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 12/01 , 2008, and ending 11/30 , 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: JAMES R. THORPE FOUNDATION

A Employer identification number: 41-6175293

Number and street (or P O box number if mail is not delivered to street address) Room/suite: 318 WEST 48TH STREET

B Telephone number (see page 10 of the instructions): (612) 822-3412

City or town, state, and ZIP code: MINNEAPOLIS, MN 55419

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 ▶ [ ]

H Check type of organization: [X] 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) ▶ $ 6,180,774.

J Accounting method: [X] 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)				
2	Check ▶ [ ] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	55.	55.		
4	Dividends and interest from securities	150,853.	150,853.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-760,948.			
b	Gross sales price for all assets on line 6a 2,317,016.				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	-610,040.	150,908.		
13	Compensation of officers, directors, trustees, etc	NONE			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 1	6,413.	2,400.	NONE	4,013.
c	Other professional fees (attach schedule) STMT 2	66,824.	30,174.		36,650.
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) * *	-11,790.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	307.			307.
22	Printing and publications	682.			682.
23	Other expenses (attach schedule) STMT 4	6,738.			6,738.
24	Total operating and administrative expenses. Add lines 13 through 23	69,174.	32,574.	NONE	48,390.
25	Contributions, gifts, grants paid	115,965.			115,965.
26	Total expenses and disbursements Add lines 24 and 25	185,139.	32,574.	NONE	164,355.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-795,179.			
b	Net investment income (if negative, enter -0-)		118,334.		
c	Adjusted net income (if negative, enter -0-)			-0-	

Revenue — Operating and Administrative Expenses

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. ** STMT 3

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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 (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	52,650.	30,954.	30,954.
	2 Savings and temporary cash investments	104,812.	16,858.	16,858.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)**	1,326.	1,280.	1,450.
	b Investments - corporate stock (attach schedule) STMT 6	7,054,846.	6,421,354.	5,270,599.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 7	891,015.	839,024.	860,913.
	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)	8,104,649.	7,309,470.	6,180,774.
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. ▶ X			
	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	8,104,649.	7,309,470.	
	30 Total net assets or fund balances (see page 17 of the instructions)	8,104,649.	7,309,470.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,104,649.	7,309,470.	

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	8,104,649.
2	Enter amount from Part I, line 27a	2	-795,179.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,309,470.
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	7,309,470.

**STMT 5

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-760,948.
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	372,866.	7,393,860.	0.050429
2006	494,772.	8,821,836.	0.056085
2005	533,997.	8,882,838.	0.060116
2004	556,411.	8,947,035.	0.062189
2003	544,305.	8,900,802.	0.061152

2	**Total** of line 1, column (d)	2	0.289971
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	0.057994
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	5,211,670.
5	Multiply line 4 by line 3	5	302,246.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,183.
7	Add lines 5 and 6	7	303,429.
8	Enter qualifying distributions from Part XII, line 4	8	164,355.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling letter ________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	2,367.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	2,367.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,367.
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a: 3,500.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	3,500.
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	1,133.
11	Enter the amount of line 10 to be **Credited to 2009 estimated tax** ▶ 1,133. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.JAMESRTHORPEFOUNDATION.ORG

14 The books are in care of ▶ KERRIE BLEVINS Telephone no ▶ 612-822-3412

Located at ▶ 318 WEST 48TH STREET MINNEAPOLIS, MN ZIP + 4 ▶ 55419

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	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)*		3b	N/A	
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)*

			Yes	No
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		X

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 8		NONE	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
SEE STATEMENT 10		39,163.

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,202,162.
b	Average of monthly cash balances	1b	88,874.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,291,036.
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	5,291,036.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	79,366.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,211,670.
6	**Minimum investment return.** Enter 5% of line 5	6	260,584.

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	260,584.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	2,367.		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,367.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	258,217.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	258,217.
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	258,217.

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	164,355.
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	164,355.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	164,355.

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				258,217.
2	Undistributed income, if any, as of the end of 2007				
a	Enter amount for 2007 only				
b	Total for prior years 20____,20____,20____				
3	Excess distributions carryover, if any, to 2008				
a	From 2003 ... 109,195.				
b	From 2004 ... 129,449.				
c	From 2005 ... 98,256.				
d	From 2006 ... 72,162.				
e	From 2007 ... 6,483.				
f	Total of lines 3a through e	415,545.			
4	Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 164,355.				
a	Applied to 2007, but not more than line 2a				
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				164,355.
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).)*	93,862.			93,862.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	321,683.			
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				
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)	15,333.			
9	**Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	306,350.			
10	Analysis of line 9				
a	Excess from 2004 ... 129,449.				
b	Excess from 2005 ... 98,256.				
c	Excess from 2006 ... 72,162.				
d	Excess from 2007 ... 6,483.				
e	Excess from 2008 ...				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SEE STATEMENT 11

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

SEE STATEMENT 13

c Any submission deadlines

SEE STATEMENT 13

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

SEE STATEMENT 13

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 14				115,965.
Total . . . . . . ▶ **3a**				115,965.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	55.	
4 Dividends and interest from securities			14	150,853.	
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	-760,948.	
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)				-610,040.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -610,040.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions.)
	NOT APPLICABLE

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		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

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 — Date 3/1/10 — Title President

Paid Preparer's Use Only

Preparer's signature: Michael J Caddell CPA — Date 2/16/10 — Check if self-employed ☐ — Preparer's identifying number (See Signature on page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code: CORNELL KAHLER SHIDELL & MAIR, PLLP, 3570 LEXINGTON AVENUE N. #300, ST PAUL, MN 55126

EIN ▶ 41-0941592

Phone no 651-482-1698

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					1,366.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					20,851.	
		BERNSTEIN - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
2,294,799.		3,077,964.					-783,165.	

TOTAL GAIN(LOSS)							-760,948.	
							==========	

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PRIVATE PHILANTHROPHY	2,513.			2,513.
WILKERSON ASSOCIATES	3,900.	2,400.		1,500.
TOTALS	6,413.	2,400.	NONE	4,013.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BERNSTEIN - INVESTMENT FEES	30,174.	30,174.	
PRIVATE PHILANTHROPY SERVICES	36,650.		36,650.
TOTALS	66,824.	30,174.	36,650.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
TAX REFUND RECEIVED		-11,790.
	TOTALS	-11,790.

STATEMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
BOARD DEVELOPMENT & TRAINING	519.	519.
OFFICE EXPENSES	549.	549.
TECHNOLOGY	3,550.	3,550.
WEB SITE	300.	300.
FILING FEE	25.	25.
D & O INSURANCE	800.	800.
MEMBERSHIPS AND DUES	995.	995.
TOTALS	6,738.	6,738.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FIXED INCOME- SEE STMENT 12	1,280.	1,450.
US OBLIGATIONS TOTAL	1,280.	1,450.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
EQUITIES - SEE STMENT 12	5,294,656.	4,607,809.
MUTUAL FUNDS-REAL ESTTATE SEC SEE STMENT 12	1,126,698.	662,790.
TOTALS	6,421,354.	5,270,599.

JAMES R. THORPE FOUNDATION 41-6175293

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUNDS - FIXED INCOME SEE STATEMENT 12	839,024.	860,913.
TOTALS	839,024.	860,913.

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES.
TIMOTHY THORPE 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	PRESIDENT 2.	NONE	NONE	NONE
LAURA A. THORPE 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	SECRETARY 1.	NONE	NONE	NONE
ROBERT C. COTE 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	TREASURER 1.	NONE	NONE	NONE
S. RUGGLES COTE 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	BOARD MEMBER 1.	NONE	NONE	NONE
MARY C. BOOS 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	BOARD MEMBER 1.	NONE	NONE	NONE
SAMUEL A. COTE 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	BOARD MEMBER 1.	NONE	NONE	NONE

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES.
MARGARET T. RICHARDS 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	BOARD MEMBER 1.	NONE	NONE	NONE
EDITH D. THORPE 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	BOARD MEMBER 1.	NONE	NONE	NONE
RICHARD THORPE 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	BOARD MEMBER 1.	NONE	NONE	NONE
SAMUEL S. THORPE III 318 WEST 48TH STREET MINNEAPOLIS, MN 55419	BOARD MEMBER 1.	NONE	NONE	NONE
	GRAND TOTALS	NONE	NONE	NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
PRIVATE PHILANTHROPY SERVICES 318 W. 48TH STREET MINNEAPOLIS, MN 55419	MANAGEMENT SERVICES	39,163.
TOTAL COMPENSATION		39,163.

