Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning DEC 1, 2008 , and ending NOV 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: GORDON H. & KAREN M. MILLNER FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 3535 PATTEN ROAD — Room/suite: 7A

City or town, state, and ZIP code: HIGHLAND PARK, IL 60035

A Employer identification number: 36-3998692

B Telephone number: 847-432-9114

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 2,672,516.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	350,000.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	54,194.	54,194.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	22,410.			
	b	Gross sales price for all assets on line 6a 718,065.				
	7	Capital gain net income (from Part IV, line 2)		22,410.		
	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)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	426,604.	76,604.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 2	3,938.	0.		3,938.
	c	Other professional fees STMT 3	21,046.	21,046.		0.
	17	Interest				
	18	Taxes STMT 4	473.	473.		0.
	19	Depreciation and depletion	107.	0.		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	625.	0.		625.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	26,189.	21,519.		4,563.
	25	Contributions, gifts, grants paid	118,165.			118,165.
	26	**Total expenses and disbursements.** Add lines 24 and 25	144,354.	21,519.		122,728.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	282,250.			
	b	**Net investment income** (if negative, enter -0-)		55,085.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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823501 01-02-09 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2008)

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	167,020.	121,143.	121,143.
	2 Savings and temporary cash investments			
	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	4,640.	4,640.	4,640.
	7 Other notes and loans receivable ▶			
	Less. allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S. and state government obligations			
	b Investments - corporate stock STMT 6	1,975,315.	2,188,715.	2,337,916.
	c Investments - corporate bonds STMT 7	72,604.	72,604.	77,610.
	11 Investments - land, buildings, and equipment basis ▶			
	Less. accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	46,123.	161,927.	131,207.
	14 Land, buildings, and equipment basis ▶ 2,147.			
	Less. accumulated depreciation STMT 9 ▶ 2,147.	107.		
	15 Other assets (describe ▶ REFUNDABLE TAXES)	970.	0.	0.
	16 **Total assets** (to be completed by all filers)	2,266,779.	2,549,029.	2,672,516.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,266,779.	2,549,029.	
	30 **Total net assets or fund balances**	2,266,779.	2,549,029.	
	31 **Total liabilities and net assets/fund balances**	2,266,779.	2,549,029.	

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	2,266,779.
2	Enter amount from Part I, line 27a	2	282,250.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,549,029.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,549,029.

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	PUBLICLY TRADED SECURITIES			
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	718,065.		695,655.	22,410.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				22,410.
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	22,410.
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) If (loss), enter -0- in Part I, line 8	3	N/A

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 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	314,226.	2,795,569.	.112401
2006	155,460.	2,825,378.	.055023
2005	124,915.	2,276,569.	.054870
2004	103,300.	1,823,025.	.056664
2003	79,645.	1,403,215.	.056759

2 Total of line 1, column (d)	2	.335717
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	.067143
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	2,269,608.
5 Multiply line 4 by line 3	5	152,388.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	551.
7 Add lines 5 and 6	7	152,939.
8 Enter qualifying distributions from Part XII, line 4	8	122,728.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling letter: ______ (attach copy of ruling letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,102.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,102.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,102.
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a: 2,106.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	2,106.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,004.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 1,004. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ GORDON H. MILLNER Telephone no ▶847-432-9114

Located at ▶3535 PATTEN ROAD, UNIT 7A, HIGHLAND PARK, IL ZIP+4 ▶60035

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

			Line	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
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).				
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
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)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b		X

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

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

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

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ 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 | No: 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? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
GORDON H. MILLNER 3535 PATTEN ROAD, UNIT 7A HIGHLAND PARK, IL 60035	PRESIDENT 2.25	0.	0.	0.
KAREN M. MILLNER 3535 PATTEN ROAD, UNIT 7A HIGHLAND PARK, IL 60035	SEC/TREAS 1.25	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ▶ 0

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

3 Five highest-paid independent contractors for professional services. 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 ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NOT APPLICABLE	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	0.
2	
All other program-related investments See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2008)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:			
a	Average monthly fair market value of securities		1a	2,122,853.
b	Average of monthly cash balances		1b	181,318.
c	Fair market value of all other assets		1c	0.
d	**Total** (add lines 1a, b, and c)		1d	2,304,171.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	2,304,171.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	34,563.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	2,269,608.
6	**Minimum investment return.** Enter 5% of line 5		6	113,480.

