROPERTY TYPE: SECURITIES 4,078.				VARIOUS -2,652.	03/18/2009
14,971.		MURPHY OIL COMPANY - 342 SHS PROPERTY TYPE: SECURITIES 28,716.				VARIOUS -13,745.	03/18/2009
2,127.		NATIONAL GRID GROUP, PLC - 55 SHS PROPERTY TYPE: SECURITIES 3,846.				VARIOUS -1,719.	03/18/2009
9,694.		NINTENDO CO LTD - 266 SHS PROPERTY TYPE: SECURITIES 14,711.				VARIOUS -5,017.	03/18/2009

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20,904.		NOKIA CORP - 1,973 SHS PROPERTY TYPE: SECURITIES 58,366.				P	VARIOUS -37,462.	03/18/2009
9,690.		NOVARTIS AG - 277 SHS PROPERTY TYPE: SECURITIES 15,838.				P	VARIOUS -6,148.	03/18/2009
1,525.		ORIX ADR - 145 SHS PROPERTY TYPE: SECURITIES 10,459.				P	VARIOUS -8,934.	03/18/2009
7,746.		PERKINELMER, INC - 678 SHS PROPERTY TYPE: SECURITIES 16,370.				P	VARIOUS -8,624.	03/18/2009
211.		POWERWAVE TECHNOLOGIES, INC. - 982 SHS PROPERTY TYPE: SECURITIES 3,049.				P	VARIOUS -2,838.	03/18/2009
		RIO TINTO PLC - 69 SHS PROPERTY TYPE: SECURITIES 3,126.				P	VARIOUS -3,126.	03/18/2009
8,113.		RIO TINTO PLC - 69 SHS PROPERTY TYPE: SECURITIES 9,540.				P	VARIOUS -1,427.	03/18/2009
1,145.		ROBERT HALF INTERNATIONAL INC - 71 SHS PROPERTY TYPE: SECURITIES 2,349.				P	VARIOUS -1,204.	03/18/2009
8,458.		ROCHE HOLDINGS LTD - 278 SHS PROPERTY TYPE: SECURITIES 9,863.				P	VARIOUS -1,405.	03/18/2009
6,252.		SCOTTISH & SOUTHERN ENERGY PLC - 424 SHS PROPERTY TYPE: SECURITIES 12,213.				P	VARIOUS -5,961.	03/18/2009
3,801.		STRAYER EDUCATION, INC. - 23 SHS PROPERTY TYPE: SECURITIES 4,323.				P	VARIOUS -522.	03/18/2009

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4,656.		SYMMETRICON, INC. - 1,503 SHS PROPERTY TYPE: SECURITIES 12,916.				P	VARIOUS -8,260.	03/18/2009
22,578.		TIFFANY & COMPANY - 1,162 SHS PROPERTY TYPE: SECURITIES 41,780.				P	VARIOUS -19,202.	03/18/2009
2,114.		YAHOO, INC. - 158 SHS PROPERTY TYPE: SECURITIES 5,324.				P	VARIOUS -3,210.	03/18/2009
8,645.		GENENTECH, INC. - 91 SHS PROPERTY TYPE: SECURITIES 7,797.				P	VARIOUS 848.	03/26/2009
150,000.		GHLB NOTES 4.250% - 150,000 SHS PROPERTY TYPE: SECURITIES 150,000.				P	VARIOUS	05/15/2009
1.		HARRIS STRATEX NETWORKS, INC. - 0.23 SHS PROPERTY TYPE: SECURITIES 1.				P	VARIOUS	09/17/2009
6,690.		FRANCE TELCOM SA - 295 SHS PROPERTY TYPE: SECURITIES 8,885.				P	VARIOUS -2,195.	03/18/2009
14,333.		UNIONBANCAL CORPORATION - 195 SHS PROPERTY TYPE: SECURITIES 9,531.				P	VARIOUS 4,802.	10/01/2008
1,736.		SCIELE PHARMA, INC. - 56 SHS PROPERTY TYPE: SECURITIES 1,109.				P	VARIOUS 627.	10/07/2008
46,083.		GOLDMAN SACHS ENHANCED INC - I #1999 - 4 PROPERTY TYPE: SECURITIES 47,400.				P	VARIOUS -1,317.	11/14/2008
99,294.		VANGUARD BD INDEX FD SIGNAL #1351 - 10,2 PROPERTY TYPE: SECURITIES 103,687.				P	VARIOUS -4,393.	11/14/2008

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5,046.		ACCENTURE LTD, CL A - 181 SHS PROPERTY TYPE: SECURITIES 6,029.				P	VARIOUS -983.	11/18/2008
3,841.		AETNA, INC. - 179 SHS PROPERTY TYPE: SECURITIES 8,579.				P	VARIOUS -4,738.	11/18/2008
842.		AFFILIATED MANAGERS GROUP - 29 SHS PROPERTY TYPE: SECURITIES 2,819.				P	VARIOUS -1,977.	11/18/2008
13.		ALBANY INTL CORP - 1 SHS PROPERTY TYPE: SECURITIES 32.				P	VARIOUS -19.	11/18/2008
1,134.		ALON USA ENERGY, INC. - 130 SHS PROPERTY TYPE: SECURITIES 1,769.				P	VARIOUS -635.	11/18/2008
672.		AMBASSADORS GROUP, INC. - 84 SHS PROPERTY TYPE: SECURITIES 1,511.				P	VARIOUS -839.	11/18/2008
291.		AMERICAN EQUITY INVESTMENT LIFE - 63 SHS PROPERTY TYPE: SECURITIES 467.				P	VARIOUS -176.	11/18/2008
2,382.		AMERICAN MOVIL S.A.B. DE CV - 79 SHS PROPERTY TYPE: SECURITIES 4,483.				P	VARIOUS -2,101.	11/18/2008
1,702.		ANSYS, INC. - 63 SHS PROPERTY TYPE: SECURITIES 2,490.				P	VARIOUS -788.	11/18/2008
808.		ATWOOD OCEANICS, INC. - 36 SHS PROPERTY TYPE: SECURITIES 1,731.				P	VARIOUS -923.	11/18/2008
630.		AUSTRALIA & NEW ZEALAND BANK - 70 SHS PROPERTY TYPE: SECURITIES 1,498.				P	VARIOUS -868.	11/18/2008

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5,354.		BANK OF AMERICA CORP - 330 SHS PROPERTY TYPE: SECURITIES 12,721.				P	VARIOUS -7,367.	11/18/2008
2,727.		BIO-REFERENCE LABS, INC. - 117 SHS PROPERTY TYPE: SECURITIES 2,877.				P	VARIOUS -150.	11/18/2008
3,597.		BOSTON SCIENTIFIC CORPORATION - 502 SHS PROPERTY TYPE: SECURITIES 6,492.				P	VARIOUS -2,895.	11/18/2008
1,227.		BROADRIDGE FINANCIAL SOLUTIONS LLC - 110 PROPERTY TYPE: SECURITIES 2,163.				P	VARIOUS -936.	11/18/2008
596.		BROWN SHOE COMPANY, INC. - 79 SHS PROPERTY TYPE: SECURITIES 1,200.				P	VARIOUS -604.	11/18/2008
961.		BT GROUP PLC - 54 SHS PROPERTY TYPE: SECURITIES 2,436.				P	VARIOUS -1,475.	11/18/2008
296.		CANON, INC. - 10 SHS PROPERTY TYPE: SECURITIES 402.				P	VARIOUS -106.	11/18/2008
2,165.		CARTER'S INC. - 112 SHS PROPERTY TYPE: SECURITIES 1,616.				P	VARIOUS 549.	11/18/2008
517.		CASTLE (A.M.) & CO - 59 SHS PROPERTY TYPE: SECURITIES 1,550.				P	VARIOUS -1,033.	11/18/2008
79.		CENTRAL EUROPE & RUSSIA FUND - 5 SHS PROPERTY TYPE: SECURITIES 213.				P	VARIOUS -134.	11/18/2008
329.		COHERENT, INC. - 14 SHS PROPERTY TYPE: SECURITIES 337.				P	VARIOUS -8.	11/18/2008

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680.		COMMERZBANK AG ADR - 82 SHS PROPERTY TYPE: SECURITIES 2,641.				VARIOUS -1,961.	11/18/2008
2,943.		COMTECH TELECOMMUNICATIONS - 67 SHS PROPERTY TYPE: SECURITIES 2,792.				VARIOUS 151.	11/18/2008
191.		CORUS BANKSHARES, INC. - 122 SHS PROPERTY TYPE: SECURITIES 1,011.				VARIOUS -820.	11/18/2008
452.		CRYPTOLOGIC LIMITED - 132 SHS PROPERTY TYPE: SECURITIES 2,471.				VARIOUS -2,019.	11/18/2008
298.		CYTEC INDUSTRIES, INC. - 13 SHS PROPERTY TYPE: SECURITIES 599.				VARIOUS -301.	11/18/2008
1,307.		DEAN FOODS COMPANY - 95 SHS PROPERTY TYPE: SECURITIES 2,274.				VARIOUS -967.	11/18/2008
2,177.		DIGITAL RIVER, INC. - 91 SHS PROPERTY TYPE: SECURITIES 3,075.				VARIOUS -898.	11/18/2008
5,963.		DST SYSTEMS, INC. - 170 SHS PROPERTY TYPE: SECURITIES 10,937.				VARIOUS -4,974.	11/18/2008
1,724.		EBAY, INC. - 143 SHS PROPERTY TYPE: SECURITIES 4,075.				VARIOUS -2,351.	11/18/2008
2,206.		ENCORE ACQUISITION CO - 89 SHS PROPERTY TYPE: SECURITIES 3,866.				VARIOUS -1,660.	11/18/2008
1,106.		ENEL SOCIETA PER AZIONI - 180 SHS PROPERTY TYPE: SECURITIES 1,879.				VARIOUS -773.	11/18/2008

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426.		ERSTE GROUP BANK AG - 51 SHS PROPERTY TYPE: SECURITIES 1,629.				P	VARIOUS -1,203.	11/18/2008
1,912.		ESTERLINE TECHNOLOGIES CORPORATION - 60 PROPERTY TYPE: SECURITIES 3,175.				P	VARIOUS -1,263.	11/18/2008
1,585.		FIRSTSERVICE CORP - 119 SHS PROPERTY TYPE: SECURITIES 2,761.				P	VARIOUS -1,176.	11/18/2008
2,571.		FLIR SYSTEMS, INC. - 87 SHS PROPERTY TYPE: SECURITIES 2,610.				P	VARIOUS -39.	11/18/2008
1,482.		FRANKLIN ELECTRIC CO., INC. - 42 SHS PROPERTY TYPE: SECURITIES 1,495.				P	VARIOUS -13.	11/18/2008
5,011.		FRANKLIN RESOURCES, INC. - 93 SHS PROPERTY TYPE: SECURITIES 8,811.				P	VARIOUS -3,800.	11/18/2008
3,952.		GENENTECH, INC. - 49 SHS PROPERTY TYPE: SECURITIES 3,463.				P	VARIOUS 489.	11/18/2008
1,487.		GENERAL ELECTRIC COMPANY - 93 SHS PROPERTY TYPE: SECURITIES 3,149.				P	VARIOUS -1,662.	11/18/2008
1,021.		GRACO, INC. - 47 SHS PROPERTY TYPE: SECURITIES 1,749.				P	VARIOUS -728.	11/18/2008
687.		GREAT SOUTHERN BANCORP, INC. - 72 SHS PROPERTY TYPE: SECURITIES 1,121.				P	VARIOUS -434.	11/18/2008
475.		GREENBRIER COMPANIES, INC. - 73 SHS PROPERTY TYPE: SECURITIES 1,776.				P	VARIOUS -1,301.	11/18/2008

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Kind of Property		Description				Date acquired	Date sold
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447.		HARMAN INTERNATIONAL INDUSTRIES, INC. - PROPERTY TYPE: SECURITIES 1,244.				VARIOUS -797.	11/18/2008
933.		HEIDRICK & STRUGGLES INTL - 45 SHS PROPERTY TYPE: SECURITIES 1,439.				VARIOUS -506.	11/18/2008
296.		HOVNANIAN ENTERPRISES, CL A - 107 SHS PROPERTY TYPE: SECURITIES 1,080.				VARIOUS -784.	11/18/2008
154.		HSBC HOLDINGS PLC - 3 SHS PROPERTY TYPE: SECURITIES 222.				VARIOUS -68.	11/18/2008
33.		HUDSON HIGHLAND GROUP, INC. - 8 SHS PROPERTY TYPE: SECURITIES 51.				VARIOUS -18.	11/18/2008
1,709.		IDEX CORPORATION - 82 SHS PROPERTY TYPE: SECURITIES 2,718.				VARIOUS -1,009.	11/18/2008
2,381.		INTL GAME TECHNOLOGY - 226 SHS PROPERTY TYPE: SECURITIES 8,825.				VARIOUS -6,444.	11/18/2008
332.		ION GEOPHYSICAL CORPORATION - 80 SHS PROPERTY TYPE: SECURITIES 1,065.				VARIOUS -733.	11/18/2008
4,838.		ISHARES S&P MIDCAP 400 INDEX FD - 98 SHS PROPERTY TYPE: SECURITIES 7,578.				VARIOUS -2,740.	11/18/2008
1,356.		JACOBS ENGINEERING GROUP, INC. - 43 SHS PROPERTY TYPE: SECURITIES 3,162.				VARIOUS -1,806.	11/18/2008
2,129.		J2 GLOBAL COMMUNICATIONS - 133 SHS PROPERTY TYPE: SECURITIES 2,848.				VARIOUS -719.	11/18/2008

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678.		KB FINANCIAL GROUP, INC. - 31 SHS PROPERTY TYPE: SECURITIES 1,925.				P	VARIOUS -1,247.	11/18/2008
954.		KOMATSU LTD - 21 SHS PROPERTY TYPE: SECURITIES 2,269.				P	VARIOUS -1,315.	11/18/2008
1,820.		LAZARD LTD PTP, CL A - 74 SHS PROPERTY TYPE: SECURITIES 2,662.				P	VARIOUS -842.	11/18/2008
550.		LENOVO GROUP LIMITED - 121 SHS PROPERTY TYPE: SECURITIES 1,649.				P	VARIOUS -1,099.	11/18/2008
48.		MARRIOTT INTL INC - 3 SHS PROPERTY TYPE: SECURITIES 101.				P	VARIOUS -53.	11/18/2008
1,778.		MARTEN TRANSPORT LTD - 93 SHS PROPERTY TYPE: SECURITIES 1,463.				P	VARIOUS 315.	11/18/2008
878.		MASCO CORPORATION - 117 SHS PROPERTY TYPE: SECURITIES 2,242.				P	VARIOUS -1,364.	11/18/2008
9,125.		MCDONALD'S CORPORATION - 169 SHS PROPERTY TYPE: SECURITIES 8,826.				P	VARIOUS 299.	11/18/2008
1,016.		METHANEX CORPORATION - 88 SHS PROPERTY TYPE: SECURITIES 2,472.				P	VARIOUS -1,456.	11/18/2008
933.		mitsubishi corp - 36 SHS PROPERTY TYPE: SECURITIES 1,635.				P	VARIOUS -702.	11/18/2008
623.		MONARCH CASINO & RESORT, INC. - 84 SHS PROPERTY TYPE: SECURITIES 1,179.				P	VARIOUS -556.	11/18/2008

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1,254.		MONTPELIER RE HOLDINGS, LTD - 94 SHS PROPERTY TYPE: SECURITIES 1,524.				P	VARIOUS -270.	11/18/2008
150.		MORGAN STANLEY - 13 SHS PROPERTY TYPE: SECURITIES 527.				P	VARIOUS -377.	11/18/2008
933.		NETGEAR, INC. - 96 SHS PROPERTY TYPE: SECURITIES 1,846.				P	VARIOUS -913.	11/18/2008
912.		NEXEN, INC. - 66 SHS PROPERTY TYPE: SECURITIES 2,186.				P	VARIOUS -1,274.	11/18/2008
504.		NORTHGATE MINERALS CORP - 877 SHS PROPERTY TYPE: SECURITIES 2,709.				P	VARIOUS -2,205.	11/18/2008
1,565.		OIL STATES INTL INC - 83 SHS PROPERTY TYPE: SECURITIES 3,857.				P	VARIOUS -2,292.	11/18/2008
314.		OM GROUP, INC. 20 SHS PROPERTY TYPE: SECURITIES 1,056.				P	VARIOUS -742.	11/18/2008
256.		OSHKOSH CORPORATION - 48 SHS PROPERTY TYPE: SECURITIES 1,861.				P	VARIOUS -1,605.	11/18/2008
98.		PERKINELMER, INC - 6 SHS PROPERTY TYPE: SECURITIES 135.				P	VARIOUS -37.	11/18/2008
1,151.		PEROT SYSTEMS CORP, CL A - 99 SHS PROPERTY TYPE: SECURITIES 1,471.				P	VARIOUS -320.	11/18/2008
835.		PHARMACEUTICAL PRODUCT DEVELOPMENT - 36 PROPERTY TYPE: SECURITIES 1,638.				P	VARIOUS -803.	11/18/2008