STATEMENT 10

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

KERRIE BLEVINS
318 WEST 48TH STREET
MINNEAPOLIS, MN 55419
612-822-3412

BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6175293

This report contains data for all accounts that were open as of the period ending date you selected: account 888-36640 (comprised of accounts 038-57828 and 038-57829)

Managed Assets

Cash Balances

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Cash										
CASH										
16,857 68	CASH		$1 00	$1.00	$16,858	$16,858	$13	0.1%	0.3%	100.0%
TOTAL Cash					**$16,858**	**$16,858**	**$13**	**0.1%**	**0.3%**	**100.0%**
TOTAL Cash Balances					**$16,858**	**$16,858**	**$13**	**0.1%**	**0.3%**	**100.0%**

Fixed Income

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Mutual Funds										
TAXABLE FUND										
64,362 946	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	SNIDX	$13.04	$13.36	$839,024	$859,889 $1,024 AI	$37,817	4.3%	14.0%	100 0%
TOTAL Mutual Funds					**$839,024**	**$860,913**	**$37,817**	**4.3%**	**14.0%**	**100.0%**
TOTAL Fixed Income	MUTUAL FUND - FIXED INCOME				**$839,024**	**$860,913**	**$37,817**	**4.3%**	**14.0%**	**100.0%**

Real Estate Securities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Mutual Funds										
TAXABLE FUND										
82,952.422	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	ARIIX	$13.58	$7.99	$1,126,698	$662,790	$18,913	2 9%	10 8%	100.0%

Statement 12

BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6175293

Real Estate Securities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
TOTAL Mutual Funds					$1,126,698	$662,790	$18,913	2.9%	10.8%	100.0%
TOTAL Real Estate Securities		REAL ESTATE SECURITIES			$1,126,698	$662,790	$18,913	2.9%	10.8%	100.0%

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Capital Equipment										
DEFENSE										
475	NORTHROP GRUMMAN CORP	NOC	$47 14	$54.80	$22,393	$26,030	$817	3 1%	0 4%	0 6%
ELECTRICAL EQUIPMENT										
400	COOPER INDUSTRIES PLC-CL A	CBE	$39.21	$42.69	$15,684	$17,076	$400	2.3%	0.3%	0.4%
2,200	GENERAL ELECTRIC CO	GE	$15.89	$16 02	$34,949	$35,244	$880	2 5%	0.6%	0.8%
0	UNITED TECHNOLOGIES CORP	UTX	$0.00	$67.24	$0	$0	$0	0 0%	0 0%	0.0%
Total					$50,633	$52,320	$1,280	2.4%	0 8%	1 1%
MACHINERY AGRICULTURAL										
225	CATERPILLAR INC	CAT	$38.84	$58.39	$8,740	$13,138	$378	2.9%	0.2%	0 3%
MISC CAPITAL GOODS										
475	DANAHER CORP	DHR	$60.80	$70.92	$28,881	$33,687	$57	0 2%	0 5%	0.7%
1,000	ILLINOIS TOOL WORKS	ITW	$42 35	$48.64	$42,348	$48,640	$1,240	2 6%	0.8%	1.1%
425	TEXTRON INC	TXT	$10.49	$20.05	$4,460	$8,521	$34	0.4%	0.1%	0.2%
150	SPX CORP	SPW	$44 73	$53.29	$6,710	$7,994	$150	1.9%	0.1%	0 2%
1,150	INGERSOLL-RAND PLC	IR	$24.86	$35.37	$28,590	$40,676	$322	0.8%	0.7%	0.9%
Total					$110,988	$139,517	$1,803	1.3%	2.3%	3.0%
TOTAL Capital Equipment					**$192,754**	**$231,005**	**$4,278**	**1.9%**	**3.8%**	**5.0%**
Consumer Cyclicals										

Statement 12

BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6075293

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
AUTOS & AUTO PARTS OEMS										
650	JOHNSON CONTROLS INC	JCI	$26.78	$27.05	$17,407	$17,583	$338	1.9%	0 3%	0.4%
1,900	FORD MOTOR CO	F	$7.97	$8.89	$15,138	$16,891	$0	0.0%	0.3%	0 4%
Total					$32,545	$34,474	$338	1.0%	0 6%	0 7%
HOUSEHLD - APPLIANCES/DURABLES										
175	BLACK & DECKER CORP	BDK	$44.50	$60.69	$7,787	$10,621	$84	0 8%	0 2%	0.2%
RETAILERS										
800	SUPERVALU INC	SVU	$16.90	$13.83	$13,516	$11,064	$560	5.1%	0.2%	0.2%
750	TARGET CORP	TGT	$43.84	$46.56	$32,881	$34,920	$510	1 5%	0.6%	0 8%
350	J C PENNEY CO INC	JCP	$19.75	$28.74	$6,913	$10,059	$280	2.8%	0.2%	0.2%
725	KOHLS CORP	KSS	$43.16	$53.14	$31,290	$38,527	$0	0.0%	0 6%	0 8%
525	HOME DEPOT INC	HD	$20.97	$27.36	$11,012	$14,364	$473	3.3%	0.2%	0.3%
1,500	MACY'S INC	M	$35.56	$16.31	$53,346	$24,465	$300	1 2%	0.4%	0 5%
350	SAFEWAY INC	SWY	$22 67	$22.50	$7,933	$7,875	$140	1.8%	0 1%	0 2%
1,475	LOWE'S COS INC	LOW	$19.24	$21.81	$28,374	$32,170	$531	1 7%	0 5%	0.7%
1,300	OFFICE DEPOT INC	ODP	$6.87	$6.14	$8,937	$7,982	$0	0 0%	0 1%	0 2%
350	WAL-MART STORES INC	WMT	$52.88	$54.55	$18,508	$19,093	$382	2 0%	0.3%	0.4%
700	COSTCO WHOLESALE CORP	COST	$59.11	$59.91	$41,380	$41,937	$504	1 2%	0.7%	0 9%
Total					$254,091	$242,455	$3,679	1 5%	3 9%	5 3%
TOTAL Consumer Cyclicals					**$294,423**	**$287,549**	**$4,101**	**1.4%**	**4.7%**	**6.2%**
Consumer Growth										
DRUGS										
1,657	MERCK & CO. INC.	MRK	$29.47	$36.21	$48,834	$60,000	$2,519	4.2%	1 0%	1 3%
1,325	GILEAD SCIENCES INC	GILD	$37.81	$46.05	$50,104	$61,016	$0	0.0%	1 0%	1 3%
725	TEVA PHARMACEUTICAL-SP ADR	TEVA	$44.95	$52.79	$32,587	$38,273	$455	1.2%	0.6%	0 8%
225	VERTEX PHARMACEUTICALS INC	VRTX	$40.89	$38.82	$9,200	$8,735	$0	0 0%	0.1%	0 2%
3,900	PFIZER INC	PFE	$21.70	$18.17	$84,623	$70,863	$2,496	3.5%	1 2%	1.5%