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

1	Minimum investment return from Part X, line 6		1	113,480.
2a	Tax on investment income for 2008 from Part VI, line 5	2a 1,102.		
b	Income tax for 2008. (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,102.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	112,378.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	112,378.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	112,378.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	122,728.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	122,728.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	122,728.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				112,378.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003 9,705.				
b From 2004 12,456.				
c From 2005 15,432.				
d From 2006 18,586.				
e From 2007 179,036.				
f Total of lines 3a through e	235,215.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 122,728.				
a Applied to 2007, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				112,378.
e Remaining amount distributed out of corpus	10,350.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	245,565.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	9,705.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	235,860.			
10 Analysis of line 9				
a Excess from 2004 12,456.				
b Excess from 2005 15,432.				
c Excess from 2006 18,586.				
d Excess from 2007 179,036.				
e Excess from 2008 10,350.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
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					
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 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))

GORDON H. MILLNER

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE				118,165.
Total			▶ 3a	118,165.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	54,194.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	22,410.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		76,604.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 76,604.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
	NOT APPLICABLE

823621
01-02-09

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

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

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

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

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
N/A		

Sign Here

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

Signature of officer or trustee — 3-8-2010 — Date — President — Title

Paid Preparer's Use Only

Preparer's signature	Date 3/2/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code: RSM MCGLADREY, INC. 20 NORTH MARTINGALE RD., SUITE 500 SCHAUMBURG, IL 60173		EIN	Phone no 847-413-6900

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, and 990-PF.**

OMB No 1545-0047

2008

Name of the organization
GORDON H. & KAREN M. MILLNER FAMILY FOUNDATION

Employer identification number
36-3998692

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	Employer identification number
GORDON H. & KAREN M. MILLNER FAMILY FOUNDATION	36-3998692

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	GORDON H. AND KAREN M. MILLNER 3535 PATTEN ROAD, UNIT 7A HIGHLAND PARK, IL 60035	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	MILLNER CHARITABLE LEAD ANNUITY TRUST 3535 PATTEN ROAD, UNIT 7A HIGHLAND PARK, IL 60035	$ 200,000.	Person [X] 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 DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY	54,194.	0.	54,194.
TOTAL TO FM 990-PF, PART I, LN 4	54,194.	0.	54,194.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,938.	0.		3,938.
TO FORM 990-PF, PG 1, LN 16B	3,938.	0.		3,938.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES - MORGAN STANLEY	21,046.	21,046.		0.
TO FORM 990-PF, PG 1, LN 16C	21,046.	21,046.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	473.	473.		0.
TO FORM 990-PF, PG 1, LN 18	473.	473.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RESEARCH EXPENSES	250.	0.		250.
ILLINOIS FILING FEES	25.	0.		25.
MISCELLANEOUS	350.	0.		350.
TO FORM 990-PF, PG 1, LN 23	625.	0.		625.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STMT - STOCKS	2,131,005.	2,274,048.
SEE ATTACHED STMT - STOCKS	57,710.	63,868.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,188,715.	2,337,916.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GMAC	46,575.	49,960.
SEE ATTACHED STMT - BONDS	26,029.	27,650.
TOTAL TO FORM 990-PF, PART II, LINE 10C	72,604.	77,610.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STMT - OPTIONS	COST	<39,348.>	<54,978.>
SEE ATTACHED STMT - MUTUAL FUNDS	COST	201,275.	186,185.
TOTAL TO FORM 990-PF, PART II, LINE 13		161,927.	131,207.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	2,147.	2,147.	0.
TOTAL TO FM 990-PF, PART II, LN 14	2,147.	2,147.	0.