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77.		PHARMERICA CORPORATION - 4 SHS PROPERTY TYPE: SECURITIES 56.				P	VARIOUS 21.	11/18/2008
1,724.		PHILADELPHIA CONS HOLDING CO - 29 SHS PROPERTY TYPE: SECURITIES 994.				P	VARIOUS 730.	11/18/2008
2,142.		PHILIPPINE LONG DISTANCE TELEPHONE CO - PROPERTY TYPE: SECURITIES 3,187.				P	VARIOUS -1,045.	11/18/2008
1,564.		POOL CORP - 106 SHS PROPERTY TYPE: SECURITIES 2,111.				P	VARIOUS -547.	11/18/2008
1,979.		PORTFOLIO RECOVERY ASSOC - 61 SHS PROPERTY TYPE: SECURITIES 2,445.				P	VARIOUS -466.	11/18/2008
245.		QLOGIC CORPORATION - 25 SHS PROPERTY TYPE: SECURITIES 319.				P	VARIOUS -74.	11/18/2008
645.		RENT-A-CENTER INC. - 50 SHS PROPERTY TYPE: SECURITIES 672.				P	VARIOUS -27.	11/18/2008
1,998.		RIO TINTO PLC - 13 SHS PROPERTY TYPE: SECURITIES 4,937.				P	VARIOUS -2,939.	11/18/2008
1,123.		ROCHE HOLDINGS LTD - 16 SHS PROPERTY TYPE: SECURITIES 1,517.				P	VARIOUS -394.	11/18/2008
4,167.		ROCKWELL AUTOMATION, INC. - 159 SHS PROPERTY TYPE: SECURITIES 8,593.				P	VARIOUS -4,426.	11/18/2008
407.		SONIC CORPORATION - 54 SHS PROPERTY TYPE: SECURITIES 1,160.				P	VARIOUS -753.	11/18/2008

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1,697.		STATE STREET CORPORATION - 44 SHS PROPERTY TYPE: SECURITIES 3,401.				P	VARIOUS -1,704.	11/18/2008
908.		STEINER LEISURE LTD - 40 SHS PROPERTY TYPE: SECURITIES 1,353.				P	VARIOUS -445.	11/18/2008
1,865.		STRAYER EDUCATION, INC - 9 SHS PROPERTY TYPE: SECURITIES 1,538.				P	VARIOUS 327.	11/18/2008
977.		SUN HUNG KAI PROP - 132 SHS PROPERTY TYPE: SECURITIES 2,413.				P	VARIOUS -1,436.	11/18/2008
33.		SUPERIOR ENERGY SERVICES, INC. - 2 SHS PROPERTY TYPE: SECURITIES 76.				P	VARIOUS -43.	11/18/2008
1,215.		SW BANCORP OKLA - 87 SHS PROPERTY TYPE: SECURITIES 1,419.				P	VARIOUS -204.	11/18/2008
848.		SYNERON MEDICAL LTD - 107 SHS PROPERTY TYPE: SECURITIES 1,710.				P	VARIOUS -862.	11/18/2008
1,606.		THE SCOTTS MIRACLE-GRO COMPANY - 59 SHS PROPERTY TYPE: SECURITIES 1,889.				P	VARIOUS -283.	11/18/2008
2,352.		TRIMBLE NAVIGATION, LTD - 125 SHS PROPERTY TYPE: SECURITIES 3,760.				P	VARIOUS -1,408.	11/18/2008
13.		UBS AG - 1 SHS PROPERTY TYPE: SECURITIES 30.				P	VARIOUS -17.	11/18/2008
998.		UNIVERSAL FOREST PRODUCTS - 51 SHS PROPERTY TYPE: SECURITIES 1,573.				P	VARIOUS -575.	11/18/2008

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528.		UNIVERSAL STAINLESS & ALLOY PRODS - 48 S PROPERTY TYPE: SECURITIES 1,504.				P	VARIOUS -976.	11/18/2008
14,194.		WAL-MART STORES - 267 SHS PROPERTY TYPE: SECURITIES 14,295.				P	VARIOUS -101.	11/18/2008
976.		JSC MMC NORILSK NICKEL - 135 SHS PROPERTY TYPE: SECURITIES 3,757.				P	VARIOUS -2,781.	11/21/2008
45.		JSC MMC NORILSK NICKEL - 2 SHS PROPERTY TYPE: SECURITIES 56.				P	VARIOUS -11.	12/16/2008
7.		BANK OF AMERICA CORP - .48 SHS PROPERTY TYPE: SECURITIES 14.				P	VARIOUS -7.	01/14/2009
3.		JOHN HANCOCK BK & THRIFT OPP FD - 0.25 S PROPERTY TYPE: SECURITIES 6.				P	VARIOUS -3.	01/15/2009
		GOLDMAN SACHS ENHANCED INC I #1999 - 1,6 PROPERTY TYPE: SECURITIES 258.				P	VARIOUS -258.	03/16/2009
25,826.		VANGUARD BK INDEX FD SIGNAL #1351 - 2,58 PROPERTY TYPE: SECURITIES 26,213.				P	VARIOUS -387.	03/16/2009
910.		VANGUARD GROWTH INDEX INV FD #9 - 49.34 PROPERTY TYPE: SECURITIES 1,466.				P	VARIOUS -556.	03/16/2009
		VANGUARD INDEX VALUE PORTFOLIO #6 - 908. PROPERTY TYPE: SECURITIES 5,284.				P	VARIOUS -5,284.	03/16/2009
		ACERGY SA ADR - 126 SHS PROPERTY TYPE: SECURITIES 1,739.				P	VARIOUS -1,739.	03/18/2009

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706.		ACERGY SA ADR - 126 SHS PROPERTY TYPE: SECURITIES 1,375.				P	VARIOUS -669.	03/18/2009
		BARCLAYS PLC - 45 SHS PROPERTY TYPE: SECURITIES 675.				P	VARIOUS -675.	03/18/2009
190.		BARCLAYS PLC - 45 SHS PROPERTY TYPE: SECURITIES 956.				P	VARIOUS -766.	03/18/2009
610.		AMERICAN REPROGRAPHICS COMPANY - 210 SHS PROPERTY TYPE: SECURITIES 2,059.				P	VARIOUS -1,449.	03/18/2009
		BOEING COMPANY - 78 SHS PROPERTY TYPE: SECURITIES 1,972.				P	VARIOUS -1,972.	03/18/2009
2,566.		BOEING COMPANY - 78 SHS PROPERTY TYPE: SECURITIES 4,322.				P	VARIOUS -1,756.	03/18/2009
		CORNING INC - 319 SHS PROPERTY TYPE: SECURITIES 2,380.				P	VARIOUS -2,380.	03/18/2009
3,586.		CORNING INC - 319 SHS PROPERTY TYPE: SECURITIES 5,274.				P	VARIOUS -1,688.	03/18/2009
654.		CROSSTEX ENERGY, INC. - 397 SHS PROPERTY TYPE: SECURITIES 1,942.				P	VARIOUS -1,288.	03/18/2009
		CUMMINS ENGINE COMPANY, INC. - 90 SHS PROPERTY TYPE: SECURITIES 2,032.				P	VARIOUS -2,032.	03/18/2009
1,986.		CUMMINS ENGINE COMPANY, INC. - 90 SHS PROPERTY TYPE: SECURITIES 3,053.				P	VARIOUS -1,067.	03/18/2009

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		ELECTRONIC ARTS, INC. - 250 SHS PROPERTY TYPE: SECURITIES 2,926.				P	VARIOUS	03/18/2009
							-2,926.	
4,345.		ELECTRONIC ARTS, INC. - 250 SHS PROPERTY TYPE: SECURITIES 6,659.				P	VARIOUS	03/18/2009
							-2,314.	
		GAP, INC. - 172 SHS PROPERTY TYPE: SECURITIES 529.				P	VARIOUS	03/18/2009
							-529.	
2,004.		GAP, INC. - 172 SHS PROPERTY TYPE: SECURITIES 2,700.				P	VARIOUS	03/18/2009
							-696.	
		GENERAL MILLS, INC. - 108 SHS PROPERTY TYPE: SECURITIES 506.				P	VARIOUS	03/18/2009
							-506.	
5,631.		GENERAL MILLS, INC. - 108 SHS PROPERTY TYPE: SECURITIES 5,717.				P	VARIOUS	03/18/2009
							-86.	
1,751.		GUESS? INC - 118 SHS PROPERTY TYPE: SECURITIES 4,712.				P	VARIOUS	03/18/2009
							-2,961.	
		HARTFORD FINANCIAL SERVICES GROUP - 101 PROPERTY TYPE: SECURITIES 4,199.				P	VARIOUS	03/18/2009
							-4,199.	
667.		HARTFORD FINANCIAL SERVICES GROUP - 101 PROPERTY TYPE: SECURITIES 2,774.				P	VARIOUS	03/18/2009
							-2,107.	
1,919.		HENRY SCHEIN INC - 52 SHS PROPERTY TYPE: SECURITIES 3,128.				P	VARIOUS	03/18/2009
							-1,209.	
1,264.		HEWLETT PACKARD COMPANY - 43 SHS PROPERTY TYPE: SECURITIES 1,773.				P	VARIOUS	03/18/2009
							-509.	

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1,419.		ILLINOIS TOOL WORKS, INC. - 51 SHS PROPERTY TYPE: SECURITIES 2,452.				P	VARIOUS -1,033.	03/18/2009
278.		ING GROEP N V SPONS - 68 SHS PROPERTY TYPE: SECURITIES 2,147.				P	VARIOUS -1,869.	03/18/2009
2,241.		INTERNATIONAL BUSINESS MACHINES CORP - 2 PROPERTY TYPE: SECURITIES 2,510.				P	VARIOUS -269.	03/18/2009
		INVESCO LIMITED - 112 SHS PROPERTY TYPE: SECURITIES 839.				P	VARIOUS -839.	03/18/2009
1,341.		INVESCO LIMITED - 112 SHS PROPERTY TYPE: SECURITIES 2,043.				P	VARIOUS -702.	03/18/2009
11.		LATTICE SEMICONDUCTOR CORP - 9 SHS PROPERTY TYPE: SECURITIES 22.				P	VARIOUS -11.	03/18/2009
		MCDERMOTT INTL INC - 106 SHS PROPERTY TYPE: SECURITIES 2,090.				P	VARIOUS -2,090.	03/18/2009
1,441.		MCDERMOTT INTL INC - 106 SHS PROPERTY TYPE: SECURITIES 3,148.				P	VARIOUS -1,707.	03/18/2009
1,989.		MCDONALD'S CORPORATION - 38 SHS PROPERTY TYPE: SECURITIES 2,010.				P	VARIOUS -21.	03/18/2009
		MITSUBISHI CORP - 92 SHS PROPERTY TYPE: SECURITIES 2,841.				P	VARIOUS -2,841.	03/18/2009
2,132.		MITSUBISHI CORP - 92 SHS PROPERTY TYPE: SECURITIES 3,276.				P	VARIOUS -1,144.	03/18/2009

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2,459.		MONSANTO CO - 31 SHS PROPERTY TYPE: SECURITIES 2,987.				P	VARIOUS -528.	03/18/2009
		MURPHY OIL CO - 65 SHS PROPERTY TYPE: SECURITIES 1,246.				P	VARIOUS -1,246.	03/18/2009
2,845.		MURPHY OIL CO - 65 SHS PROPERTY TYPE: SECURITIES 4,097.				P	VARIOUS -1,252.	03/18/2009
1,685.		NOKIA CORP - 159 SHS PROPERTY TYPE: SECURITIES 5,141.				P	VARIOUS -3,456.	03/18/2009
		ORIX ADR - 27 SHS PROPERTY TYPE: SECURITIES 1,008.				P	VARIOUS -1,008.	03/18/2009
284.		ORIX ADR - 27 SHS PROPERTY TYPE: SECURITIES 1,146.				P	VARIOUS -862.	03/18/2009
1,411.		RIO TINTO PLC - 12 SHS PROPERTY TYPE: SECURITIES 6,100.				P	VARIOUS -4,689.	03/18/2009
1,034.		ROCHE HOLDINGS LTD - 34 SHS PROPERTY TYPE: SECURITIES 1,493.				P	VARIOUS -459.	03/18/2009
		SILVER WHEATON CORP - 121 SHS PROPERTY TYPE: SECURITIES 579.				P	VARIOUS -579.	03/18/2009
760.		SILVER WHEATON CORP - 121 SHS PROPERTY TYPE: SECURITIES 1,225.				P	VARIOUS -465.	03/18/2009
704.		SMITH INTERNATIONAL INC - 33 SHS PROPERTY TYPE: SECURITIES 1,858.				P	VARIOUS -1,154.	03/18/2009

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695.		STRYKER CORP - 21 SHS PROPERTY TYPE: SECURITIES 1,366.				P	VARIOUS -671.	03/18/2009
		TEREX CORP - 57 SHS PROPERTY TYPE: SECURITIES 1,745.				P	VARIOUS -1,745.	03/18/2009
552.		TEREX CORP - 57 SHS PROPERTY TYPE: SECURITIES 1,932.				P	VARIOUS -1,380.	03/18/2009
		TIFFANY & COMPANY - 157 SHS PROPERTY TYPE: SECURITIES 1,751.				P	VARIOUS -1,751.	03/18/2009
3,051.		TIFFANY & COMPANY - 157 SHS PROPERTY TYPE: SECURITIES 4,603.				P	VARIOUS -1,552.	03/18/2009
1,722.		VEOLIA ENVIRONMENT - 85 SHS PROPERTY TYPE: SECURITIES 2,016.				P	VARIOUS -294.	03/18/2009
1,400.		VANGUARD DEV MKTS INDEX FD - 161.15 SHS PROPERTY TYPE: SECURITIES 2,134.				P	VARIOUS -734.	08/12/2009
1,909.		ABBOTT LABORATORIES - 43 SHS PROPERTY TYPE: SECURITIES 2,415.				P	VARIOUS -506.	08/14/2009
494.		AERGY SA - 49 SHS PROPERTY TYPE: SECURITIES 810.				P	VARIOUS -316.	08/14/2009
1,051.		ALTRIA GROUP INC - 60 SHS PROPERTY TYPE: SECURITIES 1,325.				P	VARIOUS -274.	08/14/2009
3,786.		AMERISOURCEBERGEN - 188 SHS PROPERTY TYPE: SECURITIES 4,059.				P	VARIOUS -273.	08/14/2009

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2,438.		APPLE, INC. - 15 SHS PROPERTY TYPE: SECURITIES 1,993.				P	VARIOUS 445.	08/14/2009
7,355.		AUTOZONE, INC. - 50 SHS PROPERTY TYPE: SECURITIES 5,831.				P	VARIOUS 1,524.	08/14/2009
2,166.		BALCHEM CORPORATION - 82 SHS PROPERTY TYPE: SECURITIES 1,849.				P	VARIOUS 317.	08/14/2009
2,819.		BANK OF AMERICA CORP - 176 SHS PROPERTY TYPE: SECURITIES 5,174.				P	VARIOUS -2,355.	08/14/2009
1,700.		BARD (C.R.) INC - 23 SHS PROPERTY TYPE: SECURITIES 2,117.				P	VARIOUS -417.	08/14/2009
2,084.		CATHAY GENERAL BANCORP - 198 SHS PROPERTY TYPE: SECURITIES 3,789.				P	VARIOUS -1,705.	08/14/2009
2,791.		CHATTEM, INC. - 45 SHS PROPERTY TYPE: SECURITIES 2,910.				P	VARIOUS -119.	08/14/2009
2,529.		CISCO SYSTEMS INC - 102 SHS PROPERTY TYPE: SECURITIES 2,791.				P	VARIOUS -262.	08/14/2009
3,390.		COVANTA HOLDING CORPORATION - 201 SHS PROPERTY TYPE: SECURITIES 4,169.				P	VARIOUS -779.	08/14/2009
1,580.		DELL, INC. - 120 SHS PROPERTY TYPE: SECURITIES 2,309.				P	VARIOUS -729.	08/14/2009
1,854.		DEUTSCHE TELEKOM AG - 146 SHS PROPERTY TYPE: SECURITIES 2,103.				P	VARIOUS -249.	08/14/2009

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2,630.		EQUIFAX, INC. - 97 SHS PROPERTY TYPE: SECURITIES 2,262.				P	VARIOUS 368.	08/14/2009
4,071.		EXPRESS SCRIPTS, INC. - 60 SHS PROPERTY TYPE: SECURITIES 3,740.				P	VARIOUS 331.	08/14/2009
2,901.		FEDEX CORPORATION - 44 SHS PROPERTY TYPE: SECURITIES 3,980.				P	VARIOUS -1,079.	08/14/2009
1,227.		GENERAL ELECTRIC COMPANY - 88 SHS PROPERTY TYPE: SECURITIES 2,933.				P	VARIOUS -1,706.	08/14/2009
2,270.		GOOGLE INC, CL A - 5 SHS PROPERTY TYPE: SECURITIES 2,689.				P	VARIOUS -419.	08/14/2009
695.		HARTFORD FINANCIAL SERVICES GROUP - 39 S PROPERTY TYPE: SECURITIES 2,877.				P	VARIOUS -2,182.	08/14/2009
1,857.		HONGKONG ELECTRIC HOLDINGS LTD - 341 SHS PROPERTY TYPE: SECURITIES 2,061.				P	VARIOUS -204.	08/14/2009
514.		ILLINOIS TOOL WORKS, INC. - 206 SHS					VARIOUS 514.	08/14/2009
7,645.		ILLINOIS TOOL WORKS, INC. - 206 SHS 9,323.					VARIOUS -1,678.	08/14/2009
2,840.		INGERSOLL-RAND PLC - 103 SHS PROPERTY TYPE: SECURITIES 4,226.				P	VARIOUS -1,386.	08/14/2009
3,727.		INTEL CORPORATION - 200 SHS PROPERTY TYPE: SECURITIES 3,899.				P	VARIOUS -172.	08/14/2009