Statement 12

BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6175293

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
500	CELGENE CORP	CELG	$59.32	$55.45	$29,662	$27,725	$0	0.0%	0 5%	0 6%
0	GLAXOSMITHKLINE PLC-SPON AD	GSK	$0.00	$41.47	$0	$0	$0	0.0%	0.0%	0 0%
Total					$255,010	$266,611	$5,469	2 1%	4 3%	5 8%
ENTERTAINMENT										
1,600	TIME WARNER INC	TWX	$25.44	$30.72	$40,707	$49,152	$1,200	2.4%	0.8%	1 1%
500	VIACOM INC-CLASS B	VIA/B	$17.26	$29.64	$8,632	$14,820	$0	0.0%	0.2%	0.3%
375	THE WALT DISNEY CO.	DIS	$19.29	$30.22	$7,233	$11,333	$131	1 2%	0.2%	0.2%
1,200	CBS CORP-CLASS B	CBS	$21.85	$12.81	$26,217	$15,372	$240	1 6%	0.2%	0.3%
Total					$82,789	$90,677	$1,571	1 7%	1 5%	2 0%
HOSPITAL SUPPLIES										
250	MEDCO HEALTH SOLUTIONS INC	MHS	$42 96	$63.16	$10,741	$15,790	$0	0.0%	0 3%	0 3%
MEDICAL PRODUCTS										
450	ALCON INC	ACL	$134.63	$147.88	$60,583	$66,546	$1,640	2 5%	1.1%	1 4%
PUBLISHING										
201	GOOGLE INC-CL A	GOOG	$450.44	$583.00	$90,539	$117,183	$0	0 0%	1 9%	2 5%
PUBLISHING - NEWSPAPERS										
3,825	NEWS CORP	NWSA	$7.11	$11 46	$27,200	$43,835	$459	1 1%	0 7%	1 0%
RADIO - TV BROADCASTING										
850	TIME WARNER CABLE	TWC	$34 04	$41.89	$28,936	$35,607	$0	0 0%	0.6%	0 8%
TOTAL Consumer Growth					**$555,797**	**$636,248**	**$9,140**	**1.4%**	**10.3%**	**13.8%**
Consumer Staples										
BEVERAGES - SOFT, LITE & HARD										
500	CONSTELLATION	STZ	$13.79	$17.11	$6,897	$8,555	$0	0.0%	0.1%	0 2%
500	PEPSICO INC	PEP	$56.44	$62.22	$28,222	$31,110	$900	2.9%	0.5%	0 7%
Total					$35,118	$39,665	$900	2.3%	0.6%	0 9%
BEVERAGES & TOBACCO										
175	ANHEUSER-BUSH INBEV SPN ADR	BUD	$48 19	$50.29	$8,433	$8,801	$0	0.0%	0 1%	0 2%

Statement 12

BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6175293

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
FOODS										
425	DEAN FOODS CO	DF	$18.54	$15.90	$7,878	$6,758	$0	0.0%	0 1%	0.1%
550	SMITHFIELD FOODS INC	SFD	$12.38	$15.48	$6,811	$8,514	$0	0.0%	0.1%	0.2%
100	GENERAL MILLS INC	GIS	$65.29	$68.00	$6,529	$6,800	$188	2 8%	0.1%	0.1%
350	BUNGE LTD	BG	$51 18	$61.90	$17,914	$21,665	$294	1.4%	0.4%	0.5%
Total					$39,133	$43,737	$482	1 1%	0.7%	0 9%
SOAPS										
125	PROCTER & GAMBLE CO	PG	$51.70	$62.35	$6,462	$7,794	$220	2.8%	0.1%	0 2%
SUGAR REFINERS										
1,100	ARCHER-DANIELS-MIDLAND CO	ADM	$27.27	$30.81	$29,998	$33,891	$616	1.8%	0.6%	0 7%
TOBACCO										
800	ALTRIA GROUP INC	MO	$17.17	$18.81	$13,736	$15,048	$1,088	7.2%	0.2%	0.3%
TOTAL Consumer Staples					**$132,881**	**$148,935**	**$3,306**	**2.2%**	**2.4%**	**3.2%**
Emerging Markets Mutual Funds										
EMERGING MARKETS FUND										
10,741 534	BERNSTEIN EMERGING MARKETS PORTFOLIO	SCBMFZ	$42.29	$27 95	$454,309	$300,226	$5,446	1 8%	4 9%	6 5%
TOTAL Emerging Markets Mutual Funds					**$454,309**	**$300,226**	**$5,446**	**1.8%**	**4.9%**	**6.5%**
Energy										
OFFSHORE DRILLING										
175	ENSCO INTERNATIONAL INC	ESV	$36 31	$44 00	$6,355	$7,700	$18	0 2%	0 1%	0.2%
OIL WELL EQUIPMENT & SERVICES										
250	CAMERON INTERNATIONAL CORP	CAM	$45.86	$37.80	$11,465	$9,450	$0	0.0%	0 2%	0 2%
250	NATIONAL - OILWELL INC	NOV	$35.06	$43.02	$8,765	$10,755	$275	2.6%	0 2%	0 2%
1,100	SCHLUMBERGER LTD	SLB	$82.24	$63.89	$90,468	$70,279	$924	1 3%	1 1%	1 5%
Total					$110,698	$90,484	$1,199	1.3%	1 5%	2.0%
OILS - INTEGRATED DOMESTIC										

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BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6175293

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
650	NEXEN INC	NXY	$23 40	$23.70	$15,210	$15,405	$130	0.8%	0.3%	0.3%
1,500	VALERO ENERGY CORP	VLO	$18 32	$15 89	$27,475	$23,835	$900	3.8%	0 4%	0.5%
1,300	CONOCOPHILLIPS	COP	$61.68	$51.77	$80,186	$67,301	$2,600	3 9%	1 1%	1 5%
575	OCCIDENTAL PETROLEUM CORP	OXY	$63 82	$80.79	$36,696	$46,454	$759	1 6%	0.8%	1.0%
700	DEVON ENERGY CORPORATION	DVN	$67.26	$67.35	$47,084	$47,145	$448	1.0%	0.8%	1 0%
Total					$206,651	$200,140	$4,837	2.4%	3.3%	4.3%
OILS - INTEGRATED INTERNATIONAL										
200	CHEVRON CORP	CVX	$68.76	$78.04	$13,751	$15,608	$544	3.5%	0 3%	0.3%
400	SUNCOR ENERGY INC	SU	$37.68	$36.21	$15,072	$14,484	$160	1 1%	0 2%	0 3%
350	CIMAREX ENERGY CO-W/I	XEC	$41.86	$46 84	$14,652	$16,394	$84	0 5%	0.3%	0 4%
Total					$43,476	$46,486	$788	1 7%	0.8%	1.0%
TOTAL Energy					**$367,179**	**$344,810**	**$6,842**	**2.0%**	**5.6%**	**7.5%**
Financial										
BANKS - NYC										
3,000	JPMORGAN CHASE & CO	JPM	$36.38	$42.49	$109,134	$127,470	$600	0 5%	2.1%	2.8%
200	BANK OF NEW YORK MELLON CORP	BK	$30.57	$26.64	$6,115	$5,328	$72	1 4%	0.1%	0.1%
Total					$115,249	$132,798	$672	0.5%	2.2%	2 9%
LIFE INSURANCE										
275	PRINCIPAL FINANCIAL GROUP	PFG	$29 44	$25.39	$8,095	$6,982	$138	2 0%	0 1%	0 2%
450	METLIFE INC	MET	$27.15	$34.19	$12,217	$15,386	$333	2 2%	0.2%	0.3%
400	UNUM GROUP	UNM	$14.09	$19.04	$5,637	$7,616	$132	1.7%	0.1%	0.2%
Total					$25,949	$29,984	$603	2 0%	0 5%	0 7%
MAJOR REGIONAL BANKS										
350	BANK OF AMERICA CORP	BAC	$18.04	$15.85	$6,316	$5,548	$14	0 3%	0.1%	0.1%
600	WELLS FARGO & COMPANY	WFC	$25.40	$28 04	$15,238	$16,824	$120	0 7%	0 3%	0 4%
550	BB&T CORP	BBT	$26.92	$24 90	$14,806	$13,695	$330	2 4%	0 2%	0 3%

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BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6175293