Gordon H. and Karen M. Millner Family Foundation
Attachment Donation Register

Payable To:	City	State	Foundation Status	Purpose of Grant or Contribution	Recipient Relationship	Amount
11-10-02 Foundation	Chicago	IL	501(C)(3)	Charitable	None	1,000
Alzheimer's Association	Chicago	IL	501(C)(3)	Medical Research	None	12,500
American Cancer Society	Chicago	IL	501(C)(3)	Medical Research	None	300
American Diabetes Association	Merrifield	VA	501(C)(3)	Medical Research	None	5,000
American Friends of Mogen David Adom	New York	NY	501(C)(3)	Charitable	None	1,000
American Heart Association	Chicago	IL	501(C)(3)	Medical Research	None	100
Anti Defamation League	New York	NY	501(C)(3)	Medical Research	None	1,000
Arthritis Foundation	Washington	DC	501(C)(3)	Medical Research	None	12,500
Bethesda Home	Chicago	IL	501(C)(3)	Charitable	None	100
Cancer Wellness Center	Northbrook	IL	501(C)(3)	Medical Research	None	250
Capuchin Fran. Friars of Province of St. Mary	New York	NY	501(C)(3)	Religious	None	25
Chicago Art Institute	Chicago	IL	501(C)(3)	Educational	None	500
Chicago Botanic Garden	Glencoe	IL	501(C)(3)	Educational	None	250
Chicago Botanic Garden	Glencoe	IL	501(C)(3)	Educational	None	500
Chicago Center for Torah & Chesed	Chicago	IL	501(C)(3)	Religious	None	1,000
Chicago Community Kollel	Chicago	IL	501(C)(3)	Medical Research	None	360
Child & Adolescent Bipolar Foundation	Wilmette	IL	501(C)(3)	Medical Research	None	750
Children's Memorial Hospital	Chicago	IL	501(C)(3)	Medical Research	None	1,100
Congregation B'Nai Torah	Highland Park	IL	501(C)(3)	Religious	None	150
Congregation B'Nai Torah	Highland Park	IL	501(C)(3)	Religious	None	580
Damon Runyon Cancer Research Foundation	New York	NY	501(C)(3)	Medical Research	None	100
Damon Runyon Cancer Research Foundation	New York	NY	501(C)(3)	Medical Research	None	10,000
Depression & Bipolar Support Alliance	Chicago	IL	501(C)(3)	Medical Research	None	1,000
Disabled American Veterans	Cincinnati	OH	501(C)(3)	Medical Research	None	1,000
Elaine Levy Ordower Memorial Fund-JUF	Chicago	IL	501(C)(3)	Charitable	None	100
Elizabeth Glaser Pediatric AIDS Foundation	Washington	DC	501(C)(3)	Medical Research	None	2,000
Fourth Presbyterian Church	Chicago	IL	501(C)(3)	Religious	None	1,500
Friends of the Highland Park Library	Highland Park	IL	501(C)(3)	Educational	None	100
Friends of the Israel Defense Forces	Chicago	IL	501(C)(3)	Educational	None	1,000
Greater Chicago Food Depository	Chicago	IL	501(C)(3)	Charitable	None	150
Hanna Sacks Bais Yaakov	Chicago	IL	501(C)(3)	Charitable	None	750
Harold E. Eisenberg Foundation	Highland Park	IL	501(C)(3)	Charitable	None	1,000
Harold E. Eisenberg Foundation	Highland Park	IL	501(C)(3)	Charitable	None	100
Illinois Holocaust Museum & Education Center	Skokie	IL	501(C)(3)	Educational	None	400
Illinois Holocaust Museum & Education Center	Skokie	IL	501(C)(3)	Educational	None	1,500
Jewish National Fund	Northbrook	IL	501(C)(3)	Charitable	None	1,000
Jewish United Fund	Chicago	IL	501(C)(3)	Charitable	None	17,500
Juvenile Diabetes Research Foundation	New York	NY	501(C)(3)	Medical Research	None	500
Kids With Food Allergies, Inc.	Doylestown	PA	501(C)(3)	Medical Research	None	1,500

Gordon H. and Karen M. Millner Family Foundation
Attachment Donation Register

Payable To:	City	State	Foundation Status	Purpose of Grant or Contribution	Recipient Relationship	Amount
March of Dimes	Chicago	IL	501(C)(3)	Medical Research	None	250
Mazon	Los Angeles	CA	501(C)(3)	Charitable	None	1,000
Michael J. Fox Found. For Parkinson's Research	New York	NY	501(C)(3)	Medical Research	None	250
Misericordia Home	Chicago	IL	501(C)(3)	Medical Research	None	1,100
Missionary Oblates of Mary Immaculate	Belleville	IL	501(C)(3)	Religious	None	50
Multiple Sclerosis Foundation	Ft. Lauderdale	FL	501(C)(3)	Medical Research	None	1,500
National Headache Foundation	Chicago	IL	501(C)(3)	Medical Research	None	1,500
National Stroke Association	Centennial	CO	501(C)(3)	Medical Research	None	1,750
North Shore Senior Center	Northfield	IL	501(C)(3)	Charitable	None	250
Northwestern Memorial Foundation	Chicago	IL	501(C)(3)	Medical Research	None	8,000
Paralyzed Veterans of America	Westchester	IL	501(C)(3)	Medical Research	None	25
Progeria Research Foundation	Peabody	MA	501(C)(3)	Medical Research	None	7,500
Province of St. Mary of Capuchin Order	New York	NY	501(C)(3)	Medical Research	None	25
Scleroderma Foundation	Danvers	MA	501(C)(3)	Charitable	None	1,500
Special Olympics Illinois	Normal	IL	501(C)(3)	Charitable	None	1,500
St. Jude Children's Research Hospital	Memphis	TN	501(C)(3)	Medical Research	None	1,000
The Komen Foundation	Dallas	TX	501(C)(3)	Medical Research	None	2,000
The Miami Project to Cure Paralysis	Miami	FL	501(C)(3)	Medical Research	None	1,000
The Servants of Mary	Berwyn	IL	501(C)(3)	Religious	None	50
The Smile Train	New York	NY	501(C)(3)	Medical Research	None	7,500
USA Cares	Radcliff	KY	501(C)(3)	Charitable	None	250
						118,165

Holdings

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A

INTERESTED PARTY COPY

The Market Value and Unrealized Gain/(Loss) figures shown are representative values as of the last business day of the period shown above which may not reflect the value that could actually be obtained in the market. See "Pricing of Securities" in the Disclosures section at the end of this statement.
Estimated annual income and estimated yield for certain securities can include return of principal or capital gains which could overstate such estimates. Estimated yield and estimated annual income are estimates and the actual income or yield may be lower or higher than the estimates. Estimated yield reflects only the income generated by an investment. It does not reflect changes in its price, which may fluctuate.
If you hold structured products, please refer to the Special Considerations Regarding Structured Products section of the Disclosure section.
Gain / loss information is provided for informational purposes only and should not be used for tax preparation. Please refer to the gain / loss section of the disclosures for important information about gain / loss reporting.