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)	
22,924.		ISHARES RUSSELL MIDCAP INDX ETF - 317 SH PROPERTY TYPE: SECURITIES 32,136.				P	VARIOUS -9,212.	08/14/2009
3,067.		JOHNSON & JOHNSON - 51 SHS PROPERTY TYPE: SECURITIES 3,239.				P	VARIOUS -172.	08/14/2009
2,572.		MANULIFE FINANCIAL CORP - 128 SHS PROPERTY TYPE: SECURITIES 4,683.				P	VARIOUS -2,111.	08/14/2009
5,707.		MONSANTO COMPANY - 68 SHS PROPERTY TYPE: SECURITIES 7,782.				P	VARIOUS -2,075.	08/14/2009
1,743.		NATIONAL-OILWELL VARCO, INC. - 48 SHS PROPERTY TYPE: SECURITIES 2,647.				P	VARIOUS -904.	08/14/2009
1,292.		NIKE INCORPORATED, CL B - 23 SHS PROPERTY TYPE: SECURITIES 1,324.				P	VARIOUS -32.	08/14/2009
3,149.		PFIZER INCORPORATED - 200 SHS PROPERTY TYPE: SECURITIES 4,259.				P	VARIOUS -1,110.	08/14/2009
7,738.		PNC FINANCIAL SERVICES GROUP - 189 SHS PROPERTY TYPE: SECURITIES 4,900.				P	VARIOUS 2,838.	08/14/2009
423.		SELECT COMFORT CORPORATION - 150 SHS PROPERTY TYPE: SECURITIES 491.				P	VARIOUS -68.	08/14/2009
447.		SILVER WHEATON CORPORATION - 48 SHS PROPERTY TYPE: SECURITIES 775.				P	VARIOUS -328.	08/14/2009
		SMITH INTERNATIONAL, INC. - 167 SHS PROPERTY TYPE: SECURITIES 183.				P	VARIOUS -183.	08/14/2009

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)	
4,318.		SMITH INTERNATIONAL, INC. - 167 SHS PROPERTY TYPE: SECURITIES 8,676.				P	VARIOUS -4,358.	08/14/2009
		STRYKER CORPORATION - 103 SHS PROPERTY TYPE: SECURITIES 196.				P	VARIOUS -196.	08/14/2009
4,219.		STRYKER CORPORATION - 103 SHS PROPERTY TYPE: SECURITIES 5,664.					VARIOUS -1,445.	08/14/2009
2,281.		SUNTRUST BANKS, INC. - 113 SHS PROPERTY TYPE: SECURITIES 6,560.				P	VARIOUS -4,279.	08/14/2009
3,562.		SYNTEL, INC. - 93 SHS 2,269.					VARIOUS 1,293.	08/14/2009
1,999.		TEMPUR-PEDIC INTERNATIONAL - 142 SHS PROPERTY TYPE: SECURITIES 972.				P	VARIOUS 1,027.	08/14/2009
2,938.		WORLD FUEL SERVICES CORPORATION - 64 SHS PROPERTY TYPE: SECURITIES 2,061.				P	VARIOUS 877.	08/14/2009
24,637.		GOLDMAN SACHS ENHANCED INC - I #1999 - 2 PROPERTY TYPE: SECURITIES 24,816.				P	VARIOUS -179.	09/10/2009
18,206.		VANGUARD BD INDEX FD SIGNAL #1351 - 1,75 PROPERTY TYPE: SECURITIES 17,854.				P	VARIOUS 352.	09/10/2009
360.		VANGUARD DEV MKTS INDEX FD - 38.45 SHS PROPERTY TYPE: SECURITIES 509.				P	VARIOUS -149.	09/10/2009
1,379.		ABM INDUSTRIES, INC. - 68 SHS PROPERTY TYPE: SECURITIES 977.				P	VARIOUS 402.	09/14/2009

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)	
2,144.		ACCENTURE PLC - 62 SHS PROPERTY TYPE: SECURITIES 2,373.				P	VARIOUS	09/14/2009
							-229.	
61.		ALLSTATE CORPORATION - 51 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	09/14/2009
							61.	
1,397.		ALLSTATE CORPORATION - 51 SHS PROPERTY TYPE: SECURITIES 2,316.				P	VARIOUS	09/14/2009
							-919.	
137.		ALTRIA GROUP, INC. - 110 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS	09/14/2009
							137.	
1,900.		ALTRIA GROUP, INC. - 110 SHS PROPERTY TYPE: SECURITIES 2,044.				P	VARIOUS	09/14/2009
							-144.	
2,841.		AMERISOURCEBERGEN - 132 SHS PROPERTY TYPE: SECURITIES 2,770.				P	VARIOUS	09/14/2009
							71.	
2,540.		AMGEN INCORPORATED - 43 SHS 1,915.					VARIOUS	09/14/2009
							625.	
4,246.		ARES CAPITAL CORPORATION - 426 SHS PROPERTY TYPE: SECURITIES 3,131.				P	VARIOUS	09/14/2009
							1,115.	
1,890.		AT&T INC. - 73 SHS PROPERTY TYPE: SECURITIES 2,582.				P	VARIOUS	09/14/2009
							-692.	
2,375.		BANK OF NEW YORK MELLON CORP - 83 SHS PROPERTY TYPE: SECURITIES 2,540.				P	VARIOUS	09/14/2009
							-165.	
3,199.		BURLINGTON NORTHERN SANTA FE - 38 SHS PROPERTY TYPE: SECURITIES 3,000.				P	VARIOUS	09/14/2009
							199.	

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

Kind of Property		Description				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)	
1,120.		CENTRAL EUROPEAN MEDIA ENT - A - 35 SHS PROPERTY TYPE: SECURITIES 906.				VARIOUS 214.	09/14/2009
1,359.		CHARLES SCHWAB CORPORATION - 74 SHS PROPERTY TYPE: SECURITIES 1,198.				VARIOUS 161.	09/14/2009
609.		CHEROKEE, INC. - 29 SHS PROPERTY TYPE: SECURITIES 447.				VARIOUS 162.	09/14/2009
2,178.		CLARCOR, INC. - 68 SHS PROPERTY TYPE: SECURITIES 2,126.				VARIOUS 52.	09/14/2009
2,049.		COMPANHIA DE BEBIDAS - AMBEV ADR - 27 SH PROPERTY TYPE: SECURITIES 1,244.				VARIOUS 805.	09/14/2009
1,980.		CONOCOPHILLIPS - 43 SHS PROPERTY TYPE: SECURITIES 2,974.				VARIOUS -994.	09/14/2009
1,649.		DANAHER CORPORATION - 25 SHS PROPERTY TYPE: SECURITIES 1,857.				VARIOUS -208.	09/14/2009
1,075.		DIAGEO PLC - 17 SHS PROPERTY TYPE: SECURITIES 1,281.				VARIOUS -206.	09/14/2009
2,709.		DIRECTV GROUP - 108 SHS PROPERTY TYPE: SECURITIES 2,113.				VARIOUS 596.	09/14/2009
1,369.		DOLBY LABORATORIES INC, CL A - 36 SHS PROPERTY TYPE: SECURITIES 1,156.				VARIOUS 213.	09/14/2009
50.		DOVER CORPORATION - 71 SHS PROPERTY TYPE: SECURITIES				VARIOUS 50.	09/14/2009

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)	
2,507.		DOVER CORPORATION - 71 SHS PROPERTY TYPE: SECURITIES 2,463.				P	VARIOUS 44.	09/14/2009
126.		E.ON AG - ADR - 3 SHS PROPERTY TYPE: SECURITIES 174.				P	VARIOUS -48.	09/14/2009
5,977.		EMERSON ELECTRIC COMPANY - 154 SHS PROPERTY TYPE: SECURITIES 7,610.				P	VARIOUS -1,633.	09/14/2009
2,147.		XPRESS SCRIPTS, INC. - 29 SHS PROPERTY TYPE: SECURITIES 2,067.				P	VARIOUS 80.	09/14/2009
1,323.		FAMILY DOLLAR STORES, INC. - 47 SHS 1,480.					VARIOUS -157.	09/14/2009
2,230.		FLOWSERVE CORP - 24 SHS PROPERTY TYPE: SECURITIES 1,171.				P	VARIOUS 1,059.	09/14/2009
1,011.		FOMENTO ECONOMICO MEXICANO SAB DE CV - 2 PROPERTY TYPE: SECURITIES 901.				P	VARIOUS 110.	09/14/2009
2,287.		FORTUNE BRANDS, INC. - 56 SHS PROPERTY TYPE: SECURITIES 3,667.				P	VARIOUS -1,380.	09/14/2009
2,116.		FPL GROUP INC - 39 SHS PROPERTY TYPE: SECURITIES 2,417.				P	VARIOUS -301.	09/14/2009
654.		FRANCE TELECOM SA ADR - 24 SHS PROPERTY TYPE: SECURITIES 790.				P	VARIOUS -136.	09/14/2009
2,651.		FREEPORT-MCMORAN COPPER & GOLD, INC. - 3 PROPERTY TYPE: SECURITIES 3,383.				P	VARIOUS -732.	09/14/2009

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)	
674.		FTI CONSULTING, INC. - 15 SHS PROPERTY TYPE: SECURITIES 635.				P	VARIOUS 39.	09/14/2009
5,035.		GAMESTOP CORP, CL A - 200 SHS PROPERTY TYPE: SECURITIES 4,760.				P	VARIOUS 275.	09/14/2009
1,863.		GOOGLE INC, CL A - 4 SHS PROPERTY TYPE: SECURITIES 1,753.				P	VARIOUS 110.	09/14/2009
1,036.		HALLIBURTON COMPANY - 41 SHS PROPERTY TYPE: SECURITIES 1,259.				P	VARIOUS -223.	09/14/2009
2,633.		HENRY SCHEIN, INC. - 48 SHS PROPERTY TYPE: SECURITIES 2,861.				P	VARIOUS -228.	09/14/2009
1,961.		HEWLETT PACKARD COMPANY - 43 SHS PROPERTY TYPE: SECURITIES 2,039.				P	VARIOUS -78.	09/14/2009
2,839.		HONEYWELL INTERNATIONAL INC - 74 SHS PROPERTY TYPE: SECURITIES 4,069.				P	VARIOUS -1,230.	09/14/2009
1,044.		ING GROEP N V SPONS ADR - 65 SHS PROPERTY TYPE: SECURITIES 2,482.				P	VARIOUS -1,438.	09/14/2009
196.		INTERSOLL-RAND PLC - 45 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS 196.	09/14/2009
1,233.		INTERSOLL-RAND PLC - 45 SHS PROPERTY TYPE: SECURITIES 1,557.				P	VARIOUS -324.	09/14/2009
4,364.		INTEL CORPORATION - 218 SHS PROPERTY TYPE: SECURITIES 4,255.				P	VARIOUS 109.	09/14/2009

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)	
2,705.		INTERNATIONAL BUSINESS MACHINES CORP - 2 PROPERTY TYPE: SECURITIES 2,604.				P	VARIOUS 101.	09/14/2009
413.		INTESA SANPAOLO-SPON ADR - 16 SHS PROPERTY TYPE: SECURITIES 391.				P	VARIOUS 22.	09/14/2009
1,347.		JACOBS ENGINEERING GROUP, INC. - 29 SHS PROPERTY TYPE: SECURITIES 2,278.				P	VARIOUS -931.	09/14/2009
1,647.		JOHNSON & JOHNSON - 27 SHS PROPERTY TYPE: SECURITIES 1,690.				P	VARIOUS -43.	09/14/2009
2,566.		JPMORGAN CHASE & CO - 60 SHS PROPERTY TYPE: SECURITIES 2,652.				P	VARIOUS -86.	09/14/2009
1,041.		KONINKLIJKE KPN ADR - 67 SHS PROPERTY TYPE: SECURITIES 1,110.				P	VARIOUS -69.	09/14/2009
2,114.		LABORATORY CORP OF AMERICA HLDGS - 31 SH PROPERTY TYPE: SECURITIES 2,288.				P	VARIOUS -174.	09/14/2009
997.		LANDAUER, INC. - 18 SHS PROPERTY TYPE: SECURITIES 894.				P	VARIOUS 103.	09/14/2009
1,795.		LANDSTAR SYSTEM, INC. - 48 SHS PROPERTY TYPE: SECURITIES 1,573.				P	VARIOUS 222.	09/14/2009
979.		LINCOLN ELECTRIC HOLDINGS - 21 SHS PROPERTY TYPE: SECURITIES 798.				P	VARIOUS 181.	09/14/2009
2,827.		MCDONALD'S CORPORATION - 51 SHS PROPERTY TYPE: SECURITIES 3,015.				P	VARIOUS -188.	09/14/2009

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)	
3,552.		MICROSOFT CORPORATION - 143 SHS PROPERTY TYPE: SECURITIES 4,338.				P	VARIOUS -786.	09/14/2009
670.		MITSUBISHI UFJ FINANCIAL ADR - 679 SHS PROPERTY TYPE: SECURITIES				P	VARIOUS 670.	09/14/2009
3,232.		MITSUBISHI UFJ FINANCIAL ADR - 679 SHS PROPERTY TYPE: SECURITIES 4,266.				P	VARIOUS -1,034.	09/14/2009
459.		MTN GROUP LIMITED - 27 SHS PROPERTY TYPE: SECURITIES 433.				P	VARIOUS 26.	09/14/2009
495.		NATIONAL BANK OF GREECE S.A. - 74 SHS PROPERTY TYPE: SECURITIES 415.				P	VARIOUS 80.	09/14/2009
2,039.		NATIONAL-OILWELL VARCO, INC. - 53 SHS PROPERTY TYPE: SECURITIES 3,260.				P	VARIOUS -1,221.	09/14/2009
1,263.		NIKE INCORPORATED, CL B - 23 SHS PROPERTY TYPE: SECURITIES 1,382.				P	VARIOUS -119.	09/14/2009
501.		NINTENDO CO LTD - 15 SHS PROPERTY TYPE: SECURITIES 938.				P	VARIOUS -437.	09/14/2009
702.		NOKIA CORP - 47 SHS PROPERTY TYPE: SECURITIES 1,395.				P	VARIOUS -693.	09/14/2009
1,933.		NOTHERN TRUST CORPORATION - 33 SHS PROPERTY TYPE: SECURITIES 1,497.				P	VARIOUS 436.	09/14/2009
2,001.		PRAXAIR, INC. - 26 SHS PROPERTY TYPE: SECURITIES 1,872.				P	VARIOUS 129.	09/14/2009

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)	
2,087.		PRICELINE.COM, INC. - 13 SHS PROPERTY TYPE: SECURITIES 1,024.				P	VARIOUS 1,063.	09/14/2009
5,074.		PROCTER & GAMBLE COMPANY - 94 SHS PROPERTY TYPE: SECURITIES 6,183.				P	VARIOUS -1,109.	09/14/2009
2,141.		PUBLIC SERVICE ENTERPRISE GROUP, INC. - PROPERTY TYPE: SECURITIES 3,166.				P	VARIOUS -1,025.	09/14/2009
1,464.		RED HAT INC - 59 SHS PROPERTY TYPE: SECURITIES 893.				P	VARIOUS 571.	09/14/2009
1,288.		SCOTTISH & SOUTHERN ENERGY PLC - 69 SHS PROPERTY TYPE: SECURITIES 1,946.				P	VARIOUS -658.	09/14/2009
2,343.		SOUTHWESTERN ENERGY CO (STATE INCORP) - PROPERTY TYPE: SECURITIES 1,813.				P	VARIOUS 530.	09/14/2009
1,395.		SUNTRUST BANKS INC - 67 SHS PROPERTY TYPE: SECURITIES 787.				P	VARIOUS 608.	09/14/2009
1,994.		SYNTEL, INC. - 46 SHS PROPERTY TYPE: SECURITIES 1,122.				P	VARIOUS 872.	09/14/2009
1,710.		T. ROWE PRICE GROUP INC - 38 SHS PROPERTY TYPE: SECURITIES 1,865.				P	VARIOUS -155.	09/14/2009
2,043.		TAKEDA PHARMACEUTICAL CO LTD - 101 SHS PROPERTY TYPE: SECURITIES 2,036.				P	VARIOUS 7.	09/14/2009
584.		TOYOTA MOTOR CORP - 7 SHS PROPERTY TYPE: SECURITIES 678.				P	VARIOUS -94.	09/14/2009

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)	
4,039.		TRANSOCEAN LTD - 50 SHS PROPERTY TYPE: SECURITIES 7,732.				P	VARIOUS -3,693.	09/14/2009
		U.S. BANCORP - 83 SHS PROPERTY TYPE: SECURITIES 18.				P	VARIOUS -18.	09/14/2009
1,763.		U.S. BANCORP - 83 SHS PROPERTY TYPE: SECURITIES 2,613.				P	VARIOUS -850.	09/14/2009
2,138.		UNITED TECHNOLOGIES CORPORATION - 35 SHS PROPERTY TYPE: SECURITIES 1,721.				P	VARIOUS 417.	09/14/2009
1,527.		WATSON PHARMACEUTICALS INC - 43 SHS PROPERTY TYPE: SECURITIES 980.				P	VARIOUS 547.	09/14/2009
1,908.		WD-40 COMPANY - 69 SHS PROPERTY TYPE: SECURITIES 1,808.				P	VARIOUS 100.	09/14/2009
2,156.		YOUNG INNOVATIONS, INC. - 98 SHS PROPERTY TYPE: SECURITIES 1,320.				P	VARIOUS 836.	09/14/2009
666.		ZURICH FINANCIAL SERVICES AG - 30 SHS PROPERTY TYPE: SECURITIES 617.				P	VARIOUS 49.	09/14/2009
5.		HARRIS STRATEX NETWORKS INC - 0.85 PROPERTY TYPE: SECURITIES 5.				P	VARIOUS 	09/17/2009
147.		HARRIS STRATEX NETWORKS INC - 23 SHS PROPERTY TYPE: SECURITIES 123.				P	VARIOUS 24.	09/17/2009
11,572.		VANGUARD INDEX VALUE PORTFOLIO #6 - 908. PROPERTY TYPE: SECURITIES 14,914.				P	VARIOUS -3,342.	03/16/2009