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
1,000	US BANCORP	USB	$18.78	$24.13	$18,779	$24,130	$200	0 8%	0 4%	0.5%
Total					$55,138	$60,197	$664	1 1%	1 0%	1.3%
MISC. FINANCIAL										
175	VISA INC - CLASS A SHRS	V	$67.43	$81.00	$11,801	$14,175	$88	0.6%	0 2%	0 3%
91	CME GROUP INC	CME	$409 20	$328.23	$37,237	$29,869	$419	1 4%	0 5%	0 6%
425	AMERIPRISE FINANCIAL INC	AMP	$35.15	$38.12	$14,939	$16,201	$289	1.8%	0.3%	0 4%
475	CREDIT SUISSE GROUP-SPON AD	CS	$43.56	$52.41	$20,690	$24,895	$43	0 2%	0.4%	0 5%
475	DEUTSCHE BANK AG-REGISTERED	DB	$76.24	$73.10	$36,215	$34,723	$331	1 0%	0 6%	0.8%
750	MORGAN STANLEY	MS	$43.86	$31.58	$32,896	$23,685	$150	0.6%	0 4%	0 5%
250	FRANKLIN RESOURCES INC	BEN	$119.11	$108.03	$29,777	$27,008	$210	0 8%	0.4%	0 6%
875	GOLDMAN SACHS GROUP INC	GS	$132.30	$169.66	$115,760	$148,453	$1,225	0 8%	2 4%	3.2%
Total					$299,316	$319,007	$2,755	0.9%	5.2%	6.9%
MULTI-LINE INSURANCE										
800	AETNA INC	AET	$28 68	$29 11	$22,947	$23,288	$32	0 1%	0 4%	0 5%
PROPERTY - CASUALTY INSURANCE										
300	TRAVELERS COS INC/THE	TRV	$47.58	$52.39	$14,273	$15,717	$396	2 5%	0 3%	0 3%
900	XL CAPITAL LTD -CLASS A	XL	$12 33	$18.31	$11,100	$16,479	$360	2 2%	0 3%	0 4%
275	ACE LTD	ACE	$41.05	$48.71	$11,289	$13,395	$0	0 0%	0 2%	0 3%
475	ALLSTATE CORP	ALL	$29 03	$28.41	$13,791	$13,495	$380	2 8%	0 2%	0 3%
Total					$50,453	$59,086	$1,136	1.9%	1.0%	1 3%
TOTAL Financial					**$569,051**	**$624,359**	**$5,861**	**0.9%**	**10.1%**	**13.6%**
Industrial Resources										
CHEMICALS										
400	AIR PRODUCTS & CHEMICALS INC	APD	$84.56	$82 93	$33,825	$33,172	$720	2.2%	0 5%	0 7%
1,300	DU PONT (E I) DE NEMOURS	DD	$26.58	$34 58	$34,554	$44,954	$2,132	4.7%	0 7%	1 0%
Total					$68,379	$78,126	$2,852	3 6%	1 3%	1 7%

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BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009   FIN 41-6175293

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
MISC INDUSTRIAL COMMODITIES										
275	VALE SA-SP ADR	VALE	$29 54	$28.67	$8,124	$7,884	$143	1.8%	0.1%	0 2%
MISC METALS										
400	FREEPORT-MCMORAN COPPER	FCX	$56.18	$82.80	$22,470	$33,120	$240	0 7%	0.5%	0.7%
STEEL										
550	AK STEEL HOLDING CORP	AKS	$21.15	$20.00	$11,632	$11,000	$110	1 0%	0.2%	0 2%
550	STEEL DYNAMICS INC	STLD	$16.08	$16.92	$8,844	$9,306	$165	1.8%	0.2%	0.2%
650	ARCELORMITTAL-NY REGISTERED	MT	$38.26	$39.27	$24,868	$25,526	$488	1.9%	0.4%	0 6%
Total					$45,344	$45,832	$763	1 7%	0.7%	1.0%
TOTAL Industrial Resources					**$144,318**	**$164,962**	**$3,997**	**2.4%**	**2.7%**	**3.6%**
International Equity Mutual Funds										
INTERNATIONAL EQUITY FUND										
70,101 598	BERNSTEIN INTERNATIONAL PORTFOLIO	SCBMFAX	$26.06	$15.19	$1,826,783	$1,064,843	$28,882	2 7%	17.3%	23 1%
TOTAL International Equity Mutual Funds					**$1,826,783**	**$1,064,843**	**$28,882**	**2.7%**	**17.3%**	**23.1%**
Non-Financial										
BUILDING MATERIAL - HEAT/PLUMB/AIR										
650	MASCO CORP	MAS	$10 79	$13 58	$7,014	$8,827	$195	2 2%	0 1%	0 2%
HOME BUILDING										
23	NVR INC	NVR	$622 65	$673 15	$14,321	$15,482	$0	0 0%	0 3%	0 3%
700	D R HORTON INC	DHI	$9 55	$10 28	$6,685	$7,196	$105	1 5%	0.1%	0 2%
650	PULTE HOMES INC	PHM	$12 11	$9.14	$7,870	$5,941	$26	0 4%	0.1%	0.1%
Total					$28,876	$28,619	$131	0 5%	0 5%	0 6%
MISC. BUILDING										
350	QUANTA SERVICES INC	PWR	$22.94	$18.75	$8,030	$6,563	$0	0.0%	0 1%	0 1%
TOTAL Non-Financial					**$43,921**	**$44,009**	**$326**	**0.7%**	**0.7%**	**1.0%**
Services										

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BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6175293

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
	AIR FREIGHT									
100	FEDEX CORP	FDX	$66.88	$84.45	$6,688	$8,445	$44	0.5%	0.1%	0 2%
125	UNITED PARCEL SERVICE-CL B	UPS	$59.26	$57 47	$7,407	$7,184	$225	3 1%	0.1%	0.2%
	Total				$14,095	$15,629	$269	1.7%	0.3%	0 3%
	TOTAL Services				**$14,095**	**$15,629**	**$269**	**1.7%**	**0.3%**	**0.3%**
	Technology									
	COMMUNICATION - EQUIP. MFRS									
1,500	CORNING INC	GLW	$12.14	$16 68	$18,203	$25,020	$300	1.2%	0 4%	0 5%
275	BROADCOM CORP-CL A	BRCM	$28 49	$29 20	$7,833	$8,030	$0	0 0%	0 1%	0 2%
1,525	CISCO SYSTEMS INC	CSCO	$30.39	$23 40	$46,346	$35,685	$0	0 0%	0 6%	0 8%
1,400	QUALCOMM INC	QCOM	$41.26	$45.00	$57,758	$63,000	$952	1.5%	1 0%	1.4%
1,775	NOKIA CORP-SPON ADR	NOK	$11.78	$13 26	$20,917	$23,537	$969	4 1%	0 4%	0 5%
	Total				$151,058	$155,272	$2,221	1.4%	2.5%	3 4%
	COMPUTER SERVICES/SOFTWARE									
1,500	SYMANTEC CORP	SYMC	$14.58	$17.75	$21,867	$26,625	$0	0.0%	0 4%	0 6%
600	MICROSOFT CORP	MSFT	$26.97	$29.41	$16,182	$17,646	$312	1.8%	0 3%	0.4%
	Total				$38,049	$44,271	$312	0.7%	0.7%	1.0%
	COMPUTER/INSTRUMENTATION									
1,600	TYCO ELECTRONICS LTD	TEL	$19.17	$23 21	$30,669	$37,136	$512	1 4%	0 6%	0.8%
425	GARMIN LTD	GRMN	$28.15	$29.88	$11,962	$12,699	$319	2 5%	0.2%	0 3%
525	WESTERN DIGITAL CORP	WDC	$27.84	$36.84	$14,617	$19,341	$0	0.0%	0.3%	0.4%
	Total				$57,249	$69,176	$831	1 2%	1.1%	1.5%
	COMPUTERS									
535	APPLE INC	AAPL	$133.88	$199.91	$71,624	$106,952	$0	0 0%	1.7%	2 3%
2,200	DELL INC	DELL	$13.44	$14.12	$29,569	$31,064	$0	0 0%	0.5%	0 7%
1,250	HEWLETT-PACKARD CO	HPQ	$44 89	$49.06	$56,118	$61,325	$400	0 7%	1 0%	1 3%

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BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6175293