CASH, DEPOSITS AND MONEY MARKET FUNDS

Description	Value	Estimated Annual Income	7-Day Current Yield %	Annual Percentage Yield %
MORGAN STANLEY BANK N.A. #	$119,767.32	$42.00	—	0.035

	Percentage of Assets %	Market Value	Estimated Annual Income / Accrued Income
TOTAL CASH, DEPOSITS AND MONEY MARKET FUNDS	4.6%	$119,767.32	$42.00 $0.00

 # Bank deposits are at Morgan Stanley Bank, N.A. and Morgan Stanley Trust (Members FDIC), affiliates of Morgan Stanley & Co. Incorporated and Morgan Stanley Smith Barney
Cash holdings shown exclude cash holdings in custody at another firm for which you receive a separate statement.

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ABBOTT LABORATORIES (ABT)	10/24/07	1,000.000	$53,078.54	$54.49	**$54,490.00**	$1,411.46 LT	$1,600.00	2.93
Next Dividend Payable 02/10								
ALCOA INC (AA)	4/9/09	3,000.000	26,187.60	12.52	**37,560.00**	11,372.40 ST	360.00	0.95
Next Dividend Payable 02/10								
AMERICAN TOWER CP CLASS A (AMT)	12/15/06	1,000.000	36,850.00	40.92	**40,920.00**	4,070.00 LT	—	—
APPLE INC (AAPL)	4/23/08	200.000	32,702.50	199.91	39,982.00	7,279.50 LT		
	7/16/09	100.000	14,675.40	199.91	19,991.00	5,315.60 ST		
	Total	300.000	47,377.90	199.91	**59,973.00**	7,279.50 LT 5,315.60 ST	—	—
AT&T INC (T)	2/28/08	1,500.000	54,162.60	26.94	40,410.00	(13,752.60) LT		
	11/20/09	800.000	20,868.88	26.94	21,552.00	683.12 ST		

CONTINUED

Holdings

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	2,300.000	75,031.48	26.94	**61,962.00**	(13,752.60) LT 683.12 ST	3,772.00	6.08
Next Dividend Payable 02/10								
BECTON DICKINSON & CO (BDX)	8/5/99	700.000	18,638.44	74.80	**52,360.00**	33,721.56 LT	1,036.00	1.97
Next Dividend Payable 12/09								
CHICAGO BRIDGE & IRON CO. N.V. (CBI)	10/11/07	1,000.000	46,594.30	17.59	17,590.00	(29,004.30) LT		
	5/8/08	500.000	19,726.80	17.59	8,795.00	(10,931.80) LT		
	1/6/09	1,500.000	17,652.90	17.59	26,385.00	8,732.10 ST		
	Total	3,000.000	83,974.00	17.59	**52,770.00**	(39,936.10) LT 8,732.10 ST	—	—
CME GROUP INC (CME)	5/14/09	100.000	29,174.00	328.23	**32,823.00**	3,649.00 ST	460.00	1.40
Next Dividend Payable 12/09								
COMCAST CORP (NEW) CLASS A (CMCSA)	12/29/04	1,850.000	40,502.66	14.66	**27,121.00**	(13,381.66) LT	499.50	1.84
Next Dividend Payable 01/10								
CONOCOPHILLIPS (COP)	12/30/04	500.000	30,006.94	51.77	25,885.00	(4,121.94) LT		
	12/15/06	432.000	31,436.64	51.77	22,364.64	(9,072.00) LT		
	1/24/08	68.000	4,953.41	51.77	3,520.36	(1,433.05) LT		
	5/19/09	900.000	41,335.83	51.77	46,593.00	5,257.17 ST		
	Total	1,900.000	107,732 82	51.77	**98,363.00**	(14,626.99) LT 5,257.17 ST	3,800.00	3.86
Next Dividend Payable 12/01/09								
COSTCO WHOLESALE CORP NEW (COST)	7/9/04	500.000	20,010.00	59.91	29,955.00	9,945.00 LT		
	12/19/05	400.000	19,504.00	59.91	23,964.00	4,460.00 LT		
	12/16/08	200.000	10,587.20	59.91	11,982.00	1,394.80 ST		
	Total	1,100.000	50,101.20	59.91	**65,901.00**	14,405.00 LT 1,394.80 ST	792.00	1.20
Next Dividend Payable 02/10								
COVIDIEN PLC NEW (COV)	5/14/07	150.000	6,198.94	46.82	7,023.00	824.06 LT		
	5/23/07	250.000	10,508.19	46.82	11,705.00	1,196.81 LT		
	Total	400.000	16,707.13	46.82	**18,728.00**	2,020.87 LT	288.00	1.53
Next Dividend Payable 02/10								
DENTSPLY INTERNATIONAL INC (XRAY)	7/14/05	400.000	10,517.60	33.32	13,328.00	2,810.40 LT		
	9/23/05	800.000	21,116.00	33.32	26,656.00	5,540.00 LT		