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)	
15,522.		GOLDMAN SACHS ENHANCED INC I #1999 - 1,6 PROPERTY TYPE: SECURITIES 15,569.				P	VARIOUS -47.	03/16/2009
195.		QWEST COMMUNICATIONS - UNCLAIMED FUNDS R PROPERTY TYPE: SECURITIES				P	VARIOUS 195.	03/11/2009
TOTAL GAIN (LOSS)							----- -1442471. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
THE FIRST NATIONAL BANK	641.	641.
COMPASS BANK	212,965.	212,965.
ACCRUAL INTEREST PURCHASED	NONE	NONE
AMORTIZATION OF BOND PREMIUM/DISCOUNT	-2,181.	-2,181.
	-----	-----
TOTAL	211,425.	211,425.
	=====	=====

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
COMPASS BANK	201,474.	201,474.
	-----	-----
TOTAL	201,474.	201,474.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
K-1 FROM LAZARD, LTD	264.	264.
K-1 FROM 2200 & ASSOCIATES	4,314.	4,314.
K-1 FROM RICE INDUSTRIES	9,539.	9,539.
	-----	-----
TOTALS	14,117.	14,117.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX RETURN PREPARATION	6,980.	NONE	NONE	6,980.
TOTALS	6,980.	NONE	NONE	6,980.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT FEES - COMPASS BANK	100,328.	17,622.	82,706.
LEGAL FEES REIMBURSED	-2,344.	-1,172.	-1,172.
ACCOUNTING FEES	18,000.	3,600.	14,400.
TOTALS	115,984.	20,050.	95,934.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES WITHHELD	3,791.	3,791.
FEDERAL TAXES	3,868.	3,868.
	-----	-----
TOTALS	7,659.	7,659.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
MEMBERSHIP DUES & ASSESSMENTS	500.		500.
BANK FEES	40.		40.
INSURANCE	3,248.	1,624.	1,624.
SCHOLARSHIP CONSULTANT	1,000.		1,000.
-----	-----	-----	-----
TOTALS	4,788.	1,624.	3,164.
	=====	=====	=====

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRANTS PAID			
JOHN PAUL SUPAK 612 W. MAIN ST. EAGLE LAKE, TX 77434	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
KRISTEN DANKLEFS P.O. BOX 21 GARWOOD, TX 77442	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
EULA & DAVID WINTERMANN LIBRARY 101 N. WALNUT EAGLE LAKE, TX 77434	NONE PUBLIC	GENERAL FUND	134,831.
KAYLA MEITZEN 3607 GREYSTONE DR 2-1111 AUSTIN, TX 78731	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
TEXAS PARKS & WILDLIFE FOUNDATION 1901 NORTH AKARD DALLAS, TX 75201	NONE PUBLIC	GENERAL FUND	20,000.
AMERICAN CANCER SOCIETY FBO VICTORY PO BOX 572915 HOUSTON, TX 77257-2915	NONE PUBLIC	GENERAL FUND	25,000.
NICHOLAS DUARTE 714 S. MCCARTY AVENUE EAGLE LAKE, TX 77434	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	4,000.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
-----	-----	-----	-----
HILLARY JOHNSON 805 CAMPBELL ROAD EAGLE LAKE, TX 77434	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
CITY OF EAGLE LAKE FBO REVITALIZE EAGLE LAKE P.O. BOX 38 EAGLE LAKE, TX 77434	NONE PUBLIC	GENERAL FUND	750.
BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA, MS:BCM 160 HOUSTON, TX 77030-3411	NONE PUBLIC	GENERAL FUND	280,000.
EDUARDO LOSOYA 1107 SEAHOLM STREET EAGLE LAKE, TX 77434	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
CLIFTON GENE KAZMIR PO BOX 265 SHERIDAN, TX 77475-0265	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	4,000.
GRANTS ACCRUED		TOTAL CONTRIBUTIONS PAID	508,581.
NICHOLAS DUARTE 714 S. MCCARTY AVENUE EAGLE LAKE, TX 77434	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	32,000.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS, GRANTS PAID

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

TOTAL APPROVED CONTRIBUTIONS ACCRUED

28,000.

TOTAL CONTRIBUTIONS PAID AND ACCRUED

536,581.

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

=====

DESCRIPTION	ENDING	BOOK VALUE
-----	-----	-----
PREPAID FEDERAL INCOME TAX	NONE	-----
TOTALS	NONE	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
MUTUAL FUNDS PARTNERSHIPS	606,331. 20,749.	585,112. 14,063.
TOTALS	----- 627,080. =====	----- 599,175. =====

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

DESCRIPTION -----	AMOUNT -----
GRANTS APPROVED, NOT YET DISTRIBUTED	28,000. -----
TOTAL	28,000. =====

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS	DATE	DIRECT	
		PUBLIC	SUPPORT
ESTATE OF EULA G. WINTERMANN	10/21/2008	242,747.	
P.O. BOX 337			
EAGLE LAKE, TX 77434-0337			
TOTAL CONTRIBUTION AMOUNTS		242,747.	

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

NAME AND ADDRESS -----	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION -----	COMPENSATION -----
JACK JOHNSON P.O. BOX 337 EAGLE LAKE, TX 77434	PRESIDENT	50,000.
DONALD N. BENDY P.O. BOX 337 EAGLE LAKE, TX 77434	VICE PRESIDENT	10,000.
STEVE BALAS P.O. BOX 337 EAGLE LAKE, TX 77434	SECRETARY	10,000.
JUDITH JOHNSON P.O. BOX 337 EAGLE LAKE, TX 77434	DIRECTOR	10,000.
	GRAND TOTALS	80,000. =====

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS
=====

MR. JACK JOHNSON
P.O. BOX 337
EAGLE LAKE, TX 77434
979-234-5551

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS
=====

- (1) HIGH SCHOOL TRANSCRIPT
- (2) INFORMATION OF FINANCIAL NEED
- (3) FIELD OF INTENDED STUDY
- (4) CHARACTER REFERENCE

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
-----	-----	-----	-----
JOHN PAUL SUPAK 612 W. MAIN ST. EAGLE LAKE, TX 77434	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
KRISTEN DANKLEFS P.O. BOX 21 GARWOOD, TX 77442	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
EULA & DAVID WINTERMANN LIBRARY 101 N. WALNUT EAGLE LAKE, TX 77434	NONE PUBLIC	GENERAL FUND	134,831.
KAYLA MEITZEN 3607 GREYSTONE DR 2-1111 AUSTIN, TX 78731	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
TEXAS PARKS & WILDLIFE FOUNDATION 1901 NORTH AKARD DALLAS, TX 75201	NONE PUBLIC	GENERAL FUND	20,000.
AMERICAN CANCER SOCIETY FBO VICTORY PO BOX 572915 HOUSTON, TX 77257-2915	NONE PUBLIC	GENERAL FUND	25,000.
NICHOLAS DUARTE 714 S. MCCARTY AVENUE EAGLE LAKE, TX 77434	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	4,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HILLARY JOHNSON 805 CAMPBELL ROAD EAGLE LAKE, TX 77434	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
CITY OF EAGLE LAKE FBO REVITALIZE EAGLE LAKE P.O. BOX 38 EAGLE LAKE, TX 77434	NONE PUBLIC	GENERAL FUND	750.
BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA, MS:BCM 160 HOUSTON, TX 77030-3411	NONE PUBLIC	GENERAL FUND	280,000.
EDUARDO LOSOYA 1107 SEAHOLM STREET EAGLE LAKE, TX 77434	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
CLIFTON GENE KAZMIR PO BOX 265 SHERIDAN, TX 77475-0265	NONE PUBLIC	EDUCATIONAL SCHOLARSHIP	4,000.
TOTAL CONTRIBUTIONS PAID			508,581.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

NICHOLAS DUARTE

714 S. MCCARTY AVENUE

EAGLE LAKE, TX 77434

NONE

PUBLIC

EDUCATIONAL SCHOLARSHIP

32,000.

TOTAL CONTRIBUTIONS APPROVED

32,000.

SHARES/ PAR VALUE	SECURITY DESCRIPTION	INVESTMENTS AT COST	MARKET VALUE AT YEAR END
GOVERNMENT OBLIGATIONS			
250000	US TREASURY NOTES	251,210.94	273,282.50
125000	US TREASURY NOTES	126,416.43	132,402.50
150000	US TREASURY NOTES	150,884.77	160,020.00
125000	US TREASURY NOTES	125,234.88	131,006.25
225000	US TREASURY NOTES	225,616.23	243,650.25
150000	FANNIE MAE NOTES	150,000.00	149,157.00
250000	FHLB NOTES	251,304.46	270,547.50
250000	FHLB NOTES	252,669.93	277,422.50
125000	FHLMC NOTES	123,684.13	136,328.75
225000	FHLMC NOTES	225,772.23	249,750.00
250000	FHLMC NOTES	250,000.00	260,035.00
100000	FNMA NOTES	98,553.07	99,813.00
250000	FNMA NOTES	251,054.02	277,422.50
TOTAL GOVERNMENT OBLIGATIONS		2,482,401.09	2,660,837.75
CORPORATE OBLIGATIONS			
6225 09	ABFS 2002-2 A7	6,358.47	6,147.28
125000	CHEVRON CORPORATION NOTES	124,961.25	133,423.75
125000	CONOCOPHILLIPS CORPORATION NOTES	124,648.75	134,483.75
150000	DU PONT NOTES	150,899.40	161,235.00
250000	GE CO NOTES	252,535.21	263,725.00
250000	GOLDMAN SACHS	249,957.50	256,430.00
100000	HERSHEY CO	100,034.49	106,912.00
250000	HSBC FIN CORP	252,512.91	254,270.00
125000	MORGAN STANLEY	123,153.79	132,450.00
125000	UNILEVER CAP CORP NOTES	126,700.14	129,330.00
125000	UPS, INC.	124,890.09	134,023.75
250000	WAL-MART STORES	247,405.00	260,507.50
150000	WELLS FARGO & CO	149,791.50	157,558.50
TOTAL CORPORATE OBLIGATIONS		2,033,848.50	2,130,496.53
EQUITIES			
3265	ABB LTD ADR	77,308.62	65,430.60
1269	ABBOTT LABORATORIES	61,049.37	62,777.43
2347	ABM INDUSTRIES, INC	33,711.94	49,380.88
1166	ACCENTURE PLC	30,831.08	43,456.82
1012	AECOM TECHNOLOGY CORP.	26,020.51	27,465.68
2034	AEGON N V ORD AMER REG	7,558.21	17,207.64
179	AFFILIATED COMPUTER SERVICES	9,525.83	9,696.43
954	AGCO CORPORATION	21,302.84	26,359.02
415	AGRIUM INC	24,282.81	20,662.85
874	AKAMAI TECHNOLOGIES INC	27,149.07	17,200.32
2597	ALCOA INC	76,735.70	34,072.64
670	ALLSTATE CORPORATION	30,778.79	20,515.40

4373 ALTRIA GROUP INC	71,077.86	77,883.13
979 AMERICAN REPROGRAPHICS COMPANY	9,599.09	9,320.08
858 AMERICAN TOWER CORP	37,969.24	31,231.20
3000 AMERISOURCEBERGEN	68,117.38	67,140.00
1088 AMGEN INCORPORATED	48,590.72	65,530.24
546 ANGLO AMERICAN PLC	15,993.58	8,702.15
383 ANSYS INC	16,260.83	14,331.86
1048 APACHE CORP	79,283.57	96,237.84
600 APPLE INC.	58,160.51	111,210.00
3168 ARES CAPITAL CORPOARTION	16,204.32	34,911.36
182 ASTRAZENECA GROUP PLC - SP ADR	7,588.53	8,180.90
2416 AT&T INC	64,813.77	65,256.16
974 ATLAS COPCO AB	15,514.03	11,073.40
352 AUTODESK INC	13,683.30	8,377.60
707 AUTOZONE INC	72,768.57	103,377.54
58 AVON PRODUCTS INC	2,206.96	1,969.68
1060 AXA - SPONS ADR	42,630.88	28,673.00
1643 BALCHEM CORPORATION	37,055.07	43,210.90
2602 BANCO SANTANDER SA	36,642.05	42,022.30
6828 BANK OF AMERICA CORP	128,039.86	115,529.76
3500 BANK OF NEW YORK MELLON CORP	107,117.28	101,465.00
86 BARCLAYS PLC - SPONS ADR	1,966.39	2,033.04
869 BARD (C R) INC	62,353.24	68,312.09
74 BAXTER INTERNATIONAL INC	4,095.53	4,218.74
426 BECKMAN COULTER INC	28,650.63	29,368.44
1641 BEST BUY COMPANY INC	73,351.76	61,570.32
191 BIO-RAD LABORATORIES, INC	12,551.48	17,549.08
313 BOC HONG KONG HOLDINGS, LTD	7,597.12	13,731.62
216 BORGWARNER INC	11,379.09	6,536.16
146 BOSTON PROPERTIES INC - REIT	14,571.53	9,570.30
229 BOTTOMLINE TECHNOLOGIES INC	2,740.52	2,954.10
436 BRINKER INTERNATIONAL INCORPORATED	9,834.71	6,858.28
462 BRITISH AMERICAN TOBACCO PLC	26,266.29	29,221.50
1041 BURLINGTON NORTHERN SANTA FE	62,377.22	83,103.03
1315 CADENCE DESIGN SYSTEMS INC	18,456.03	9,652.10
1491 CAMERON INTERNATIONAL CORP	60,230.99	56,389.62
125 CARBO CERAMICS INC	5,402.43	6,443.75
738 CARMAX INC	15,425.67	15,424.20
1282 CATHAY GENERAL BANCORP	24,532.71	10,371.38
63 CENTRAL EURO DIST	1,940.09	2,063.88
39 CENTRAL EUROPEAN MEDIA ENT-A	1,009.12	1,335.75
148 CEPHALON, INC	10,573.86	8,619.52
1193 CERNER CORPORATION	54,839.57	89,236.40
1496 CHARLES SCHWAB CORPORATION	24,213.51	28,648.40
776 CHATTEM, INC	50,189.70	51,534.16
504 CHEROKEE, INC.	7,765.18	12,080.88
1700 CHEVRON CORP	91,741.85	119,731.00
3395 CISCO SYSTEMS INCORPORATED	67,609.54	79,918.30
1187 CLARCOR INC	37,116.97	37,224.32
192 CLOROX COMPANY	9,634.82	11,293.44
1752 COGNIZANT TECH	62,536.61	67,732.32
57 COMMScope INC	2,783.88	1,706.01
898 COMPANHIA DE BEBIDAS - AMBEV ADR	41,094.01	73,869.48

1709 CONOCOPHILLIPS	120,873.26	77,178.44
2155 CORNING INCORPORATED	19,060.86	32,993.05
1200 COVANCE INC	60,915.91	64,980.00
1217 COVANTA HOLDING CORPORATION	25,244.44	20,689.00
239 CROSS COUNTRY HEALTHCARD, INC	2,864.98	2,225.09
588 CSX CORPORATION	28,818.53	24,613.68
841 CUMMINS ENGINE COMPANY INC	51,669.08	37,685.21
1492 D R HORTON INC	10,202.74	17,023.72
578 DANAHER CORP	33,576.03	38,910.96
491 DARDEN RESTAURANTS INC	17,625.38	16,757.83
512 DBS GROUP HOLDINGS	21,425.36	19,301.89
499 DELL INC	7,734.77	7,614.74
57 DESARROLLADORA HOMEX S.A. DE ADR	1,931.45	2,153.46
219 DEUTSCHE TELEKOM AG - SP ADR	3,154.55	2,991.54
464 DIAGEO PLC	27,179.72	28,531.36
2593 DIRECTV GROUP	50,736.05	71,514.94
835 DOLBY LABORATORIES INC CL A	26,823.84	31,888.65
1920 DOVER CORPORATION	76,031.55	74,419.20
418 E.ON AG - ADR	19,661.78	17,767.93
204 EASTMAN CHEMICAL COMPANY	14,932.94	10,922.16
621 EATON VANCE CORP - NOT VOTING SHS	23,881.40	17,381.79
244 EBAY INC	10,698.18	5,758.40
1275 ECOLAB INCORPORATED	44,195.32	58,943.25
131 ELECTRO SCIENTIFIC INDS INC	3,043.91	1,754.09
278 ELECTRONIC ARTS INC	16,271.71	5,295.90
2510 EMERSON ELECTRIC COMPANY	112,168.06	100,600.80
1109 ENTERTAINMENT PROPERTIES TRUST	33,891.58	37,861.26
456 EQUIFAX INC	10,634.15	13,287.84
1131 EXPRESS SCRIPTS INC	70,395.55	87,742.98
7892 EXXON MOBIL CORP	355,000.16	541,470.12
1227 FAIRCHILD SEMICONDUCTOR CORP	20,681.08	12,552.21
1006 FAMILY DOLLAR STORES INC	31,668.46	26,558.40
702 FEDERATED INVESTORS INC CL-B	14,267.03	18,511.74
338 FEDEX CORP	28,674.23	25,424.36
1215 FINANCIAL FEDERAL CORPORATION	22,689.08	29,986.20
507 FLEXTRONICS INTERNATIONAL LIMITED	6,517.48	3,787.29
478 FLOWSERVE CORP	23,324.01	47,102.12
939 FOMENTO ECONOMICO MEXICANO SAB DE CV	23,312.68	35,728.95
1240 FORTUNE BRANDS INC	102,602.10	53,295.20
1536 FOSTERS GROUP LTD	5,844.49	7,523.33
654 FPL GROUP INC	38,829.44	36,120.42
942 FRANCE TELECOM SA ADR	30,928.03	25,358.64
1233 FREEPORT-MCMORAN COPPER & GOLD INC.	76,811.74	84,596.13
683 FTI CONSULTING INC	28,915.49	29,102.63
68 FUJIFILM HOLDINGS CORP - ADR	2,019.26	2,026.40
1197 GAMESTOP CORP CL A	28,416.93	31,684.59
293 GATX CORP	12,995.84	8,189.35
194 GENERAL DYNAMICS CORPORATION	17,648.18	12,532.40
3022 GENERAL ELECTRIC COMPANY	66,076.56	49,621.24
177 GLAXOSMITHKLINE PLC SPONS ADR	6,280.68	6,993.27
325 GLOBAL PAYMENTS INC	14,140.95	15,177.50
13 GOLDMAN SACHS GROUP INC	2,087.47	2,396.55
165 GOOGLE INC CL-A	83,566.61	81,815.25