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
1,600	EMC CORP/MASS	EMC	$16.69	$16.83	$26,709	$26,928	$0	0.0%	0 4%	0 6%
Total					$184,019	$226,269	$400	0 2%	3.7%	4 9%
SEMICONDUCTORS										
3,400	MOTOROLA INC	MOT	$8.14	$8.01	$27,693	$27,234	$170	0.6%	0 4%	0 6%
3,400	INTEL CORP	INTC	$17 95	$19.20	$61,023	$65,280	$1,904	2 9%	1.1%	1 4%
475	KLA-TENCOR CORPORATION	KLAC	$34.85	$31.24	$16,553	$14,839	$285	1.9%	0 2%	0.3%
Total					$105,269	$107,353	$2,359	2 2%	1.7%	2 3%
TOTAL Technology					**$535,644**	**$602,340**	**$6,123**	**1.0%**	**9.8%**	**13.1%**
Utilities										
ELECTRIC COMPANIES										
600	NISOURCE INC	NI	$12.23	$14.25	$7,340	$8,550	$552	6 5%	0 1%	0 2%
1,300	RRI ENERGY INC	RRI	$4.84	$4 92	$6,293	$6,396	$0	0 0%	0 1%	0.1%
Total					$13,633	$14,946	$552	3.7%	0.2%	0.3%
TELEPHONE										
10,600	SPRINT NEXTEL CORP	S	$5.01	$3.71	$53,091	$39,326	$0	0 0%	0.6%	0 9%
2,700	AT&T INC	T	$31.10	$26.94	$83,966	$72,738	$4,428	6.1%	1.2%	1.6%
700	VODAFONE GROUP PLC-SP ADR	VOD	$18.30	$22.69	$12,811	$15,883	$627	4.0%	0.3%	0 3%
Total					$149,868	$127,947	$5,055	4.0%	2.1%	2 8%
TOTAL Utilities					**$163,501**	**$142,893**	**$5,607**	**3.9%**	**2.3%**	**3.1%**
						$6,960 AI				
TOTAL Equities		EQUITIES			**$5,294,656**	**$4,607,809**	**$84,177**	**1.8%**	**74.8%**	**100.0%**

Unmanaged Assets

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BERNSTEIN
Global Wealth Management

Portfolio Valuation

Account: JAMES R. THORPE FOUNDATION (888-36640)
As of November 30, 2009 FIN 41-6175293

Fixed Income

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
Cash Equivalents										
	AGENCY DISCOUNT NOTE									
382.532	FGLMC 30 YR#C12267		$100.14	$109.20	$383	$418 $0 AI	$25	N/A	0.0%	28 8%
TOTAL Cash Equivalents					**$383**	**$418**	**$25**	**N/A**	**0.0%**	**28.8%**
Unclassified										
	UNKNOWN									
902.767	GNMA 30 YR#447277		$99.35	$114.32	$897	$1,032 $0 AI	$68	N/A	0 0%	71 2%
TOTAL Unclassified					**$897**	**$1,032**	**$68**	**N/A**	**0.0%**	**71.2%**
TOTAL Fixed Income		FIXED INCOME			**$1,280**	**$1,450**	**$93**	**N/A**	**0.0%**	**100.0%**

NET PORTFOLIO VALUE

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
NET PORTFOLIO VALUE					**$7,278,516**	**$6,156,780**	**$141,013**	**N/A**		

Notes
- AI = Accrued Income (interest and dividends)
- Fixed income fund yields are calculated using the 30 day S E.C yield. Municipal yields may include a portion of taxable income. Estimated annual income for the fixed income portfolios is based on the monthly income dividends and does not include capital gains distributions Therefore yield will differ from estimated annual income
- International and Emerging Market Fund yields are estimated based on the current dividends of the foreign stocks in the fund, net of estimated fund expenses The actual fund dividend can vary significantly due to gains and losses on foreign currency transactions. The S E.C yield calculation is not available.
- Total portfolio cost includes the reinvestment of interest, dividends and capital gains distributions as well as sale proceeds and therefore is not equivalent to the capital you have invested in this account
- "Unmanaged Assets" are securities of which you have retained management and for which we have no responsibility and charge no management fee.

Statement 12

Application Procedures & Deadlines for 2010

Procedures

Requirements for All Applicants

- Applications for **Youth funding** are accepted from organizations that fall within the current grant guidelines and meet all other requirements;
- **Applications for Elderly funding** ***are by invitation of the Thorpe Foundation only.*** **Unsolicited applications will not be considered;**
- The Thorpe Foundation will only accept one proposal annually from any organization;
- Applications will only be considered from organizations that have annual operating budgets of $2 million or less and have at least one paid employee;
- Proposals must be postmarked, hand delivered or e-mailed by the application deadline (listed below) and include the following:
    1. The Thorpe Foundation application cover form.
    2. A proposal narrative of seven pages or less which describes the organization, including it purpose, services to the community, size and make up of its constituency, and staff qualifications.
    3. List of your board of directors with affiliations.
    4. Operating budget for the organization's current fiscal year, **including sources of revenue and expenses.**
    5. If seeking project or program support, a budget for the project, **including sources of revenue and expenses.**
    6. A list of **secured and pending** foundation and corporate contributors with amounts for the current fiscal year and a list of secured sources for the most recently completed fiscal year.
    7. An audited financial statement or 990 for the mostly recently completed fiscal year.
    8. A copy of your IRS 501c3 tax exempt letter.

Deadlines

In 2010, the applications deadlines will be:

• Youth funding proposals
March 1, 2010
• Elderly funding proposals
September 1, 2010

Funding requests **must be postmarked on or before the respective funding area proposal deadline**. Applications delivered or postmarked after March 1 will not be considered.

Proposals will be accepted by regular mail, hand delivery or e-mail. Hand delivered or e-mailed proposals must be received in the Foundation's office by 4:30 PM on the day of the application deadline.

Board Meeting Schedule and Decision-making Timelines

The Thorpe Foundation Board of Directors will meet in May to consider Youth proposals and November to consider Elderly proposals. Applicants will be notified within four weeks of the Board meetıng of the Foundation's decision.

James R. Thorpe Foundation

Grants Paid — **FIN 41-6175293**

For the year ended 11/30/2009 — **Part XV - Statement 14**

Children's Law Center of Minnesota Hendrixson, Peter 450 N Syndicate St , Suite 315 St Paul, MN 55104 *support for CLW's work in Hennepin county*	5/29/2009	$7,500 00
Illusion Theater & School Robins, Michael 528 Hennepin Ave, Suite 704 Minneapolis, MN 55403 *support for theater residencies in West Metro schools*	5/29/2009	$3,500 00
InnerCity Tennis Boyer, Roger 4005 Nicollet Ave Minneapolis, MN 55409 *general operating support*	5/29/2009	$5,000 00
Kairos Dance DuBois Genné, Maria 4316 Upton Ave S Minneapolis, MN 55410 *support for the Dancing Heart program in the West Metro*	11/25/2009	$5,000 00
KidsFirst Scholarship Fund Finch, Crissy 800 Nicollet Mall, Suite 2680 Minneapolis, MN 55402 *general operating support*	5/29/2009	$3,000 00
Kinship of Greater Minneapolis Johnson, Daniel L 3210 Oliver Ave North Minneapolis, MN 55412 *general operating support*	5/29/2009	$5,000 00
Lao Advancement Organization of America, Inc. Insixiengmay, Khao 2648 West Broadway Ave Minneapolis, MN 55411 *support for youth programs*	5/29/2009	$5,000 00
Little Brothers - Friends of the Elderly Cain, Therese 1845 East Lake Street Minneapolis, MN 55407 *General operating support*	11/25/2009	$5,000 00
Longfellow/Seward Healthy Seniors Hill, Kirk 2800 East Lake St Minneapolis, MN 55406 *general operating support*	11/25/2009	$5,000 00

James R. Thorpe Foundation

Grants Paid — **FIN 41-6175293**

For the year ended 11/30/2009 — **Part XV - Statement 14**

Milkweed Editions $5,000 00
Slager, Daniel
1011 Washington Ave S , Suite 300 — 5/29/2009
Minneapolis, MN 55415
support for the Alliance for Reading in Minneapolis schools

Minnesota Chorale $4,000 00
Peskin, Robert
528 Hennepin Ave , Suite 407 — 5/29/2009
Minneapolis, MN 55403
support for the Minneapolis Youth Chorus

Minnesota Council on Foundations $465 00
King, William
100 Portland Ave S , Suite 225 — 11/25/2009
Minneapolis, MN 55401-2575
2009 Membership dues

Minnesota Dance Theatre & the Dance Institute $5,000 00
Hartman, Morrie
528 Hennepin Ave , 6th floor — 5/29/2009
Minneapolis, MN 55403
general operating support

Minnesota Institute for Talented Youth $5,000 00
Seum, Reberta
1600 Grand Ave — 5/29/2009
St Paul, MN 55105
support for financial aid scholarships