CONTINUED

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Holdings

GORDON H & KAREN M MILLNER FAM FOUN
3535 PATTEN ROAD UNIT 7-A

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	1,200.000	31,633.60	33.32	**39,984.00**	8,350.40 LT	240.00	0.60
Next Dividend Payable 01/10								
DRYSHIPS INC (DRYS)	1/31/08	500.000	37,175.00	6.12	**3,060.00**	(34,115.00) LT	—	—
DUKE ENERGY CORP HLDING CO (DUK)	12/11/06	1,500.000	28,768.36	16.68	**25,020.00**	(3,748.36) LT	1,440.00	5.75
Next Dividend Payable 12/16/09								
EL PASO CORPORATION (EP)	9/9/05	4,000.000	47,719.20	9.56	38,240.00	(9,479.20) LT		
	5/9/08	50.000	961.50	9.56	478.00	(483.50) LT		
	Total	4,050.000	48,680.70	9.56	**38,718.00**	(9,962.70) LT	162.00	0.41
Next Dividend Payable 01/10								
EMERSON ELECTRIC CO (EMR)	11/28/07	700.000	40,090.00	41.41	**28,987.00**	(11,103.00) LT	938.00	3.23
Next Dividend Payable 12/10/09								
ENTERGY CORP NEW (ETR)	5/18/04	500.000	25,635.00	78.65	39,325.00	13,690.00 LT		
	3/9/06	300.000	21,099.00	78.65	23,595.00	2,496.00 LT		
	Total	800.000	46,734.00	78 65	**62,920.00**	16,186.00 LT	2,400.00	3.81
Next Dividend Payable 12/01/09								
EXXON MOBIL CORP (XOM)	12/21/04	500.000	25,805.00	75.07	**37,535.00**	11,730.00 LT	840.00	2.23
Next Dividend Payable 12/10/09								
GILEAD SCIENCE (GILD)	12/21/07	1,000.000	~~46,460.00~~ 31895	46.11	**46,110.00**	(350.00) LT	—	—
H J HEINZ CO (HNZ)	9/2/08	500.000	25,824.20	42.45	21,225.00	(4,599.20) LT		
	9/2/08	1,000.000	51,556.00	42.45	42,450.00	(9,106.00) LT		
	Total	1,500.000	77,380.20	42 45	**63,675.00**	(13,705.20) LT	2,520.00	3 95
Next Dividend Payable 01/10								
HELMERICH&PAYNE INC (HP)	4/16/09	1,000.000	30,315.20	37.55	**37,550.00**	7,234.80 ST	200.00	0.53
Next Dividend Payable 12/01/09								
ISHARES BARCLAYS TIPS BD FD (TIP)	9/10/08	500.000	52,760.00	106.57	**53,285.00**	525.00 LT	1,797.50	3.37
Next Dividend Payable 12/09								

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Holdings

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STOCKS

COMMON STOCKS (CONTINUED)

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Security Description	Trade Date	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
JACOBS ENGINEERING GROUP INC (JEC)	12/15/06	1,100.000	~~45,908.50~~	34.99	38,489.00	(7,419.50) LT		
	12/21/07	900.000	~~86,697.00~~	34.99	31,491.00	(55,206.00) LT		
	Total	2,000.000	~~132,605.50~~	34.99	**69,980.00**	(62,625.50) LT	—	—
JOHNSON & JOHNSON (JNJ)	7/9/04	500.000	27,550.00	62.84	31,420.00	3,870.00 LT		
	9/23/05	500.000	32,450.00	62.84	31,420.00	(1,030.00) LT		
	Total	1,000.000	60,000.00	62.84	**62,840.00**	2,840.00 LT	1,960.00	3.11
Next Dividend Payable 12/08/09								
KELLOGG CO (K)	2/21/02	1,000.000	35,022.27	52.58	52,580.00	17,557.73 LT		
	11/20/09	400.000	21,279.40	52.58	21,032.00	(247.40) ST		
	Total	1,400.000	56,301.67	52.58	**73,612.00**	17,557.73 LT (247.40) ST	2,100.00	2.85
Next Dividend Payable 12/15/09								
MDU RES GROUP INC (MDU)	12/21/07	450.000	~~12,370.50~~ 2901.48	22.60	**10,170.00**	(2,200.50) LT	283.50	2.78
Next Dividend Payable 01/10								
MICROSOFT CORP (MSFT)	6/22/09	1,200.000	28,692.00	29.41	**35,292.00**	6,600.00 ST	624.00	1.76
Next Dividend Payable 12/10/09								
MOSAIC COMPANY (THE) (MOS)	12/26/08	900.000	29,007.00	54.45	**49,005.00**	19,998.00 ST	180.00	0.36
Next Dividend Payable 02/10								
NICE SYSTEMS LTD ADR (NICE)	4/18/07	1,200.000	45,228.00	30.31	36,372.00	(8,856.00) LT		
	1/25/08	100.000	2,759.00	30.31	3,031.00	272.00 LT		
	1/25/08	700.000	19,390.00	30.31	21,217.00	1,827.00 LT		
	Total	2,000.000	67,377.00	30.31	**60,620.00**	(6,757.00) LT	—	—
NORFOLK SOUTHERN CORP (NSC)	3/26/09	800.000	28,478.72	51.40	**41,120.00**	12,641.28 ST	1,088.00	2.64
Next Dividend Payable 12/10/09								
NOVARTIS AG ADR (NVS)	6/4/08	600.000	31,451.34	55.60	33,360.00	1,908.66 LT		
	7/24/08	500.000	29,810.00	55.60	27,800.00	(2,010.00) LT		
	Total	1,100.000	61,261.34	55.60	**61,160.00**	(101.34) LT	1,599.40	2.61
NUVEEN GBL VLE OPPORT FUND (JGV)	7/24/06	3,500.000	73,201.24	17.43	**61,005.00**	(12,196.24) LT	3,920.00	6.42
Next Dividend Payable 01/10								
PETE AND RES CP MARYLAND (PEO)	5/29/09	2,500.000	54,625.00	23.31	**58,275.00**	3,650.00 ST	600.00	1.02
Next Dividend Payable 12/09								