136 GRACO INC	5,480.95	3,790.32
786 GREENBRIER COMPANIES INC	17,932.51	9,204.06
337 GUESS? INC	13,457.72	12,482.48
1640 HALLIBURTON COMPANY	63,556 38	44,476.80
1534 HARRIS CORP	59,935 29	57,678.40
357 HARRIS STRATEX NETWORKS INC	1,915 66	2,499 00
415 HARSCO CORPORATION	25,447 81	14,695 15
454 HARTFORD FINANCIAL SERVICES GROUP	35,214.51	12,031.00
1526 HENRY SCHEIN INC	72,224 61	83,792.66
1222 HEWLETT PACKARD COMPANY	54,460 48	57,690 62
408 HONDA MOTOR CO LTD SPONS ADR	13,546.21	12,366.48
1527 HONEYWELL INTERNATIONAL INC	60,165 89	56,728 05
30 HUDSON HIGHLAND GROUP INC	192 21	91.20
1744 HUMANA INC	51,700.72	65,051 20
624 HUTCHINSON TECH	14,372 81	4,430 40
1334 ILLINOIS TOOL WORKS INC	58,140 06	56,975 14
892 ING GROEP N V SPONS ADR	36,469.42	15,904.36
1181 INGERSOLL-RAND CO	41,380 82	36,221.27
506 INSIGHT ENTERPRISES INC	10,220 51	6,178 26
264 INTERCONTINENTAL EXCHANGE INC	17,377.50	25,658 16
928 INTEL CORPORATION	19,115.06	18,160.96
864 INTERNATIONAL BUSINESS MACHINES CORP	83,326 72	103,343.04
65 INTESA SANPAOLO-SPON ADR	1,588 93	1,723 02
1021 INTL GAME TECHNOLOGY	27,710 43	21,931.08
936 INTL RECTIFIER CORP	20,624.67	18,242.64
685 INTUIT INC	19,011 14	19,522.50
397 INVESCO LIMITED	5,325 17	9,035.72
1722 ISHARES RUSSELL MIDCAP INDX ETF	126,571.61	134,712 06
925 JACKHENRY & ASSOC INC	15,892.75	21,709.75
947 JACOBS ENGINEERING GROUP INC	33,600 94	43,514 65
894 JEFFERIES GROUP INC	16,711 31	24,343.62
674 JOHNSON & JOHNSON	41,631.66	41,039.86
128 JOY GLOBAL INC	3,151 91	6,264 32
2463 JPMORGAN CHASE & CO	88,823.80	107,928.66
3355 KEPPEL CORP LTD-SPONS ADR	51,194 46	38,572 43
1913 KONINKLIJKE KPN ADR	30,400.09	31,694 59
800 LABORATORY CORP OF AMERICAN HLDGS	41,763.03	52,560 00
578 LANDAUER, INC	28,691 46	31,778 44
1300 LANDSTAR SYSTEM INC	42,589.21	49,478.00
2392 LATTICE SEMICONDUCTOR CORP	15,057 64	5,382.00
776 LENOVO GROUP LIMITED ADR	8,772.68	6,908.73
80 LIFE TECHNOLOGIES CORP	3,416 52	3,724 00
787 LINCOLN ELECTRIC HLDGS	29,905.93	37,343.15
41 LUKOIL ADR	1,943.61	2,222.20
1031 MANULIFE FINANCIAL CORP	37,717.65	21,589 14
1934 MARATHON OIL CORPORATION	66,438.02	61,694.60
759 MATTHEWS INTL CORP	30,407 50	26,853.42
1608 MCDONALD'S CORPORATION	54,277.98	91,768.56
1862 MCGRATH RENTCORP	33,873.03	39,604.74
4714 MICROSOFT CORPORATION	114,246 05	121,244 08
1574 MITSUBISHI UFJ FINANCIAL ADR	16,987.44	8,405.16
398 MONARCH CASINO & RESORT, INC.	5,587.37	4,282 48
957 MONSANTO CO	68,277 51	74,071 80

96 MTN GROUP LIMITED ADR	1,541.28	1,547 52
269 NATIONAL BANK OF GREECE S.A ADR	1,509.04	1,939.49
43 NATIONAL GRID GROUP, PLC ADR	3,035 52	2,096.25
1336 NATIONAL-OILWELL VARCO, INC.	81,539.70	57,621.68
1140 NESTLE SA SPONS ADR - REG SHS	34,807 94	48,516 12
529 NETAPP, INC.	13,103 47	14,113 72
1038 NIKE INCORPORATED CLASS B	56,021.84	67,158.60
582 NINTENDO CO LTD ADR	32,956.12	18,688.02
671 NOKIA CORP - SPONS ADR "A"	20,692 22	9,810 02
828 NORTHERN TRUST CORPORATION	37,555.26	48,156.48
506 NOVARTIS AG - ADR	24,575.51	25,492.28
22 ORIX ADR	1,936.55	668.36
1062 OWENS & MINOR INC	42,134.85	48,055 50
1289 PEPSICO INC	66,433 90	75,612 74
88 PETROLEO BRASILEIRO S.A. ADR (V101)	4,030.55	3,459.28
48 PETROLEO BRASILEIRO S.A. ADR (V408)	1,988 40	2,203.20
1262 PFIZER INCORPORATED	33,323.11	20,886 10
200 PHARMACEUTICAL PRODUCT DEVELOPMENT	8,491.96	4,388 00
1015 PHILIP MORRIS INTERNATIONAL, INC	37,771.97	49,471.10
817 PNC FINANCIAL SERVICES GROUP	21,182 36	39,698.03
979 PRAXAIR, INC	54,253 10	79,974.51
495 PRICELINE.COM INC	39,007.22	82,080 90
2962 PROCTER & GAMBLE COMPANY	180,717.89	171,559.04
545 PROTECTIVE LIFE CORPORATION	22,385 78	11,673.90
2790 PUBLIC SERVICE ENTERPRISE GROUP INC	92,705.80	87,717.60
879 PULTE HOMES, INC.	8,172.65	9,660.21
181 QLOGIC CORPORATION	2,306.79	3,113.20
1946 QUALCOMM INC	77,037.97	87,531.08
801 QUEST DIAGNOSTICS INC	42,650.49	41,804.19
932 RAYMOND JAMES FINANCIAL INC	23,425.63	21,696 96
1963 RED HAT INC	29,695.49	54,257.32
122 REGIS CORPORATION	4,540 50	1,891 00
1698 REPUBLIC SERVICES, INC.	50,920.32	45,115.86
222 ROCHE HOLDINGS LTD - SPON ADR	8,161.00	8,959 03
182 ROPER INDUSTRIES INC	7,555.73	9,278.36
265 RWE AKTIENGESELLSCHAFT ADR	27,235 54	24,666 73
196 SANOFI-AVENTIS ADR	5,847.80	7,242 20
124 SAP AG - SPONS ADR	4,119 58	6,059 88
686 SCHLUMBERGER LIMITED	66,122.32	40,885.60
874 SCIENTIFIC GAMES CORP	18,274 28	13,835 42
1562 SILVER WHEATON CORP	22,859.56	19,665.58
1123 SMITH INTERNATIONAL INC	68,942 57	32,230 10
900 SOUTHWESTERN ENERGY CO (STATE INCORP)	26,243 09	38,412.00
1086 STATE STREET CORPORATION	50,353.26	57,123.60
71 STATOILHYDRO ADR	2,309.74	1,600 34
154 STERILITE INDUSTRIES (INDIA) LTD. ADR	1,998.00	2,459 38
631 STRYKER CORP	33,275.78	28,666.33
923 SUNTRUST BANKS INC	51,207.20	20,813.65
2130 SYNTEL, INC.	51,960.62	101,664.90
1177 T. ROWE PRICE GROUP, INC.	38,123.01	53,788 90
305 TAKEDA PHARMACEUTICAL CO LTD ADR	5,116.37	6,370 23
335 TELEFONICA DE ESPANA - SPONS ADR	28,133.10	27,774.85
2931 TEMPUR-PEDIC INTERNATIONAL	19,467.77	55,513 14

99 TEREX CORP	7,129.29	2,052.27
3006 TEXAS INSTRUMENTS INC	76,509.55	71,212.14
277 THE SCOTTS MIRACLE-GRO COMPANY	8,284.41	11,897.15
952 THERMO FISCHER SCIENTIFIC INC	54,221.16	41,573.84
610 TJX COMPANIES INC	19,265.93	22,661.50
191 TOKIO MARINE HOLDINGS, INC ADR	4,857.46	5,546.45
95 TOTAL FINA SA - SP ADR	7,290.04	5,629.70
160 TOYOTA MOTOR CORP - ADR	12,752.62	12,571.20
1225 TRANSOCEAN, INC	106,910.57	104,774.25
719 TRIDENT MICROSYSTEMS INC	3,687.75	1,862.21
1449 TURKCELL ILETISIM HIZMET - ADR	28,129.17	25,893.63
2178 U S. BANCORP	65,436.38	47,611.08
889 UNILEVER NV	27,600.15	25,656.54
458 UNION PACIFIC CORPORATION	31,510.54	26,724.30
94 UNITED RENTALS INC	1,675.49	968.20
668 UNITED TECHNOLOGIES COROPRATION	34,788.33	40,701.24
848 VALE SA CLASS A ADR	11,456.04	17,392.48
254 VALSPAR CORPORATION	5,723.65	6,987.54
1317 VARIAN MEDICAL SYSTEMS INC	52,968.85	55,485.21
360 VISHAY INTERTECHNOLOGY INC	3,381.84	2,844.00
37 VISA, INC	2,549.12	2,557.07
651 WAL-MART STORES	32,042.77	31,957.59
1558 WATSON PHARMACEUTICALS, INC.	35,514.61	57,085.12
1319 WD-40 COMPANY	34,567.62	37,459.60
1283 WORLD FUEL SERVICES CORP	41,311.87	61,673.81
541 YOUNG INNOVATIONS, INC.	7,284.60	14,233.71
713 YUM! BRANDS INC	28,362.21	24,070.88
67 ZURICH FINANCIAL SERVICES AG - ADR	1,377.19	1,591.65
TOTAL EQUITIES	8,543,517.34	8,988,442.12
MUTUAL FUNDS		
15709 32 GOLDMAN SACHS ENHANCED INC-I #1999	152,114.32	151,594.94
157 JOHN HANCOCK BK & THT OPP FD/CSLD ED	3,735.12	2,218.41
25478.76 VANGUARD BD INDEX FD SIGNAL #1351	259,875.97	265,998.25
340.22 VANGUARD DEV MKTS INDEX FD	4,280.76	3,225.30
4097.61 VANGUARD GROWTH INDEX INV-FD #9	131,465.47	104,079.25
173.8 VANGUARD INDEX VALUE PORTFOLIO #6	2,794.73	3,126.70
4108.46 VANGUARD INFLAT PROT	50,000.00	51,437.96
267 84 VANGUARD SMALL CAP INDEX FD #860	2,065.03	3,431.00
TOTAL MUTUAL FUNDS	606,331.40	585,111.81
PARTNERSHIPS		
125 Rice Industries, Inc.	0.00	12,500.00
4 1670% 2200 & Associates	0.00	1,563.00
TOTAL PARTNERSHIPS	0.00	14,063.00
TOTAL SECURITIES	13,666,098.33	14,378,951.21

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2008

Name of estate or trust

DAVID AND EULA WINTERMANN FOUNDATION

Employer identification number

76-0082100

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-680,744.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-680,744.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-761,825.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	98.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-761,727.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part.

	(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		-680,744.
14 Net long-term gain or (loss):			
a Total for year	14a		-761,727.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14	15		-1,442,471.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	(3,000.)
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20 Add lines 18 and 19	20	
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22 Subtract line 21 from line 20. If zero or less, enter -0-	22	
23 Subtract line 22 from line 17. If zero or less, enter -0-	23	
24 Enter the smaller of the amount on line 17 or \$2,200	24	
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23.	25	
26 Subtract line 25 from line 24.	26	
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29 Subtract line 28 from line 27	29	
30 Multiply line 29 by 15% (15).	30	
31 Figure the tax on the amount on line 23. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	31	
32 Add lines 30 and 31	32	
33 Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)	34	

Schedule D (Form 1041) 2008

**SCHEDULE D-1
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2008

Name of estate or trust

DAVID AND EULA WINTERMANN FOUNDATION

Employer identification number

76-0082100

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a UNIONBANCAL CORPORATION - 1,425 SHS	VARIOUS	10/01/2008	18,049.		18,049.
SCIELE PHARMA, INC. - 428 SHS	VARIOUS	10/07/2008	13,268.	8,420.	4,848.
AFFILIATED MANAGERS GROUP - 373 SHS	VARIOUS	11/18/2008	10,825.	38,089.	-27,264.
ALASKA AIR GROUP, INC. - 96 SHS	VARIOUS	11/18/2008	2,381.	2,267.	114.
ALON USA ENERGY, INC. - 831 SHS	VARIOUS	11/18/2008	7,251.	10,831.	-3,580.
AMBASSADORS GROUP, INC. - 182 SHS	VARIOUS	11/18/2008	1,455.	3,314.	-1,859.
AMERICAN MOVIL S.A.B. DE CV - 645 SHS		11/18/2008	19,445.	34,369.	-14,924.
ANSYS, INC. - 309 SHS	VARIOUS	11/18/2008	8,347.	13,119.	-4,772.
ATWOOD OCEANICS, INC. - 156 SHS	VARIOUS	11/18/2008	3,500.	7,983.	-4,483.
BARR PHARMACEUTICALS, INC. - 360 SHS	VARIOUS	11/18/2008	22,849.	13,729.	9,120.
BIO-REFERENCE LABS, INC. - 1,118 SHS	VARIOUS	11/18/2008	26,060.	27,664.	-1,604.
BOSTON SCIENTIFIC CORPORATION - 4,000 SHS	VARIOUS	11/18/2008	28,662.	47,300.	-18,638.
BROADRIDGE FINANCIAL SOLUTIONS LLC - 412 SHS	VARIOUS	11/18/2008	4,594.	8,139.	-3,545.
BROWN SHOE COMPANY, INC. - 627 SHS	VARIOUS	11/18/2008	4,727.	9,526.	-4,799.
CARTER'S, INC. - 982 SHS	VARIOUS	11/18/2008	18,980.	14,298.	4,682.
CASTLE (A.M.) & CO. - 505 SHS	VARIOUS	11/18/2008	4,425.	15,850.	-11,425.
COMMERZBANK AG ADR - 538 SHS	VARIOUS	11/18/2008	4,463.	15,369.	-10,906.
COMTECH TELECOMMUNICATIONS - 614 SHS	VARIOUS	11/18/2008	26,975.	25,307.	1,668.
CRYPTOLOGIC LIMITED - 1,256 SHS	VARIOUS	11/18/2008	4,302.	26,885.	-22,583.
DEAN FOODS COMPANY - 598 SHS	VARIOUS	11/18/2008		6,473.	-6,473.
DIGITAL RIVER, INC. - 709 SHS	VARIOUS	11/18/2008	16,960.	25,821.	-8,861.
ENCORE ACQUISITION CO. - 244 SHS	VARIOUS	11/18/2008	6,049.	12,960.	-6,911.
ERSTE GROUP BANK AG - 275 SHS	VARIOUS	11/18/2008	2,295.	8,359.	-6,064.
ESTERLINE TECHNOLOGIES CORPORATION - 450 SHS	VARIOUS	11/18/2008	14,342.	24,825.	-10,483.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2008

Name of estate or trust

DAVID AND EULA WINTERMANN FOUNDATION

Employer identification number

76-0082100

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a FIRSTSERVICE CORPORATION - 1,303 SHS	VARIOUS	11/18/2008	17,355.	31,304.	-13,949.
FLIR SYSTEMS, INC. - 759 SHS	VARIOUS	11/18/2008	22,432.	25,291.	-2,859.
FRANKLIN ELECTRIC CO., INC. - 418 SHS	VARIOUS	11/18/2008	14,753.	16,096.	-1,343.
GRACO, INC. - 532 SHS	VARIOUS	11/18/2008	11,554.	21,440.	-9,886.
HARMAN INTERNATIONAL INDUSTRIES, INC. - 271 SH	VARIOUS	11/18/2008	3,905.	10,330.	-6,425.
HARRIS CORPORATION - 90 SHS	VARIOUS	11/18/2008	3,070.	4,875.	-1,805.
HEIDRICK & STRUGGLES INTERNATIONAL - 266 SHS	VARIOUS	11/18/2008	5,515.	7,554.	-2,039.
HOVNANIAN ENTERPRISES, CL A - 1,155 SHS	VARIOUS	11/18/2008	3,196.	11,658.	-8,462.
IDEX CORPORATION - 1,011 SHS	VARIOUS	11/18/2008	21,075.	37,259.	-16,184.
J2 GLOBAL COMMUNICATIONS - 1,224 SHS	VARIOUS	11/18/2008	19,593.	26,686.	-7,093.
KB FINANCIAL GROUP, INC. - 219 SHS	VARIOUS	11/18/2008	4,791.	13,964.	-9,173.
KOMATSU, LTD - 155 SHS	VARIOUS	11/18/2008	7,044.	14,733.	-7,689.
LAZARD, LTD PTP CL A - 833 SHS	VARIOUS	11/18/2008	20,483.	29,681.	-9,198.
MARTEN TRANSPORT, LTD - 214 SHS	VARIOUS	11/18/2008	4,091.	3,642.	449.
METHANEX CORP - 783 SHS	VARIOUS	11/18/2008	9,038.	21,591.	-12,553.
MONARCH CASINO & RESORT, INC. - 478 SHS	VARIOUS	11/18/2008	3,542.	6,710.	-3,168.
MONTPELIER RE HOLDINGS, LTD - 676 SHS	VARIOUS	11/18/2008	9,016.	11,198.	-2,182.
NETGEAR, INC. - 1,005 SHS	VARIOUS	11/18/2008	9,764.	17,981.	-8,217.
NEWFIELD EXPLORATION COMPANY - 102 SHS	VARIOUS	11/18/2008	1,955.	6,233.	-4,278.
NORTHGATE MINERALS CORP - 7,402 SHS	VARIOUS	11/18/2008	4,258.	22,727.	-18,469.
OIL STATES INTL, INC. - 619 SHS	VARIOUS	11/18/2008	11,674.	31,968.	-20,294.
OM GROUP, INC. - 177 SHS	VARIOUS	11/18/2008	2,781.	9,348.	-6,567.
OSHKOSH CORPORATION - 512 SHS	VARIOUS	11/18/2008	2,733.	20,059.	-17,326.
PEROT SYSTEMS CORP, CL A - 758 SHS	VARIOUS	11/18/2008	8,815.	12,214.	-3,399.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2008