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Holdings

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
PFIZER INC (PFE)	10/16/09	689.000	12,059.09	18.17	**12,519.13**	460.04 ST	440.96	3.52
Next Dividend Payable 12/01/09								
PROCTER & GAMBLE (PG)	4/15/09	1,000.000	48,368.40	62.35	**62,350.00**	13,981.60 ST	1,760.00	2.82
Next Dividend Payable 02/10								
REPUBLIC SERVICES INC (RSG)	4/24/09	1,500.000	29,127.60	28.20	42,300.00	13,172.40 ST		
	11/20/09	1,000.000	27,326.10	28.20	28,200.00	873 90 ST		
	Total	2,500.000	56,453.70	28.20	**70,500.00**	14,046.30 ST	1,900.00	2.69
Next Dividend Payable 01/10								
SEMPRA ENERGY (SRE)	7/22/08	600.000	32,900.16	53.14	**31,884.00**	(1,016.16) LT	936.00	2.93
Next Dividend Payable 01/10								
SPECTRA ENERGY CORP COM (SE)	4/7/08	1,200.000	28,535.28	19.41	**23,292.00**	(5,243 28) LT	1,200.00	5.15
Next Dividend Payable 12/14/09								
TEVA PHARMACEUTICALS ADR (TEVA)	11/11/08	700.000	30,311.33	52.79	36,953.00	6,641.67 LT		
	7/28/09	500.000	26,447.10	52 79	26,395.00	(52.10) ST		
	11/20/09	200.000	10,533.30	52.79	10,558.00	24.70 ST		
	Total	1,400.000	67,291.73	52.79	**73,906.00**	6,641.67 LT (27.40) ST	674.80	0.91
Next Dividend Payable 12/04/09								
THE DIRECTV GROUP CL A (DTV)	6/19/07	1,800.000	44,136.00	31.63	**56,934.00**	12,798.00 LT	—	—
THE TECHNOLOGY SEL SEC SPDR FD (XLK)	4/9/09	2,000.000	33,618.40	21.75	**43,500.00**	9,881.60 ST	614.00	1.41
TYCO INTERNATIONAL LTD NEW (TYC)	5/14/07	375.000	19,104.45	35.87	13,451.25	(5,653.20) LT		
	5/23/07	250.000	12,954.05	35.87	8,967.50	(3,986.55) LT		
	7/12/07	275.000	13,923.25	35.87	9,864.25	(4,059.00) LT		
	3/26/09	500.000	10,294.20	35.87	17,935.00	7,640.80 ST		
	Total	1,400.000	56,275.95	35.87	**50,218.00**	(13,698.75) LT 7,640.80 ST	1,120.00	2.23
Next Dividend Payable 02/10								
UNION PACIFIC CORP (UNP)	11/20/09	500.000	32,436.10	63.26	**31,630.00**	(806.10) ST	540.00	1.70
Next Dividend Payable 01/04/10								
UNITED TECHNOLOGIES CORP (UTX)	8/31/07	400.000	30,040.00	67.24	26,896.00	(3,144.00) LT		
	4/23/08	200.000	14,288.50	67.24	13,448.00	(840.50) LT		

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Holdings

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	600.000	44,328.50	67.24	**40,344.00**	(3,984.50) LT	924.00	2.29
Next Dividend Payable 12/10/09								
VALERO ENERGY CP DELA NEW (VLO)	3/25/03	1,500.000	15,093.75	15.89	**23,835.00**	8,741.25 LT	900.00	3.77
Next Dividend Payable 12/09/09								
VISA INC CL A (V)	4/3/09	800.000	47,776.00	81.00	**64,800.00**	17,024.00 ST	400.00	0.61
Next Dividend Payable 12/01/09								
YAHOO INC (YHOO)	7/22/09	2,000.000	34,536.00	14.97	**29,940.00**	(4,596.00) ST	—	—
ZIMMER HLDGS INC (ZMH)	8/8/03	200.000	9,978.00	59.17	11,834.00	1,856.00 LT		
	12/19/05	300.000	21,066.00	59.17	17,751.00	(3,315.00) LT		
	7/6/06	100.000	5,748.00	59.17	5,917.00	169.00 LT		
	Total	600.000	36,792.00	59.17	**35,502.00**	(1,290.00) LT	—	—
TOTAL COMMON STOCKS			~~$2,245,678.86~~ 2131005 00		**$2,274,048.13**	**$(115,516.44) LT** **$143,885.71 ST**	**$46,909.66**	**2.06%**

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
CELANESE CORP CVT PERP PFD (CE.)	1/5/06	700.000	$20,090.00	$37.99	**$26,593.00**	$6,503.00 LT	$744.10	2.79
Convertible; Next Dividend Payable 02/10								
WELLS FARGO 8% NON-CUM SER J (WFC.J)	11/20/09	1,500.000	37,619 85	24.85	**37,275.00**	(344.85) ST	3,000.00	8.04
Moody BA1 S&P A-, Next Dividend Payable 12/15/09								
TOTAL PREFERRED STOCKS			**$57,709.85**		**$63,868.00**	**$6,503.00 LT** **$(344.85) ST**	**$3,744.10**	**5.86%**

OPTIONS

Security Description	Trade Date	Number of Contracts	Total Cost	Contract Price	Market Value	Unrealized Gain/(Loss)
CALL MOSAIC COMPANY (THE) AT 50.000 EXPIRES 12/19/2009 (MWF LJ)	8/21/09	(4.000)	$(3,719.90)	$6.25	$(2,500.00)	$1,219.90 ST
	9/10/09	(1.000)	(560.98)	6.25	(625.00)	(64.02) ST
	Total	(5.000)	(4,280.88)	6.25	**(3,125.00)**	1,155.88 ST
Adjusted Option; Short Position						
CALL TEVA PHARMACEUTICALS ADR AT 50.000 EXPIRES 12/19/2009 (TVQ LJ)	6/22/09	(7.000)	(1,014.97)	2.90	**(2,030.00)**	(1,015.03) ST
Short Position						

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STOCKS

OPTIONS (CONTINUED)

Security Description	Trade Date	Number of Contracts	Total Cost	Contract Price	Market Value	Unrealized Gain/(Loss)
CALL VISA INC CL A AT 75.000 EXPIRES 12/19/2009 (V LO) *Short Position*	9/10/09	(8.000)	(2,727.92)	6.25	(5,000.00)	(2,272.08) ST
CALL ALCOA INC AT 12.500 EXPIRES 01/16/2010 (AA AA) *Short Position*	7/17/09	(20.000)	(1,859.95)	0.87	(1,740.00)	119.95 ST
CALL ALCOA INC AT 15.000 EXPIRES 01/16/2010 (AA AC) *Short Position*	10/14/09	(10.000)	(1,089.97)	0.17	(170.00)	919.97 ST
CALL AMERICAN TOWER SYSTE AT 37.500 EXPIRES 01/16/2010 (AMT AU) *Short Position*	10/14/09	(10.000)	(2,299.94)	3.90	(3,900.00)	(1,600.06) ST
CALL APPLE COMPUTER INC AT 140.000 EXPIRES 01/16/2010 (APV AH) *Short Position*	7/16/09	(2.000)	(3,789.90)	60.15	(12,030.00)	(8,240.10) ST
CALL APPLE COMPUTER INC AT 145.000 EXPIRES 01/16/2010 (APV AI) *Short Position*	7/16/09	(1.000)	(1,624.95)	55.05	(5,505.00)	(3,880.05) ST
CALL CME GP INC AT 320.000 EXPIRES 01/16/2010 (CME AX) *Short Position*	11/20/09	(1.000)	(1,699.95)	18.80	(1,880.00)	(180.05) ST
CALL CONOCOPHILLIPS AT AT 65.000 EXPIRES 01/16/2010 (COP AM) *Short Position*	1/21/09	(10.000)	(3,349.98)	0.03	(30.00)	3,319.98 ST
CALL COSTCO WHOLSALE CORP AT 55.000 EXPIRES 01/16/2010 (PRQ AK) *Short Position*	7/21/09	(6.000)	(749.98)	5.40	(3,240.00)	(2,490.02) ST
CALL DENTSPLY INTERNATIONAL I AT 35.000 EXPIRES 01/16/2010 (XEQ AG) *Short Position*	7/22/09	(12.000)	(609.94)	0.35	(420.00)	189.94 ST

CONTINUED

Security Mark At Right

Holdings

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STOCKS

OPTIONS (CONTINUED)