Name of estate or trust

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Employer identification number

76-0082100

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a PETROLEO BRASILEIRO S.A. ADR - 630 SHS	VARIOUS	11/18/2008		1,563.	-1,563.
PHARMERICA CORPORATION - 47 SHS	VARIOUS	11/18/2008	900.	653.	247.
PHILADELPHIA CONS HOLDING CO - 255 SHS	VARIOUS	11/18/2008	15,157.	9,557.	5,600.
PORTFOLIO RECOVERAY ASSOC - 491 SHS	VARIOUS	11/18/2008	15,927.	21,187.	-5,260.
RAYMOND JAMES FINANCIAL, INC. - 226 SHS	VARIOUS	11/18/2008	3,795.	6,624.	-2,829.
SELECT COMFORT CORPORATION - 1,256 SHS	VARIOUS	11/18/2008	521.	3,622.	-3,101.
SONIC CORPORATION - 440 SHS	VARIOUS	11/18/2008	3,317.	9,653.	-6,336.
STEINER LEISURE, LTD - 397 SHS	VARIOUS	11/18/2008	9,017.	13,658.	-4,641.
STRAYER EDUCATION, INC. - 68 SHS	VARIOUS	11/18/2008	14,092.	12,782.	1,310.
SUN HUNG KAI PROP ADR - 499 SHS	VARIOUS	11/18/2008	3,695.	10,007.	-6,312.
SYNERON MEDICAL LTD - 1,038 SHS	VARIOUS	11/18/2008	8,228.	15,983.	-7,755.
TELEFONICA DE ESPANA - 99 SHS	VARIOUS	11/18/2008	5,462.	8,294.	-2,832.
THE SCOTTS MIRACLE-GRO COMPANY - 695 SHS	VARIOUS	11/18/2008	18,916.	19,924.	-1,008.
TOTAL FINA SA - 370 SHS	VARIOUS	11/18/2008	18,704.	25,456.	-6,752.
TRIMBLE NAVIGATION, LTD - 1,077 SSH	VARIOUS	11/18/2008	20,266.	35,568.	-15,302.
UNIVERSAL FOREST PRODUCTS - 124 SHS	VARIOUS	11/18/2008	2,426.	4,198.	-1,772.
UNIVERSAL STAINLESS & ALLOY PRODS - 359 SHS	VARIOUS	11/18/2008	3,948.	12,880.	-8,932.
VALSPAR CORPORATION - 285 SHS	VARIOUS	11/18/2008	4,917.	6,422.	-1,505.
JSC MMC NORILSK NICKEL - 913 SHS		11/21/2008		5,009.	-5,009.
JSC MMC NORILSK NICKEL - 13 SHS	VARIOUS	12/16/2008	290.	362.	-72.
REPUBLIC SERVICES, INC. - 0.15 SHS	VARIOUS	12/31/2008	3.	5.	-2.
SOUTHERN CO 5.300% - 125,000 SHS	VARIOUS	02/17/2009	132,820.	126,813.	6,007.
VANGUARD DEV MKTS INDEX FD - 369.39 SHS	VARIOUS	03/16/2009	2,179.	4,891.	-2,712.
VANGUARD MID CAP INDEX-SIGN #1344 - 3,297.	VARIOUS	03/16/2009	48,016.	95,175.	-47,159.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
(Form 1041)

Continuation Sheet for Schedule D
(Form 1041)

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

2008

Name of estate or trust

DAVID AND EULA WINTERMANN FOUNDATION

Employer identification number

76-0082100

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a VUANGUARD SMALL CAP					
INDEX-INV #48 - 2,132.19	VARIOUS	03/16/2009	34,925.	67,271.	-32,346.
ASTORIA FINANCIAL CORP - 805 SHS	VARIOUS	03/18/2009	6,541.	18,210.	-11,669.
BOEING COMPANY - 461 SHS	VARIOUS	03/18/2009		6,332.	-6,332.
CARTER'S, INC. - 205 SHS	VARIOUS	03/18/2009	3,647.	2,985.	662.
CHARLES SCHWAB CORPORATION - 591 SHS	VARIOUS	03/18/2009	8,077.	9,566.	-1,489.
COMTECH TELECOMMUNICATIONS - 133 SHS	VARIOUS	03/18/2009	2,845.	5,482.	-2,637.
CROSSTEX ENERGY, INC. - 596 SHS	VARIOUS	03/18/2009	981.	2,915.	-1,934.
DIGITAL RIVER, INC. - 189 SHS	VARIOUS	03/18/2009		916.	-916.
GUESS? INC - 578 SHS	VARIOUS	03/18/2009	8,575.	23,082.	-14,507.
HARMAN INTERNATIONAL INDUSTRIES, INC. - 204 SH	VARIOUS	03/18/2009	2,337.	7,776.	-5,439.
HEIDRICK & STRUGGLES INTL - 257 SHS	VARIOUS	03/18/2009	3,749.	7,298.	-3,549.
MURPHY OIL COMPANY - 342 SHS	VARIOUS	03/18/2009	14,971.	28,716.	-13,745.
NATIONAL GRID GROUP, PLC - 55 SHS	VARIOUS	03/18/2009	2,127.	3,846.	-1,719.
RIO TINTO PLC - 69 SHS	VARIOUS	03/18/2009		3,126.	-3,126.
STRAYER EDUCATION, INC. - 23 SHS	VARIOUS	03/18/2009	3,801.	4,323.	-522.
HARRIS STRATEX NETWORKS, INC. - 0.23 SHS	VARIOUS	09/17/2009	1.	1.	
UNIONBANCAL CORPORATION - 195 SHS	VARIOUS	10/01/2008	14,333.	9,531.	4,802.
SCIELE PHARMA, INC. - 56 SHS	VARIOUS	10/07/2008	1,736.	1,109.	627.
GOLDMAN SACHS ENHANCED INC - I #1999 - 4,876.52 SHS	VARIOUS	11/14/2008	46,083.	47,400.	-1,317.
VANGUARD BD INDEX FD SIGNAL #1351 - 10,215.46	VARIOUS	11/14/2008	99,294.	103,687.	-4,393.
ACCENTURE LTD, CL A - 181 SHS	VARIOUS	11/18/2008	5,046.	6,029.	-983.
AETNA, INC. - 179 SHS	VARIOUS	11/18/2008	3,841.	8,579.	-4,738.
AFFILIATED MANAGERS GROUP - 29 SHS	VARIOUS	11/18/2008	842.	2,819.	-1,977.
ALBANY INTL CORP - 1 SHS	VARIOUS	11/18/2008	13.	32.	-19.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2008

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76-0082100

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a ALON USA ENERGY, INC. - 130 SHS	VARIOUS	11/18/2008	1,134.	1,769.	-635.
AMBASSADORS GROUP, INC. - 84 SHS	VARIOUS	11/18/2008	672.	1,511.	-839.
AMERICAN EQUITY INVESTMENT LIFE - 63 SHS	VARIOUS	11/18/2008	291.	467.	-176.
AMERICAN MOVIL S.A.B. DE CV - 79 SHS	VARIOUS	11/18/2008	2,382.	4,483.	-2,101.
ANSYS, INC. - 63 SHS	VARIOUS	11/18/2008	1,702.	2,490.	-788.
ATWOOD OCEANICS, INC. - 36 SHS	VARIOUS	11/18/2008	808.	1,731.	-923.
AUSTRALIA & NEW ZEALAND BANK - 70 SHS	VARIOUS	11/18/2008	630.	1,498.	-868.
BANK OF AMERICA CORP - 330 SHS	VARIOUS	11/18/2008	5,354.	12,721.	-7,367.
BIO-REFERENCE LABS, INC. - 117 SHS	VARIOUS	11/18/2008	2,727.	2,877.	-150.
BOSTON SCIENTIFIC CORPORATION - 502 SHS	VARIOUS	11/18/2008	3,597.	6,492.	-2,895.
BROADRIDGE FINANCIAL SOLUTIONS LLC - 110 SHS	VARIOUS	11/18/2008	1,227.	2,163.	-936.
BROWN SHOE COMPANY, INC. - 79 SHS	VARIOUS	11/18/2008	596.	1,200.	-604.
BT GROUP PLC - 54 SHS	VARIOUS	11/18/2008	961.	2,436.	-1,475.
CANON, INC. - 10 SHS	VARIOUS	11/18/2008	296.	402.	-106.
CARTER'S INC. - 112 SHS	VARIOUS	11/18/2008	2,165.	1,616.	549.
CASTLE (A.M.) & CO - 59 SHS	VARIOUS	11/18/2008	517.	1,550.	-1,033.
CENTRAL EUROPE & RUSSIA FUND - 5 SHS	VARIOUS	11/18/2008	79.	213.	-134.
COHERENT, INC. - 14 SHS	VARIOUS	11/18/2008	329.	337.	-8.
COMMERZBANK AG ADR - 82 SHS	VARIOUS	11/18/2008	680.	2,641.	-1,961.
COMTECH TELECOMMUNICATIONS - 67 SHS	VARIOUS	11/18/2008	2,943.	2,792.	151.
CORUS BANKSHARES, INC. - 122 SHS	VARIOUS	11/18/2008	191.	1,011.	-820.
CRYPTOLOGIC LIMITED - 132 SHS	VARIOUS	11/18/2008	452.	2,471.	-2,019.
CYTEC INDUSTRIES, INC. - 13 SHS	VARIOUS	11/18/2008	298.	599.	-301.
DEAN FOODS COMPANY - 95 SHS	VARIOUS	11/18/2008	1,307.	2,274.	-967.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2008

Name of estate or trust

DAVID AND EULA WINTERMANN FOUNDATION

Employer identification number

76-0082100

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a DIGITAL RIVER, INC. - 91 SHS	VARIOUS	11/18/2008	2,177.	3,075.	-898.
DST SYSTEMS, INC. - 170 SHS	VARIOUS	11/18/2008	5,963.	10,937.	-4,974.
EBAY, INC. - 143 SHS	VARIOUS	11/18/2008	1,724.	4,075.	-2,351.
ENCORE ACQUISITION CO - 89 SHS	VARIOUS	11/18/2008	2,206.	3,866.	-1,660.
ENEL SOCIETA PER AZIONI - 180 SHS	VARIOUS	11/18/2008	1,106.	1,879.	-773.
ERSTE GROUP BANK AG - 51 SHS	VARIOUS	11/18/2008	426.	1,629.	-1,203.
ESTERLINE TECHNOLOGIES CORPORATION - 60 SHS	VARIOUS	11/18/2008	1,912.	3,175.	-1,263.
FIRSTSERVICE CORP - 119 SHS	VARIOUS	11/18/2008	1,585.	2,761.	-1,176.
FLIR SYSTEMS, INC. - 87 SHS	VARIOUS	11/18/2008	2,571.	2,610.	-39.
FRANKLIN ELECTRIC CO., INC. - 42 SHS	VARIOUS	11/18/2008	1,482.	1,495.	-13.
FRANKLIN RESOURCES, INC. - 93 SHS	VARIOUS	11/18/2008	5,011.	8,811.	-3,800.
GENENTECH, INC. - 49 SHS	VARIOUS	11/18/2008	3,952.	3,463.	489.
GENERAL ELECTRIC COMPANY - 93 SHS	VARIOUS	11/18/2008	1,487.	3,149.	-1,662.
GRACO, INC. - 47 SHS	VARIOUS	11/18/2008	1,021.	1,749.	-728.
GREAT SOUTHERN BANCORP, INC. - 72 SHS	VARIOUS	11/18/2008	687.	1,121.	-434.
GREENBRIER COMPANIES, INC. - 73 SHS	VARIOUS	11/18/2008	475.	1,776.	-1,301.
HARMAN INTERNATIONAL INDUSTRIES, INC. - 31 SHS	VARIOUS	11/18/2008	447.	1,244.	-797.
HEIDRICK & STRUGGLES INTL - 45 SHS	VARIOUS	11/18/2008	933.	1,439.	-506.
HOVNANIAN ENTERPRISES, CL A - 107 SHS	VARIOUS	11/18/2008	296.	1,080.	-784.
HSBC HOLDINGS PLC - 3 SHS	VARIOUS	11/18/2008	154.	222.	-68.
HUDSON HIGHLAND GROUP, INC. - 8 SHS	VARIOUS	11/18/2008	33.	51.	-18.
IDEX CORPORATION - 82 SHS	VARIOUS	11/18/2008	1,709.	2,718.	-1,009.
INTL GAME TECHNOLOGY - 226 SHS	VARIOUS	11/18/2008	2,381.	8,825.	-6,444.
ION GEOPHYSICAL CORPORATION - 80 SHS	VARIOUS	11/18/2008	332.	1,065.	-733.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
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OMB No 1545-0092

2008

Name of estate or trust

DAVID AND EULA WINTERMANN FOUNDATION

Employer identification number

76-0082100

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a ISHARES S&P MIDCAP 400 INDEX FD - 98 SHS	VARIOUS	11/18/2008	4,838.	7,578.	-2,740.
JACOBS ENGINEERING GROUP, INC. - 43 SHS	VARIOUS	11/18/2008	1,356.	3,162.	-1,806.
J2 GLOBAL COMMUNICATIONS - 133 SHS	VARIOUS	11/18/2008	2,129.	2,848.	-719.
KB FINANCIAL GROUP, INC. - 31 SHS	VARIOUS	11/18/2008	678.	1,925.	-1,247.
KOMATSU LTD - 21 SHS	VARIOUS	11/18/2008	954.	2,269.	-1,315.
LAZARD LTD PTP, CL A - 74 SHS	VARIOUS	11/18/2008	1,820.	2,662.	-842.
LENOVO GROUP LIMITED - 121 SHS	VARIOUS	11/18/2008	550.	1,649.	-1,099.
MARRIOTT INTL INC - 3 SHS	VARIOUS	11/18/2008	48.	101.	-53.
MARTEN TRANSPORT LTD - 93 SHS	VARIOUS	11/18/2008	1,778.	1,463.	315.
MASCO CORPORATION - 117 SHS	VARIOUS	11/18/2008	878.	2,242.	-1,364.
MCDONALD'S CORPORATION - 169 SHS	VARIOUS	11/18/2008	9,125.	8,826.	299.
METHANEX CORPORATION - 88 SHS	VARIOUS	11/18/2008	1,016.	2,472.	-1,456.
MITSUBISHI CORP - 36 SHS	VARIOUS	11/18/2008	933.	1,635.	-702.
MONARCH CASINO & RESORT, INC. - 84 SHS	VARIOUS	11/18/2008	623.	1,179.	-556.
MONTPELIER RE HOLDINGS, LTD - 94 SHS	VARIOUS	11/18/2008	1,254.	1,524.	-270.
MORGAN STANLEY - 13 SHS	VARIOUS	11/18/2008	150.	527.	-377.
NETGEAR, INC. - 96 SHS	VARIOUS	11/18/2008	933.	1,846.	-913.
NEXEN, INC. - 66 SHS	VARIOUS	11/18/2008	912.	2,186.	-1,274.
NORTHGATE MINERALS CORP - 877 SHS	VARIOUS	11/18/2008	504.	2,709.	-2,205.
OIL STATES INTL INC - 83 SHS	VARIOUS	11/18/2008	1,565.	3,857.	-2,292.
OM GROUP, INC. 20 SHS	VARIOUS	11/18/2008	314.	1,056.	-742.
OSHKOSH CORPORATION - 48 SHS	VARIOUS	11/18/2008	256.	1,861.	-1,605.
PERKINELMER, INC - 6 SHS	VARIOUS	11/18/2008	98.	135.	-37.
PEROT SYSTEMS CORP, CL A - 99 SHS	VARIOUS	11/18/2008	1,151.	1,471.	-320.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
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OMB No 1545-0092