Security Description	Trade Date	Number of Contracts	Total Cost	Contract Price	Market Value	Unrealized Gain/(Loss)
CALL EXXON MOBIL CORP AT 75.000 EXPIRES 01/16/2010 (XOM AO) *Short Position*	7/21/09	(5.000)	(1,249.96)	2.30	**(1,150.00)**	99 96 ST
CALL JACOBS ENGINEERING G AT 45.000 EXPIRES 01/16/2010 (JEC AI) *Short Position*	10/14/09	(20.000)	(6,399.83)	0.10	**(200.00)**	6,199.83 ST
CALL KELLOGG CO AT 50.000 EXPIRES 01/16/2010 (K AJ) *Short Position*	7/30/09	(10.000)	(1,699.95)	2.95	**(2,950.00)**	(1,250.05) ST
CALL MOSAIC COMPANY (THE) AT 60.000 EXPIRES 01/16/2010 (MWF AL) *Adjusted Option, Short Position*	1/7/09	(4.000)	(2,359.98)	2.07	**(828.00)**	1,531.98 ST
CALL PROCTER & GAMBLE AT 57.500 EXPIRES 01/16/2010 (PG AY) *Short Position*	10/15/09	(10.000)	(1,849.95)	5.20	**(5,200.00)**	(3,350.05) ST
CALL ZIMMER HLDGS INC AT 50.000 EXPIRES 01/16/2010 (ZMH AJ) *Short Position*	7/21/09	(6.000)	(689.98)	9.30	**(5,580.00)**	(4,890.02) ST
TOTAL OPTIONS			**$(39,347.98)**		**$(54,978.00)**	**$(15,630.02) ST**

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Income	Yield %
TOTAL STOCKS	**87.2%**	**$2,264,040.73**	**$2,282,938.13**	**$(109,013.44) LT** **$127,910.84 ST**	**$50,653.76** **$0.00**	**2.22%**
TOTAL STOCKS (LONG)			$2,337,916.13			
TOTAL STOCKS (SHORT)			$(54,978.00)			

CORPORATE FIXED INCOME

FIXED-RATE CAPITAL SECURITIES

Security Description	Trade Date	Face Value	Orig. Total Cost Adj. Total Cost	Unit Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Income	Yield %
AMERICAN ELEC POWER 8.75% 3/1/2063 CUSIP 02557T208	5/21/08	1,000.000	$26,029.34 $26,029.34	$27.65	**$27,650.00**	$1,620.66 LT	$2,187.50 —	7.91

Coupon Rate 8.750%; Matures 03/01/63, Interest Paid Quarterly Sep 01, Callable $25.00 on 03/01/13, Moody BAA3 S&P BB+

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	Percentage of Assets %	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Income	Yield %
TOTAL CORPORATE FIXED INCOME	1.1%	$26,029.34			$2,187.50	7.91%
		$26,029.34	$27,650.00	$1,620.66 LT	$0.00	

MUTUAL FUNDS

OTHER MUTUAL FUNDS

Security Description	Trade Date	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
DRYDEN SH TRM CORP BD A (PBSMX)	11/20/09	8,726.003	$100,000.00	$11.49	$100,261.77	$261.77 ST	$4,500.00	4.48
Enrolled in MS Dividend Reinvestment; Capital Gains Reinvest								
IVA WORLDWIDE A (IVWAX)	11/20/09	3,340.013	50,000.00	14.98	50,033.39	33.39 ST	—	—
Enrolled in MS Dividend Reinvestment; Capital Gains Reinvest								
KEELEY SMALL CAP VALUE A (KSCVX)	12/6/06	1,883.239	50,000.00	18.60	35,028.24	(14,971.76) LT		
	Purchases	1,883.239	50,000.00	18.60	35,028.24	(14,971.76) LT		
Long Term Reinvestments		46.298	1,272.25	18.60	861.15	(411.10) LT		
	Total	1,929.537	51,272.25	18.60	35,889.39	(15,382.86) LT	—	—
Market Value vs Total Purchases +			50,000.00		35,889.39			
Net Value Increase/(Decrease)					(14,110.61)			
Enrolled in MS Dividend Reinvestment; Capital Gains Reinvest								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Income	Yield %
TOTAL MUTUAL FUNDS	7.1%	$201,272.25	$186,184.55	$(15,382.86) LT	$4,500.00	2.42%
				$295.16 ST	$0.00	

Transactions in mutual fund positions held directly at the Fund Company are not included in the total above and are not reflected on the Summary Page.
For more information about the pricing of Money Market Funds, please see the Disclosures section of the statement.

+ Net Value Increase/(Decrease) compares your Total Purchases (excluding Dividend Reinvestments) with the Market Value of all shares you hold of the fund. This calculation is for informational purposes only, does not reflect your total unrealized gain or loss and should not be used for tax purposes.

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Income	Yield %
TOTAL ENDING MARKET VALUE	100.0%	$2,491,342.32	$2,616,540.00	$(122,775.64) LT	$57,383.26	2.19%
				$128,206.00 ST	$0.00	