2008

Name of estate or trust

DAVID AND EULA WINTERMANN FOUNDATION

Employer identification number

76-0082100

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a PHARMACEUTICAL PRODUCT DEVELOPMENT - 36 SHS	VARIOUS	11/18/2008	835.	1,638.	-803.
PHARMERICA CORPORATION - 4 SHS	VARIOUS	11/18/2008	77.	56.	21.
PHILADELPHIA CONS HOLDING CO - 29 SHS	VARIOUS	11/18/2008	1,724.	994.	730.
PHILIPPINE LONG DISTANCE TELEPHONE CO - 50 SHS	VARIOUS	11/18/2008	2,142.	3,187.	-1,045.
POOL CORP - 106 SHS	VARIOUS	11/18/2008	1,564.	2,111.	-547.
PORTFOLIO RECOVERY ASSOC - 61 SHS	VARIOUS	11/18/2008	1,979.	2,445.	-466.
QLOGIC CORPORATION - 25 SHS	VARIOUS	11/18/2008	245.	319.	-74.
RENT-A-CENTER INC. - 50 SHS	VARIOUS	11/18/2008	645.	672.	-27.
RIO TINTO PLC - 13 SHS	VARIOUS	11/18/2008	1,998.	4,937.	-2,939.
ROCHE HOLDINGS LTD - 16 SHS	VARIOUS	11/18/2008	1,123.	1,517.	-394.
ROCKWELL AUTOMATION, INC. - 159 SHS	VARIOUS	11/18/2008	4,167.	8,593.	-4,426.
SONIC CORPORATION - 54 SHS	VARIOUS	11/18/2008	407.	1,160.	-753.
STATE STREET CORPORATION - 44 SHS	VARIOUS	11/18/2008	1,697.	3,401.	-1,704.
STEINER LEISURE LTD - 40 SHS	VARIOUS	11/18/2008	908.	1,353.	-445.
STRAYER EDUCATION, INC - 9 SHS	VARIOUS	11/18/2008	1,865.	1,538.	327.
SUN HUNG KAI PROP - 132 SHS	VARIOUS	11/18/2008	977.	2,413.	-1,436.
SUPERIOR ENERGY SERVICES, INC. - 2 SHS	VARIOUS	11/18/2008	33.	76.	-43.
SW BANCORP OKLA - 87 SHS	VARIOUS	11/18/2008	1,215.	1,419.	-204.
SYNERON MEDICAL LTD - 107 SHS	VARIOUS	11/18/2008	848.	1,710.	-862.
THE SCOTTS MIRACLE-GRO COMPANY - 59 SHS	VARIOUS	11/18/2008	1,606.	1,889.	-283.
TRIMBLE NAVIGATION, LTD - 125 SHS	VARIOUS	11/18/2008	2,352.	3,760.	-1,408.
UBS AG - 1 SHS	VARIOUS	11/18/2008	13.	30.	-17.
UNIVERSAL FOREST PRODUCTS - 51 SHS	VARIOUS	11/18/2008	998.	1,573.	-575.
UNIVERSAL STAINLESS & ALLOY PRODS - 48 SHS	VARIOUS	11/18/2008	528.	1,504.	-976.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
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Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a					
WAL-MART STORES - 267 SHS	VARIOUS	11/18/2008	14,194.	14,295.	-101.
JSC MMC NORILSK NICKEL - 135 SHS	VARIOUS	11/21/2008	976.	3,757.	-2,781.
JSC MMC NORILSK NICKEL - 2 SHS	VARIOUS	12/16/2008	45.	56.	-11.
BANK OF AMERICA CORP - .48 SHS	VARIOUS	01/14/2009	7.	14.	-7.
JOHN HANCOCK BK & THRIFT OPP FD - 0.25 SHS	VARIOUS	01/15/2009	3.	6.	-3.
GOLDMAN SACHS ENHANCED INC I #1999 - 1,640.77 SHS	VARIOUS	03/16/2009		258.	-258.
VANGUARD BK INDEX FD SIGNAL #1351 - 2,582.57 S	VARIOUS	03/16/2009	25,826.	26,213.	-387.
VANGUARD GROWTH INDEX INV FD #9 - 49.34 SHS	VARIOUS	03/16/2009	910.	1,466.	-556.
VANGUARD INDEX VALUE PROTFOLIO #6 - 908.33 SHS	VARIOUS	03/16/2009		5,284.	-5,284.
ACERGY SA ADR - 126 SHS	VARIOUS	03/18/2009		1,739.	-1,739.
BARCLAYS PLC - 45 SHS	VARIOUS	03/18/2009		675.	-675.
AMERICAN REPROGRAPHICS COMPANY - 210 SHS	VARIOUS	03/18/2009	610.	2,059.	-1,449.
BOEING COMPANY - 78 SHS	VARIOUS	03/18/2009		1,972.	-1,972.
CORNING INC - 319 SHS	VARIOUS	03/18/2009		2,380.	-2,380.
CROSSTEX ENERGY, INC. - 397 SHS	VARIOUS	03/18/2009	654.	1,942.	-1,288.
CUMMINS ENGINE COMPANY, INC. - 90 SHS	VARIOUS	03/18/2009		2,032.	-2,032.
ELECTRONIC ARTS, INC. - 250 SHS	VARIOUS	03/18/2009		2,926.	-2,926.
GAP, INC. - 172 SHS	VARIOUS	03/18/2009		529.	-529.
GENERAL MILLS, INC. - 108 SHS	VARIOUS	03/18/2009		506.	-506.
GUESS? INC - 118 SHS	VARIOUS	03/18/2009	1,751.	4,712.	-2,961.
HARTFORD FINANCIAL SERVICES GROUP - 101 SHS	VARIOUS	03/18/2009		4,199.	-4,199.
INVESCO LIMITED - 112 SHS	VARIOUS	03/18/2009		839.	-839.
MCDERMOTT INTL INC - 106 SHS	VARIOUS	03/18/2009		2,090.	-2,090.
MITSUBISHI CORP - 92 SHS	VARIOUS	03/18/2009		2,841.	-2,841.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
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Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
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1a					
MURPHY OIL CO - 65 SHS	VARIOUS	03/18/2009		1,246.	-1,246.
ORIX ADR - 27 SHS	VARIOUS	03/18/2009		1,008.	-1,008.
RIO TINTO PLC - 12 SHS	VARIOUS	03/18/2009	1,411.	6,100.	-4,689.
SILVER WHEATON CORP - 121 SHS	VARIOUS	03/18/2009		579.	-579.
TEREX CORP - 57 SHS	VARIOUS	03/18/2009		1,745.	-1,745.
TIFFANY & COMPANY - 157 SHS	VARIOUS	03/18/2009		1,751.	-1,751.
VEOLIA ENVIRONMENT - 85 SHS	VARIOUS	03/18/2009	1,722.	2,016.	-294.
BALCHEM CORPORATION - 82 SHS	VARIOUS	08/14/2009	2,166.	1,849.	317.
CATHAY GENERAL BANCORP - 198 SHS	VARIOUS	08/14/2009	2,084.	3,789.	-1,705.
CHATTEM, INC. - 45 SHS	VARIOUS	08/14/2009	2,791.	2,910.	-119.
COVANTA HOLDING CORPORATION - 201 SHS	VARIOUS	08/14/2009	3,390.	4,169.	-779.
DEUTSCHE TELEKOM AG - 146 SHS	VARIOUS	08/14/2009	1,854.	2,103.	-249.
EQUIFAX, INC. - 97 SHS	VARIOUS	08/14/2009	2,630.	2,262.	368.
HONGKONG ELECTRIC HOLDINGS LTD - 341 SHS	VARIOUS	08/14/2009	1,857.	2,061.	-204.
ILLINOIS TOOL WORKS, INC. - 206 SHS	VARIOUS	08/14/2009	514.		514.
PNC FINANCIAL SERVICES GROUP - 189 SHS	VARIOUS	08/14/2009	7,738.	4,900.	2,838.
SMITH INTERNATIONAL, INC. - 167 SHS	VARIOUS	08/14/2009		183.	-183.
STRYKER CORPORATION - 103 SHS	VARIOUS	08/14/2009		196.	-196.
SYNTEL, INC. - 93 SHS	VARIOUS	08/14/2009	3,562.	2,269.	1,293.
TEMPUR-PEDIC INTERNATIONAL - 142 SHS	VARIOUS	08/14/2009	1,999.	972.	1,027.
WORLD FUEL SERVICES CORPORATION - 64 SHS	VARIOUS	08/14/2009	2,938.	2,061.	877.
ABM INDUSTRIES, INC. - 68 SHS	VARIOUS	09/14/2009	1,379.	977.	402.
ALLSTATE CORPORATION - 51 SHS	VARIOUS	09/14/2009	61.		61.
ALTRIA GROUP, INC. - 110 SHS	VARIOUS	09/14/2009	137.		137.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2008

SCHEDULE D-1
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Department of the Treasury
Internal Revenue Service

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1a ARES CAPITAL CORPORATION - 426 SHS	VARIOUS	09/14/2009	4,246.	3,131.	1,115.
BANK OF NEW YORK MELLON CORP - 83 SHS	VARIOUS	09/14/2009	2,375.	2,540.	-165.
CENTRAL EUROPEAN MEDIA ENT - A - 35 SHS	VARIOUS	09/14/2009	1,120.	906.	214.
CHARLES SCHWAB CORPORATION - 74 SHS	VARIOUS	09/14/2009	1,359.	1,198.	161.
CHEROKEE, INC. - 29 SHS	VARIOUS	09/14/2009	609.	447.	162.
CLARCOR, INC. - 68 SHS	VARIOUS	09/14/2009	2,178.	2,126.	52.
COMPANHIA DE BEBIDAS - AMBEV ADR - 27 SHS	VARIOUS	09/14/2009	2,049.	1,244.	805.
DIRECTV GROUP - 108 SHS	VARIOUS	09/14/2009	2,709.	2,113.	596.
DOLBY LABORATORIES INC, CL A - 36 SHS	VARIOUS	09/14/2009	1,369.	1,156.	213.
DOVER CORPORATION - 71 SHS	VARIOUS	09/14/2009	50.		50.
FAMILY DOLLAR STORES, INC. - 47 SHS	VARIOUS	09/14/2009	1,323.	1,480.	-157.
FLOWSERVE CORP - 24 SHS	VARIOUS	09/14/2009	2,230.	1,171.	1,059.
FTI CONSULTING, INC. - 15 SHS	VARIOUS	09/14/2009	674.	635.	39.
GAMESTOP CORP, CL A - 200 SHS	VARIOUS	09/14/2009	5,035.	4,760.	275.
INTERSOLL-RAND PLC - 45 SHS	VARIOUS	09/14/2009	196.		196.
INTESA SANPAOLO-SPON ADR - 16 SHS	VARIOUS	09/14/2009	413.	391.	22.
LANDAUER, INC. - 18 SHS	VARIOUS	09/14/2009	997.	894.	103.
LANDSTAR SYSTEM, INC. - 48 SHS	VARIOUS	09/14/2009	1,795.	1,573.	222.
LINCOLN ELECTRIC HOLDINGS - 21 SHS	VARIOUS	09/14/2009	979.	798.	181.
MITSUBISHI UFJ FINANCIAL ADR - 679 SHS	VARIOUS	09/14/2009	670.		670.
MTN GROUP LIMITED - 27 SHS	VARIOUS	09/14/2009	459.	433.	26.
NATIONAL BANK OF GREECE S.A. - 74 SHS	VARIOUS	09/14/2009	495.	415.	80.
NOTHERN TRUST CORPORATION - 33 SHS	VARIOUS	09/14/2009	1,933.	1,497.	436.
PRICELINE.COM, INC. - 13 SHS	VARIOUS	09/14/2009	2,087.	1,024.	1,063.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

2008

Name of estate or trust

Employer Identification number

DAVID AND EULA WINTERMANN FOUNDATION

76-0082100

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-680,744.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a UNIONBANCAL CORPORATION - 1,425 SHS	VARIOUS	10/01/2008	86,689.	84,200.	2,489.
ACCENTURE LTD, CL A - 1,590 SHS	VARIUOS	11/18/2008	44,324.	40,161.	4,163.
AETNA, INC. - 1,504 SHS	VARIOUS	11/18/2008	32,272.	62,347.	-30,075.
ALLSTATE CORPORATION - 186 SHS	VARIOUS	11/18/2008	4,885.	11,035.	-6,150.
AUSTRALIA & NEW ZEALAND BANK - 260 SHS	VARIOUS	11/18/2008	2,339.	5,630.	-3,291.
BANK OF AMERICA CORPORATION - 1,837 SHS	VARIOUS	11/18/2008	29,805.	66,512.	-36,707.
BARCLAYS PLC - 344 SHS	VARIOUS	11/18/2008	3,270.	18,244.	-14,974.
BT GROUP PLC - 204 SHS	VARIOUS	11/18/2008	3,632.	8,047.	-4,415.
DEAN FOODS COMPANY - 598 SHS	VARIOUS	11/18/2008	8,227.	10,340.	-2,113.
DST SYSTEMS, INC. - 1,122 SHS	VARIOUS	11/18/2008	39,357.	57,822.	-18,465.
EBAY, INC. - 900 SHS	VARIOUS	11/18/2008	10,851.	39,461.	-28,610.
ENEL SOCIETA PER AZIONI ADR - 2,685 SHS	VARIOUS	11/18/2008	16,499.	23,002.	-6,503.
FRANKLIN RESOURCES, INC. - 657 SHS	VARIOUS	11/18/2008	35,403.	68,582.	-33,179.
GENENTECH, INC. - 239 SHS	VARIOUS	11/18/2008	19,274.	20,477.	-1,203.
GENERAL ELECTRIC COMPANY - 859 SHS	VARIOUS	11/18/2008	13,731.	42,923.	-29,192.
INTL GAME TECHNOLOGY 0 807 SHS	VARIOUS	11/18/2008	8,504.	21,902.	-13,398.
ION GEOPHYSICAL CORPORATION - 623 SHS	VARIOUS	11/18/2008	2,582.	8,395.	-5,813.
JACOBS ENGINEERING GROUP, INC. - 363 SHS	VARIOUS	11/01/2008	11,447.	10,777.	670.
JOHN HANCOCK BK & THT OPP FD/CSLD ED - 2,594 SHS	VARIOUS	11/18/2008	10,078.	25,684.	-15,606.
KEPPEL CORP LTD - 312 SHS	VARIOUS	11/18/2008	1,886.	2,575.	-689.
KOMATSU, LTD - 155 SHS	VARIOUS	11/18/2008		418.	-418.
LIFEPOINT HOSPITALS, INC. - 65 SHS	VARIOUS	11/18/2008	1,456.	2,194.	-738.
MASCO CORPORATION - 842 SHS	VARIOUS	11/18/2008	6,321.	26,426.	-20,105.
MCDONALD'S CORPORATION - 1,326 SHS	VARIOUS	11/18/2008	71,597.	41,603.	29,994.
MITSUBISHI CORP - 422 SHS	VARIOUS	11/18/2008	10,932.	24,985.	-14,053.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2008

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a					
OMNICARE, INC. - 122 SHS	VARIOUS	11/18/2008	2,947.	5,978.	-3,031.
ORIX ADR - 25 SHS	VARIOUS	11/18/2008	1,248.	3,051.	-1,803.
PETROLEO BRASILEIRO S.A. ADR - 630 SHS	VARIOUS	11/18/2008	11,243.	18,878.	-7,635.
PHILIPPINE LONG DISTANCE TELEPHONE CO. - 339 SHS	VARIOUS	11/18/2008	14,526.	16,325.	-1,799.
RIO TINTO PLC SPONS ADR - 103 SHS	VARIOUS	11/18/2008	15,829.	14,520.	1,309.
ROCHE HOLDINGS LTD - 232 SHS	VARIOUS	11/18/2008	16,285.	16,462.	-177.
ROCKWELL AUTOMATION, INC. - 1,163 SHS	VARIOUS	11/18/2008	30,476.	60,255.	-29,779.
SIX FLAGS, INC. - 193 SHS	VARIOUS	11/18/2008	38.	1,014.	-976.
STATE STREET CORPORATION - 531 SHS	VARIOUS	11/18/2008	20,480.	25,707.	-5,227.
STATOILHYDRO ADR - 575 SHS	VARIOUS	11/18/2008	9,250.	18,371.	-9,121.
TEREX CORPORATION - 278 SHS	VARIOUS	11/18/2008	3,379.	22,111.	-18,732.
TOYOTA MOTOR CORPORATION - 170 SHS	VARIOUS	11/18/2008	10,862.	12,778.	-1,916.
UBS AG - 17 SHS	VARIOUS	11/18/2008	220.	670.	-450.
URS CORPORATION - 107 SHS	VARIOUS	11/18/2008	2,882.	4,643.	-1,761.
WAL-MART STORES - 1,482 SHS	VARIOUS	11/18/2008	78,785.	73,181.	5,604.
ZALE CORPORATION - 85 SHS	VARIOUS	11/18/2008	1,064.	2,591.	-1,527.
JSC MMC NORILSK NICKEL - 913 SHS	VARIOUS	11/21/2008	6,603.	17,741.	-11,138.
BANK OF AMERICA CORPORATION - 0.12 SHS	VARIOUS	01/14/2009	2.	4.	-2.
MERRILL LYNCH & CO 4.125% - 125,000 SHS	VARIOUS	01/15/2009	125,000.	125,000.	
FHLB NOTES 4.250% - 100,000 SHS	VARIOUS	02/02/2009	100,856.	100,013.	843.
US TREASURY NOTES 4.500% - 125,000 SHS	VARIOUS	02/17/2009	125,000.	124,443.	557.
ACERGY SA - 1,334 SHS	VARIOUS	03/18/2009	7,477.	21,087.	-13,610.
ALTERA CORP - 755 SHS	VARIOUS	03/18/2009	12,968.	17,006.	-4,038.
APACHE CORPORATION - 778 SHS	VARIOUS	03/18/2009	46,421.	52,896.	-6,475.
BOEING COMPANY - 461 SHS	VARIOUS	03/18/2009	15,165.	36,824.	-21,659.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2008

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Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a					
COHERENT, INC. - 133 SHS	VARIOUS	03/18/2009	2,148.	3,205.	-1,057.
CORNING, INC. - 2,599 SHS	VARIOUS	03/18/2009	29,213.	62,850.	-33,637.
CUMMINS ENGINE COMPANY, INC. - 504 SHS	VARIOUS	03/18/2009	11,119.	21,221.	-10,102.
DIGITAL RIVER, INC. - 189 SHS	VARIOUS	03/18/2009	5,531.	5,678.	-147.
ELECTRONIC ARTS, INC. - 848 SHS	VARIOUS	03/18/2009	14,738.	49,635.	-34,897.
EXPEDITORS INTL OF WASHINGTON INC - 38 SHS	VARIOUS	03/18/2009	993.	1,025.	-32.
GAP, INC. - 1,307 SHS	VARIOUS	03/18/2009	15,228.	26,865.	-11,637.
GENERAL MILLS, INC. - 807 SHS	VARIOUS	03/18/2009	42,073.	37,629.	4,444.
HARTFORD FINANCIAL SERVICES GROUP - 668 SHS	VARIOUS	03/18/2009	4,413.	48,001.	-43,588.
INTEGRYS ENERGY GROUP, INC. - 102 SHS	VARIOUS	03/18/2009	2,382.	5,288.	-2,906.
INVESCO LIMITED - 585 SHS	VARIOUS	03/18/2009	7,005.	7,847.	-842.
JOHNSON & JOHNSON - 852 SHS	VARIOUS	03/18/2009	41,974.	42,693.	-719.
KRATOS DEFENSE & SECURITY SOLUTIONS - 1,092 SHS	VARIOUS	03/18/2009	872.	2,603.	-1,731.
MCDERMOTT INTL INC - 731 SHS	VARIOUS	03/18/2009	9,940.	28,827.	-18,887.
MCDONALD'S CORPORATION - 56 SHS	VARIOUS	03/18/2009	2,931.	1,757.	1,174.
MITSUBISHI CORPORATION - 468 SHS	VARIOUS	03/18/2009	10,846.	27,708.	-16,862.
MSC SOFTWARE CORPORATION - 295 SHS	VARIOUS	03/18/2009	1,426.	4,078.	-2,652.
NINTENDO CO LTD - 266 SHS	VARIOUS	03/18/2009	9,694.	14,711.	-5,017.
NOKIA CORP - 1,973 SHS	VARIOUS	03/18/2009	20,904.	58,366.	-37,462.
NOVARTIS AG - 277 SHS	VARIOUS	03/18/2009	9,690.	15,838.	-6,148.
ORIX ADR - 145 SHS	VARIOUS	03/18/2009	1,525.	10,459.	-8,934.
PERKINELMER, INC - 678 SHS	VARIOUS	03/18/2009	7,746.	16,370.	-8,624.
POWERWAVE TECHNOLOGIES, INC. - 982 SHS	VARIOUS	03/18/2009	211.	3,049.	-2,838.
RIO TINTO PLC - 69 SHS	VARIOUS	03/18/2009	8,113.	9,540.	-1,427.
ROBERT HALF INTERNATIONAL INC - 71 SHS	VARIOUS	03/18/2009	1,145.	2,349.	-1,204.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2008

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a ROCHE HOLDINGS LTD - 278 SHS	VARIOUS	03/18/2009	8,458.	9,863.	-1,405.
SCOTTISH & SOUTHERN ENERGY PLC - 424 SHS	VARIOUS	03/18/2009	6,252.	12,213.	-5,961.
SYMMETRICON, INC. - 1,503 SHS	VARIOUS	03/18/2009	4,656.	12,916.	-8,260.
TIFFANY & COMPANY - 1,162 SHS	VARIOUS	03/18/2009	22,578.	41,780.	-19,202.
YAHOO, INC. - 158 SHS	VARIOUS	03/18/2009	2,114.	5,324.	-3,210.
GENENTECH, INC. - 91 SHS	VARIOUS	03/26/2009	8,645.	7,797.	848.
GHLB NOTES 4.250% - 150,000 SHS	VARIOUS	05/15/2009	150,000.	150,000.	
FRANCE TELCOM SA - 295 SHS	VARIOUS	03/18/2009	6,690.	8,885.	-2,195.
ACERGY SA ADR - 126 SHS	VARIOUS	03/18/2009	706.	1,375.	-669.
BARCLAYS PLC - 45 SHS	VARIOUS	03/18/2009	190.	956.	-766.
BOEING COMPANY - 78 SHS	VARIOUS	03/18/2009	2,566.	4,322.	-1,756.
CORNING INC - 319 SHS	VARIOUS	03/18/2009	3,586.	5,274.	-1,688.
CUMMINS ENGINE COMPANY, INC. - 90 SHS	VARIOUS	03/18/2009	1,986.	3,053.	-1,067.
ELECTRONIC ARTS, INC. - 250 SHS	VARIOUS	03/18/2009	4,345.	6,659.	-2,314.
GAP, INC. - 172 SHS	VARIOUS	03/18/2009	2,004.	2,700.	-696.
GENERAL MILLS, INC. - 108 SHS	VARIOUS	03/18/2009	5,631.	5,717.	-86.
HARTFORD FINANCIAL SERVICES GROUP - 101 SHS	VARIOUS	03/18/2009	667.	2,774.	-2,107.
HENRY SCHEIN INC - 52 SHS	VARIOUS	03/18/2009	1,919.	3,128.	-1,209.
HEWLETT PACKARD COMPANY - 43 SHS	VARIOUS	03/18/2009	1,264.	1,773.	-509.
ILLINOIS TOOL WORKS, INC. - 51 SHS	VARIOUS	03/18/2009	1,419.	2,452.	-1,033.
ING GROEP N V SPONS - 68 SHS	VARIOUS	03/18/2009	278.	2,147.	-1,869.
INTERNATIONAL BUSINESS MACHINES CORP - 25 SHS	VARIOUS	03/18/2009	2,241.	2,510.	-269.
INVESCO LIMITED - 112 SHS	VARIOUS	03/18/2009	1,341.	2,043.	-702.
LATTICE SEMICONDUCTOR CORP - 9 SHS	VARIOUS	03/18/2009	11.	22.	-11.
MCDERMOTT INTL INC - 106 SHS	VARIOUS	03/18/2009	1,441.	3,148.	-1,707.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a MCDONALD'S CORPORATION - 38 SHS	VARIOUS	03/18/2009	1,989.	2,010.	-21.
MITSUBISHI CORP - 92 SHS	VARIOUS	03/18/2009	2,132.	3,276.	-1,144.
MONSANTO CO - 31 SHS	VARIOUS	03/18/2009	2,459.	2,987.	-528.
MURPHY OIL CO - 65 SHS	VARIOUS	03/18/2009	2,845.	4,097.	-1,252.
NOKIA CORP - 159 SHS	VARIOUS	03/18/2009	1,685.	5,141.	-3,456.
ORIX ADR - 27 SHS	VARIOUS	03/18/2009	284.	1,146.	-862.
ROCHE HOLDINGS LTD - 34 SHS	VARIOUS	03/18/2009	1,034.	1,493.	-459.
SILVER WHEATON CORP - 121 SHS	VARIOUS	03/18/2009	760.	1,225.	-465.
SMITH INTERNATIONAL INC - 33 SHS	VARIOUS	03/18/2009	704.	1,858.	-1,154.
STRYKER CORP - 21 SHS	VARIOUS	03/18/2009	695.	1,366.	-671.
TEREX CORP - 57 SHS	VARIOUS	03/18/2009	552.	1,932.	-1,380.
TIFFANY & COMPANY - 157 SHS	VARIOUS	03/18/2009	3,051.	4,603.	-1,552.
VANGUARD DEV MKTS INDEX FD - 161.15 SHS	VARIOUS	08/12/2009	1,400.	2,134.	-734.
ABBOTT LABORATORIES - 43 SHS	VARIOUS	08/14/2009	1,909.	2,415.	-506.
AERGY SA - 49 SHS	VARIOUS	08/14/2009	494.	810.	-316.
ALTRIA GROUP INC - 60 SHS	VARIOUS	08/14/2009	1,051.	1,325.	-274.
AMERISOURCEBERGEN - 188 SHS	VARIOUS	08/14/2009	3,786.	4,059.	-273.
APPLE, INC. - 15 SHS	VARIOUS	08/14/2009	2,438.	1,993.	445.
AUTOZONE, INC. - 50 SHS	VARIOUS	08/14/2009	7,355.	5,831.	1,524.
BANK OF AMERICA CORP - 176 SHS	VARIOUS	08/14/2009	2,819.	5,174.	-2,355.
BARD (C.R.) INC - 23 SHS	VARIOUS	08/14/2009	1,700.	2,117.	-417.
CISCO SYSTEMS INC - 102 SHS	VARIOUS	08/14/2009	2,529.	2,791.	-262.
DELL, INC. - 120 SHS	VARIOUS	08/14/2009	1,580.	2,309.	-729.
EXPRESS SCRIPTS, INC. - 60 SHS	VARIOUS	08/14/2009	4,071.	3,740.	331.
FEDEX CORPORATION - 44 SHS	VARIOUS	08/14/2009	2,901.	3,980.	-1,079.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a GENERAL ELECTRIC COMPANY - 88 SHS	VARIOUS	08/14/2009	1,227.	2,933.	-1,706.
GOOGLE INC, CL A - 5 SHS	VARIOUS	08/14/2009	2,270.	2,689.	-419.
HARTFORD FINANCIAL SERVICES GROUP - 39 SHS	VARIOUS	08/14/2009	695.	2,877.	-2,182.
ILLINOIS TOOL WORKS, INC. - 206 SHS	VARIOUS	08/14/2009	7,645.	9,323.	-1,678.
INGERSOLL-RAND PLC - 103 SHS	VARIOUS	08/14/2009	2,840.	4,226.	-1,386.
INTEL CORPORATION - 200 SHS	VARIOUS	08/14/2009	3,727.	3,899.	-172.
ISHARES RUSSELL MIDCAP INDX ETF - 317 SHS	VARIOUS	08/14/2009	22,924.	32,136.	-9,212.
JOHNSON & JOHNSON - 51 SHS	VARIOUS	08/14/2009	3,067.	3,239.	-172.
MANULIFE FINANCIAL CORP - 128 SHS	VARIOUS	08/14/2009	2,572.	4,683.	-2,111.
MONSANTO COMPANY - 68 SHS	VARIOUS	08/14/2009	5,707.	7,782.	-2,075.
NATIONAL-OILWELL VARCO, INC. - 48 SHS	VARIOUS	08/14/2009	1,743.	2,647.	-904.
NIKE INCORPORATED, CL B - 23 SHS	VARIOUS	08/14/2009	1,292.	1,324.	-32.
PFIZER INCORPORATED - 200 SHS	VARIOUS	08/14/2009	3,149.	4,259.	-1,110.
SELECT COMFORT CORPORATION - 150 SHS	VARIOUS	08/14/2009	423.	491.	-68.
SILVER WHEATON CORPORATION - 48 SHS	VARIOUS	08/14/2009	447.	775.	-328.
SMITH INTERNATIONAL, INC. - 167 SHS	VARIOUS	08/14/2009	4,318.	8,676.	-4,358.
STRYKER CORPORATION - 103 SHS	VARIOUS	08/14/2009	4,219.	5,664.	-1,445.
SUNTRUST BANKS, INC. - 113 SHS	VARIOUS	08/14/2009	2,281.	6,560.	-4,279.
GOLDMAN SACHS ENHANCED INC - I #1999 - 2,553.07 SHS	VARIOUS	09/10/2009	24,637.	24,816.	-179.
VANGUARD BD INDEX FD SIGNAL #1351 - 1,758.99 S	VARIOUS	09/10/2009	18,206.	17,854.	352.
VANGUARD DEV MKTS INDEX FD - 38.45 SHS	VARIOUS	09/10/2009	360.	509.	-149.
ACCENTURE PLC - 62 SHS	VARIOUS	09/14/2009	2,144.	2,373.	-229.
ALLSTATE CORPORATION - 51 SHS	VARIOUS	09/14/2009	1,397.	2,316.	-919.
ALTRIA GROUP, INC. - 110 SHS	VARIOUS	09/14/2009	1,900.	2,044.	-144.
AMERISOURCEBERGEN - 132 SHS	VARIOUS	09/14/2009	2,841.	2,770.	71.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a AMGEN INCORPORATED - 43 SHS	VARIOUS	09/14/2009	2,540.	1,915.	625.
AT&T INC. - 73 SHS	VARIOUS	09/14/2009	1,890.	2,582.	-692.
BURLINGTON NORTHERN SANTA FE - 38 SHS	VARIOUS	09/14/2009	3,199.	3,000.	199.
CONOCOPHILLIPS - 43 SHS	VARIOUS	09/14/2009	1,980.	2,974.	-994.
DANAHER CORPORATION - 25 SHS	VARIOUS	09/14/2009	1,649.	1,857.	-208.
DIAGEO PLC - 17 SHS	VARIOUS	09/14/2009	1,075.	1,281.	-206.
DOVER CORPORATION - 71 SHS	VARIOUS	09/14/2009	2,507.	2,463.	44.
E.ON AG - ADR - 3 SHS	VARIOUS	09/14/2009	126.	174.	-48.
EMERSON ELECTRIC COMPANY - 154 SHS	VARIOUS	09/14/2009	5,977.	7,610.	-1,633.
XPRESS SCRIPTS, INC. - 29 SHS	VARIOUS	09/14/2009	2,147.	2,067.	80.
FOMENTO ECONOMICO MEXICANO SAB DE CV - 27 SHS	VARIOUS	09/14/2009	1,011.	901.	110.
FORTUNE BRANDS, INC. - 56 SHS	VARIOUS	09/14/2009	2,287.	3,667.	-1,380.
FPL GROUP INC - 39 SHS	VARIOUS	09/14/2009	2,116.	2,417.	-301.
FRANCE TELECOM SA ADR - 24 SHS	VARIOUS	09/14/2009	654.	790.	-136.
FREEPORT-MCMORAN COPPER & GOLD, INC. - 39 SHS	VARIOUS	09/14/2009	2,651.	3,383.	-732.
GOOGLE INC, CL A - 4 SHS	VARIOUS	09/14/2009	1,863.	1,753.	110.
HALLIBURTON COMPANY - 41 SHS	VARIOUS	09/14/2009	1,036.	1,259.	-223.
HENRY SCHEIN, INC. - 48 SHS	VARIOUS	09/14/2009	2,633.	2,861.	-228.
HEWLETT PACKARD COMPANY - 43 SHS	VARIOUS	09/14/2009	1,961.	2,039.	-78.
HONEYWELL INTERNATIONAL INC - 74 SHS	VARIOUS	09/14/2009	2,839.	4,069.	-1,230.
ING GROEP N V SPONS ADR - 65 SHS	VARIOUS	09/14/2009	1,044.	2,482.	-1,438.
INTERSOLL-RAND PLC - 45 SHS	VARIOUS	09/14/2009	1,233.	1,557.	-324.
INTEL CORPORATION - 218 SHS	VARIOUS	09/14/2009	4,364.	4,255.	109.
INTERNATIONAL BUSINESS MACHINES CORP - 23 SHS	VARIOUS	09/14/2009	2,705.	2,604.	101.
JACOBS ENGINEERING GROUP, INC. - 29 SHS	VARIOUS	09/14/2009	1,347.	2,278.	-931.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a					
JOHNSON & JOHNSON - 27 SHS	VARIOUS	09/14/2009	1,647.	1,690.	-43.
JPMORGAN CHASE & CO - 60 SHS	VARIOUS	09/14/2009	2,566.	2,652.	-86.
KONINKLIJKE KPN ADR - 67 SHS	VARIOUS	09/14/2009	1,041.	1,110.	-69.
LABORATORY CORP OF AMERICA HLDGS - 31 SHS	VARIOUS	09/14/2009	2,114.	2,288.	-174.
MCDONALD'S CORPORATION - 51 SHS	VARIOUS	09/14/2009	2,827.	3,015.	-188.
MICROSOFT CORPORATION - 143 SHS	VARIOUS	09/14/2009	3,552.	4,338.	-786.
MITSUBISHI UFJ FINANCIAL ADR - 679 SHS	VARIOUS	09/14/2009	3,232.	4,266.	-1,034.
NATIONAL-OILWELL VARCO, INC. - 53 SHS	VARIOUS	09/14/2009	2,039.	3,260.	-1,221.
NIKE INCORPORATED, CL B - 23 SHS	VARIOUS	09/14/2009	1,263.	1,382.	-119.
NINTENDO CO LTD - 15 SHS	VARIOUS	09/14/2009	501.	938.	-437.
NOKIA CORP - 47 SHS	VARIOUS	09/14/2009	702.	1,395.	-693.
PRAXAIR, INC. - 26 SHS	VARIOUS	09/14/2009	2,001.	1,872.	129.
PROCTER & GAMBLE COMPANY - 94 SHS	VARIOUS	09/14/2009	5,074.	6,183.	-1,109.
PUBLIC SERVICE ENTERPRISE GROUP, INC. - 69 SHS	VARIOUS	09/14/2009	2,141.	3,166.	-1,025.
SCOTTISH & SOUTHERN ENERGY PLC - 69 SHS	VARIOUS	09/14/2009	1,288.	1,946.	-658.
T. ROWE PRICE GROUP INC - 38 SHS	VARIOUS	09/14/2009	1,710.	1,865.	-155.
TOYOTA MOTOR CORP - 7 SHS	VARIOUS	09/14/2009	584.	678.	-94.
TRANSOCEAN LTD - 50 SHS	VARIOUS	09/14/2009	4,039.	7,732.	-3,693.
U.S. BANCORP - 83 SHS	VARIOUS	09/14/2009	1,763.	2,613.	-850.
VANGUARD INDEX VALUE PROTFOLIO #6 - 908.33 SHS	VARIOUS	03/16/2009	11,572.	14,914.	-3,342.
GOLDMAN SACHS ENHANCED INC I #1999 - 1,640.77 SHS	VARIOUS	03/16/2009	15,522.	15,569.	-47.
QWEST COMMUNICATIONS - UNCLAIMED FUNDS REIMBURSE	VARIOUS	03/11/2009	195.		195.
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					-761,825.

Schedule D-1 (Form 1041) 2008