Na-way-ee Center School $5,000 00
Rice, Joseph
2421 Bloomington Ave S — 5/29/2009
Minneapolis, MN 55404
support for the Children of the Seventh Fire Initiative

Nokomis Healthy Seniors Program $5,000 00
Whittenbaugh, Kristen
4120 17th Ave S — 11/25/2009
Minneapolis, MN 55407
general operating support

Oromo Community of Minnesota $3,000 00
Baisa, Alemayehu
465 Mackubin Street — 11/25/2009
Saint Paul, MN 55103
senior services

Prevent Child Abuse Minnesota $1,500 00
Skillingstad, Connie
1821 University Ave , Suite 202-S — 5/29/2009
St Paul, MN 55104
general operating support

James R. Thorpe Foundation

Grants Paid — **FIN 41-6175293**

For the year ended 11/30/2009 — **Part XV - Statement 14**

Project Success Diercks, Adrienne 2124 Dupont Ave S Minneapolis, MN 55405 *general operating support*	5/29/2009	$5,000 00
SEARCH Tran, Hoang K 1113 East Franklin Ave , Suite 212 Minneapolis, MN 55404 *support for the Immigrant Youth Intervention Services*	5/29/2009	$5,000 00
Southeast Seniors Miller, Marji 66 Malcolm Ave S E Minneapolis, MN 55414 *general operating support*	11/25/2009	$5,000 00
Stages Theatre Company Boren-Barrett, Sandy 1111 Mainstreet Hopkins, MN 55343 *general operating support*	5/29/2009	$5,000 00
Store to Door Schifsky, Mary Jo 1821 University Ave W , Suite S112 St. Paul, MN 55104-2804 *general operating support*	11/25/2009	$5,000 00
Teens Alone, Inc. Kihm, Lydia 915 Mainstreet Hopkins, MN 55343 *general operating support*	5/29/2009	$5,000 00
TRUST Biele, Nancy 9 W Rustic Lodge Ave Minneapolis, MN 55419 *support programs for seniors*	11/25/2009	$2,500 00
TV By Girls Wiener, Barbara 3404 Pleasant Ave S Minneapolis, MN 55408 *general operating support*	5/29/2009	$2,500 00
Vietnamese Social Services of MN Pham, Yen 1159 University Avenue W St. Paul, MN 55104 *support for the Vietnamese Elder Circle Project*	11/25/2009	$3,000 00
	Grand Total (27 items)	$115,965.00

BERNSTEIN
Global Wealth Management

Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

Summary

Description	Amount
Short-Term	$79,434.92
Long-Term	($862,599.99)
LT Cap Gains Distribution from Bernstein Funds	$20,850.57
Total	($762,314.50)
ST Cap Gains Distribution from Bernstein Funds	1,367
	(760,948)

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	09/15/2009	11/25/2009	45	RIO TINTO PLC-SPON ADR	$210 05	$176.90	$9,452.38	$7,960.65	$1,491 73
888-36640	09/28/2009	11/24/2009	100	PETROLEO BRASILEIRO-SPON AD	$45 45	$38.67	$4,545.02	$3,866 75	$678 27
888-36640	09/23/2009	11/24/2009	100	PETROLEO BRASILEIRO-SPON AD	$45 45	$38.86	$4,545.02	$3,885 75	$659.27
888-36640	06/02/2009	11/24/2009	100	PETROLEO BRASILEIRO S.A.-AD	$51.34	$45 12	$5,134 21	$4,511 80	$622 41
888-36640	05/22/2009	11/24/2009	300	US BANCORP	$23 75	$18.06	$7,123 62	$5,419.44	$1,704 18
888-36640	05/18/2009	11/19/2009	100	AMAZON.COM INC	$128.97	$75.00	$12,897 19	$7,499.91	$5,397.28
888-36640	05/01/2009	11/19/2009	75	UNION PACIFIC CORP	$64.68	$49 01	$4,851 36	$3,676.12	$1,175.24
888-36640	03/19/2009	11/19/2009	75	BAXTER INTERNATIONAL INC	$54.99	$51 76	$4,124 32	$3,881.67	$242.65
888-36640	09/14/2009	11/18/2009	125	UNITED TECHNOLOGIES CORP	$68.53	$61.43	$8,566 61	$7,678.99	$887 62
888-36640	04/17/2009	11/16/2009	115	PROCTER & GAMBLE CO	$62.35	$51.70	$7,169 88	$5,945.27	$1,224.61
888-36640	02/10/2009	11/16/2009	100	EOG RESOURCES INC	$90 69	$70.23	$9,068 96	$7,023 11	$2,045 85
888-36640	05/08/2009	11/11/2009	654	TAIWAN SEMICONDUCTOR-SP ADR	$10 24	$10.38	$6,697.09	$6,787.37	($90 28)
888-36640	05/06/2009	11/11/2009	376	TAIWAN SEMICONDUCTOR-SP ADR	$10 24	$10.98	$3,850 32	$4,128 94	($278 62)
888-36640	01/23/2009	11/09/2009	75	COLGATE-PALMOLIVE CO	$80 19	$61.81	$6,013 97	$4,635 89	$1,378 08
888-36640	09/24/2009	11/06/2009	150	AETNA INC	$28.80	$29.27	$4,319 82	$4,390 74	($70 92)
888-36640	09/17/2009	11/05/2009	325	ALTERA CORPORATION	$20.04	$20.24	$6,513 88	$6,578.98	($65 10)
888-36640	07/23/2009	11/05/2009	100	ALTERA CORPORATION	$20 04	$18 84	$2,004 27	$1,884 35	$119.92
888-36640	03/18/2009	11/05/2009	375	GLAXOSMITHKLINE PLC-SPON AD	$40.32	$28.61	$15,118 28	$10,727.33	$4,390 95
888-36640	04/30/2009	11/04/2009	450	SCHERING-PLOUGH CORP	$10.50	$9 76	$4,725 00	$4,391 04	$333 96
888-36640	04/29/2009	11/04/2009	250	SCHERING-PLOUGH CORP	$10 50	$9 62	$2,625 00	$2,404 97	$220 03
888-36640	04/24/2009	11/04/2009	75	UNION PACIFIC CORP	$59 60	$49.60	$4,469 71	$3,720 10	$749.61
888-36640	03/24/2009	11/04/2009	225	SCHERING-PLOUGH CORP	$10.50	$10.29	$2,362 50	$2,314.79	$47 71

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BERNSTEIN
Global Wealth Management

Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	02/10/2009	11/04/2009	75	EOG RESOURCES INC	$85.83	$70.23	$6,437.60	$5,267 32	$1,170 28
888-36640	01/09/2009	10/28/2009	500	LIMITED BRANDS INC	$17.31	$9.59	$8,653.40	$4,793.80	$3,859 60
888-36640	07/17/2009	10/27/2009	200	VALERO ENERGY CORP	$20 18	$17.33	$4,036.16	$3,465.78	$570.38
888-36640	05/06/2009	10/23/2009	200	FREEPORT-MCMORAN COPPER	$82.70	$52.29	$16,540.74	$10,457.70	$6,083 04
888-36640	06/16/2009	10/22/2009	50	APACHE CORP	$101 27	$82.57	$5,063 48	$4,128 71	$934 77
888-36640	05/01/2009	10/22/2009	100	EMERSON ELECTRIC CO	$40.00	$35.25	$3,999 76	$3,525 08	$474.68
888-36640	07/23/2009	10/20/2009	375	ALTERA CORPORATION	$21.29	$18.84	$7,985.40	$7,066.27	$919 13
888-36640	07/21/2009	10/19/2009	275	CROWN CASTLE INTL CORP	$34.21	$26 59	$9,406.62	$7,311.01	$2,095.61
888-36640	12/11/2008	10/15/2009	275	NEWS CORP	$12.50	$8.29	$3,437.58	$2,279.20	$1,158 38
888-36640	07/09/2009	10/13/2009	75	CATERPILLAR INC	$52.57	$30.92	$3,942.47	$2,318.86	$1,623.61
888-36640	06/03/2009	10/13/2009	125	CATERPILLAR INC	$52.57	$36.58	$6,570.79	$4,572.84	$1,997.95
888-36640	03/19/2009	10/13/2009	50	APACHE CORP	$97.39	$67.56	$4,869 55	$3,378.04	$1,491 51
888-36640	01/09/2009	10/13/2009	250	LIMITED BRANDS INC	$18 53	$9.59	$4,633 28	$2,396 90	$2,236 38
888-36640	02/10/2009	10/12/2009	100	MCDONALD'S CORP	$56 79	$58 47	$5,679 25	$5,847 16	($167 91)
888-36640	11/13/2008	10/12/2009	50	MCDONALD'S CORP	$56 79	$53.63	$2,839 63	$2,681 73	$157 90
888-36640	05/01/2009	10/08/2009	125	CAPITAL ONE FINANCIAL CORP	$37.42	$17.34	$4,677.10	$2,167 85	$2,509 25
888-36640	05/01/2009	10/08/2009	225	CAPITAL ONE FINANCIAL CORP	$37.42	$17 34	$8,418 78	$3,902 13	$4,516 65
888-36640	04/22/2009	10/08/2009	325	LOWE'S COS INC	$20.84	$20.80	$6,772 19	$6,759 80	$12 39
888-36640	04/30/2009	10/06/2009	125	VISA INC - CLASS A SHRS	$68 01	$67 09	$8,500 94	$8,385 89	$115 05
888-36640	03/19/2009	09/30/2009	25	APACHE CORP	$92 16	$67 56	$2,304.00	$1,689.01	$614 99
888-36640	02/19/2009	09/30/2009	25	APACHE CORP	$92.16	$66 77	$2,304 00	$1,669 26	$634.74
888-36640	04/07/2009	09/25/2009	375	ELI LILLY & CO	$32.79	$31.92	$12,294 41	$11,968 20	$326 21
888-36640	05/01/2009	09/23/2009	75	TOYOTA MOTOR CORP -SPON ADR	$82.34	$79.01	$6,175 81	$5,925 41	$250 40
888-36640	06/19/2009	09/22/2009	75	OCCIDENTAL PETROLEUM CORP	$78.27	$64 54	$5,870 42	$4,840.29	$1,030 13
888-36640	06/03/2009	09/22/2009	75	CATERPILLAR INC	$52.91	$36.58	$3,968.30	$2,743.70	$1,224 60
888-36640	02/04/2009	09/22/2009	24	OCCIDENTAL PETROLEUM CORP	$78.27	$55.81	$1,878.54	$1,339.48	$539.06
888-36640	03/31/2009	09/16/2009	175	MICROSOFT CORP	$25.09	$18.46	$4,390.26	$3,229.63	$1,160.63
888-36640	03/20/2009	09/16/2009	125	EMERSON ELECTRIC CO	$40.50	$27 69	$5,061 99	$3,461.03	$1,600 96
888-36640	11/13/2008	09/16/2009	50	MCDONALD'S CORP	$55.42	$53.63	$2,771.06	$2,681.73	$89.33
888-36640	10/01/2008	09/16/2009	75	MCDONALD'S CORP	$55.42	$62.41	$4,156 59	$4,680 72	($524 13)

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BERNSTEIN
Global Wealth Management

Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	05/05/2009	09/11/2009	100	NUCOR CORP	$46.43	$44.09	$4,642 83	$4,408.86	$233 97
888-36640	11/04/2008	09/11/2009	25	GOLDMAN SACHS GROUP INC	$174 69	$89 05	$4,367 24	$2,226.25	$2,140 99
888-36640	09/26/2008	09/11/2009	150	JPMORGAN CHASE & CO	$42.58	$40.50	$6,387.00	$6,075.00	$312 00
888-36640	06/09/2009	09/10/2009	75	PROCTER & GAMBLE CO	$55.88	$52.61	$4,190 75	$3,945.86	$244 89
888-36640	07/20/2009	09/09/2009	275	TEXTRON INC	$18.38	$10.49	$5,055.00	$2,885.57	$2,169.43
888-36640	05/05/2009	09/09/2009	147	TIME WARNER CABLE	$39.14	$33.88	$5,752.89	$4,980.36	$772 53
888-36640	12/02/2008	09/09/2009	150	EASTMAN CHEMICAL COMPANY	$51.37	$28.90	$7,705.01	$4,335 08	$3,369.93
888-36640	09/26/2008	09/09/2009	100	JPMORGAN CHASE & CO	$42.87	$40 50	$4,286.98	$4,050.00	$236.98
888-36640	07/16/2009	09/08/2009	200	ALTRIA GROUP INC	$18.52	$17.05	$3,703.44	$3,410.34	$293.10
888-36640	04/09/2009	09/08/2009	500	ALTRIA GROUP INC	$18.52	$16.26	$9,258.60	$8,130.00	$1,128.60
888-36640	12/02/2008	09/08/2009	200	ALTRIA GROUP INC	$18.52	$15.44	$3,703.44	$3,088.32	$615 12
888-36640	12/18/2008	08/25/2009	600	ERICSSON (LM) TEL-SP ADR	$9.48	$7.92	$5,686 86	$4,750.20	$936 66
888-36640	10/06/2008	08/25/2009	150	ERICSSON (LM) TEL-SP ADR	$9.48	$7 50	$1,421 72	$1,125.74	$295 98
888-36640	09/23/2008	08/24/2009	50	MONSANTO CO	$84 57	$115 01	$4,228 27	$5,750 44	($1,522 17)
888-36640	01/23/2009	08/20/2009	50	EOG RESOURCES INC	$73.59	$63 32	$3,679 53	$3,165 97	$513.56
888-36640	03/20/2009	08/19/2009	150	EMERSON ELECTRIC CO	$34 61	$27 69	$5,191 58	$4,153 23	$1,038 35
888-36640	01/09/2009	08/19/2009	350	LIMITED BRANDS INC	$14 17	$9.59	$4,959 85	$3,355 66	$1,604 19
888-36640	12/23/2008	08/11/2009	500	TYSON FOODS INC-CL A	$11.06	$7 95	$5,531 80	$3,976.75	$1,555 05
888-36640	02/19/2009	08/07/2009	25	APACHE CORP	$87.29	$66 77	$2,182.20	$1,669.25	$512.95
888-36640	02/10/2009	08/07/2009	47	APACHE CORP	$87.29	$80 25	$4,102.54	$3,771 67	$330 87
888-36640	12/11/2008	08/07/2009	400	NEWS CORP	$10 99	$8 29	$4,397 12	$3,315 20	$1,081 92
						Total	$410,253.16	$330,818.24	$79,434.92

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	08/08/2008	11/19/2009	150	KOHLS CORP	$54.40	$45.16	$8,160 51	$6,773.87	$1,386.64
888-36640	07/30/2008	11/19/2009	125	BAXTER INTERNATIONAL INC	$54.99	$68.06	$6,873.86	$8,508 07	($1,634.21)
888-36640	08/09/2007	11/19/2009	40	APPLE INC	$200 80	$128.76	$8,032 19	$5,150.32	$2,881.87
888-36640	08/02/2007	11/19/2009	25	KOHLS CORP	$54.40	$60.61	$1,360.09	$1,515 37	($155 28)

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BERNSTEIN
Global Wealth Management

Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	11/13/2008	11/16/2009	60	PROCTER & GAMBLE CO	$62 35	$62.91	$3,740 81	$3,774 44	($33 63)
888-36640	08/02/2007	11/16/2009	500	CBS CORP-CLASS B	$13 34	$32.46	$6,672 05	$16,230 20	($9,558.15)
888-36640	07/07/1998	11/16/2009	0	FGLMC 30 YR#C12267	$0.00	$0 00	$1.78	$1.78	$0 00
888-36640	05/27/1997	11/16/2009	0	GNMA 30 YR#447277	$0.00	$0.00	$1.97	$1.96	$0.01
888-36640	10/08/2008	11/13/2009	125	METLIFE INC	$34.27	$26.50	$4,284.30	$3,312.50	$971.80
888-36640	01/22/2008	11/13/2009	75	METLIFE INC	$34.27	$55.54	$2,570 58	$4,165.83	($1,595 25)
888-36640	08/02/2007	11/13/2009	175	CISCO SYSTEMS INC	$23.56	$29.94	$4,123.30	$5,240.27	($1,116 97)
888-36640	08/02/2007	11/10/2009	450	FIDELITY NATIONAL CL A	$13.74	$20 39	$6,185.16	$9,177.03	($2,991 87)
888-36640	10/11/2006	11/09/2009	50	COLGATE-PALMOLIVE CO	$80.19	$62.38	$4,009.31	$3,119.00	$890.31
888-36640	07/09/2008	11/04/2009	475	SCHERING-PLOUGH CORP	$10.50	$9.16	$4,987.50	$4,350.90	$636.60
888-36640	07/31/2008	11/03/2009	150	APACHE CORP	$97.56	$113.75	$14,633.73	$17,062.92	($2,429 19)
888-36640	08/02/2007	11/02/2009	100	SCHLUMBERGER LTD	$62.20	$92.53	$6,220.30	$9,253.02	($3,032 72)
888-36640	11/21/2007	10/23/2009	175	MEDCO HEALTH SOLUTIONS INC	$57 74	$48.81	$10,104.22	$8,541 61	$1,562 61
888-36640	01/22/2008	10/22/2009	150	TEVA PHARMACEUTICAL-SP ADR	$50.65	$46 37	$7,597 06	$6,956 19	$640.87
888-36640	08/03/2007	10/22/2009	25	TEVA PHARMACEUTICAL-SP ADR	$50.65	$42.71	$1,266 18	$1,067 73	$198 45
888-36640	01/16/2007	10/20/2009	150	PEPSICO INC	$61 30	$64.96	$9,195.53	$9,744.00	($548 47)
888-36640	03/14/2007	10/19/2009	4	GOOGLE INC-CL A	$551 19	$443 78	$2,204 76	$1,775.12	$429.64
888-36640	10/13/2006	10/19/2009	15	GOOGLE INC-CL A	$551 19	$428 10	$8,267 84	$6,421.43	$1,846 41
888-36640	08/02/2007	10/15/2009	200	GILEAD SCIENCES INC	$46 56	$37 55	$9,311.76	$7,509 82	$1,801.94
888-36640	07/07/1998	10/15/2009	0	FGLMC 30 YR#C12267	$0 00	$0 00	$2 00	$2 00	$0 00
888-36640	05/27/1997	10/15/2009	0	GNMA 30 YR#447277	$0.00	$0.00	$1.96	$1 96	$0 00
888-36640	07/31/2008	10/13/2009	10	APACHE CORP	$97 39	$113 75	$973 91	$1,137 52	($163 61)
888-36640	07/23/2008	10/13/2009	45	APACHE CORP	$97.39	$111.73	$4,382 59	$5,027.75	($645 16)
888-36640	08/02/2007	10/13/2009	150	CELGENE CORP	$54.43	$60.00	$8,164 53	$9,000 27	($835.74)
888-36640	06/19/2008	10/09/2009	50	MERCK & CO. INC.	$32.51	$35 65	$1,625.50	$1,782 43	($156 93)
888-36640	06/19/2008	10/09/2009	50	MERCK & CO INC.	$32.51	$35.65	$1,625 50	$1,782 43	($156 93)
888-36640	06/19/2008	10/09/2009	50	MERCK & CO. INC.	$32 51	$35.65	$1,625.50	$1,782.43	($156 93)
888-36640	06/05/2008	10/09/2009	100	MERCK & CO INC.	$32.51	$38 60	$3,251 00	$3,860 03	($609 03)
888-36640	06/04/2008	10/09/2009	200	MERCK & CO. INC.	$32.51	$38.26	$6,502.00	$7,651.08	($1,149.08)
888-36640	05/07/2008	10/09/2009	150	MERCK & CO. INC.	$32.51	$39.20	$4,876.50	$5,880.33	($1,003 83)

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BERNSTEIN
Global Wealth Management

Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	03/26/2008	10/09/2009	250	MERCK & CO. INC.	$32.51	$44.53	$8,127 50	$11,133.68	($3,006 18)
888-36640	01/16/2008	10/06/2009	210	JPMORGAN CHASE & CO	$44.73	$41.49	$9,393.22	$8,713.13	$680 09
888-36640	12/19/2007	10/06/2009	115	JPMORGAN CHASE & CO	$44.73	$44 09	$5,143.90	$5,069.89	$74.01
888-36640	09/19/2007	10/06/2009	125	ALLSTATE CORP	$31 23	$56.54	$3,904 05	$7,067.61	($3,163 56)
888-36640	08/02/2007	10/05/2009	125	HEWLETT-PACKARD CO	$45.58	$47.77	$5,697.19	$5,971.02	($273 83)
888-36640	01/31/2008	10/02/2009	275	BP PLC-SPONS ADR	$51.57	$63.16	$14,181 56	$17,369.99	($3,188 43)
888-36640	02/27/2008	10/01/2009	200	EXXON MOBIL CORP	$67.75	$89.60	$13,550.30	$17,920.22	($4,369 92)
888-36640	01/16/2008	10/01/2009	25	EXXON MOBIL CORP	$67.75	$87.82	$1,693 79	$2,195.54	($501.75)
888-36640	07/23/2008	09/30/2009	45	APACHE CORP	$92.16	$111.73	$4,147.19	$5,027.75	($880 56)
888-36640	08/09/2007	09/21/2009	50	APPLE INC	$182.14	$128.76	$9,107.16	$6,437 90	$2,669.26
888-36640	01/16/2008	09/16/2009	175	COCA-COLA CO/THE	$52.34	$62.91	$9,158.68	$11,009 85	($1,851 17)
888-36640	11/21/2007	09/16/2009	75	FLUOR CORP	$55.78	$66.66	$4,183.31	$4,999.31	($816.00)
888-36640	11/21/2007	09/16/2009	25	MEDCO HEALTH SOLUTIONS INC	$55 76	$48.81	$1,394.04	$1,220 23	$173 81
888-36640	08/02/2007	09/16/2009	100	MEDCO HEALTH SOLUTIONS INC	$55 76	$41.96	$5,576 15	$4,196 10	$1,380 05
888-36640	07/07/1998	09/15/2009	0	FGLMC 30 YR#C12267	$0 00	$0.00	$1.70	$1 70	$0 00
888-36640	05/27/1997	09/15/2009	0	GNMA 30 YR#447277	$0 00	$0.00	$1.95	$1 95	$0.00
888-36640	09/09/2008	09/11/2009	18	GOLDMAN SACHS GROUP INC	$174 69	$162.35	$3,144.42	$2,922 24	$222 18
888-36640	07/30/2008	09/09/2009	100	BAXTER INTERNATIONAL INC	$55 97	$68.06	$5,597.47	$6,806.44	($1,208 97)
888-36640	04/29/2008	09/09/2009	75	BAXTER INTERNATIONAL INC	$55 97	$62.97	$4,198.10	$4,722 40	($524.30)
888-36640	12/19/2007	09/09/2009	25	JPMORGAN CHASE & CO	$42.87	$44.09	$1,071.75	$1,102 15	($30 40)
888-36640	08/09/2007	09/09/2009	25	APPLE INC	$174.22	$128.76	$4,355 50	$3,218 95	$1,136.55
888-36640	08/02/2007	09/08/2009	600	ALTRIA GROUP INC	$18 52	$20 63	$11,110.32	$12,379.64	($1,269 32)
888-36640	08/02/2007	08/28/2009	200	HEWLETT-PACKARD CO	$44 82	$47.77	$8,964 90	$9,553.64	($588 74)
888-36640	01/12/2005	08/28/2009	300	XL CAPITAL LTD -CLASS A	$16 97	$75.96	$5,091 30	$22,788 00	($17,696 70)
888-36640	05/01/2008	08/27/2009	150	NIKE INC -CL B	$56.01	$67.69	$8,401.20	$10,153.25	($1,752 05)
888-36640	01/16/2008	08/17/2009	250	EXXON MOBIL CORP	$66.73	$87.82	$16,683 40	$21,955.38	($5,271 98)
888-36640	07/07/1998	08/17/2009	0	FGLMC 30 YR#C12267	$0.00	$0 00	$1 71	$1 71	$0 00
888-36640	05/27/1997	08/17/2009	0	GNMA 30 YR#447277	$0 00	$0.00	$1 93	$1.93	$0.00
888-36640	07/29/2008	08/13/2009	300	HARTFORD FINANCIAL SVCS GRP	$19.65	$62.37	$5,894.22	$18,709 89	($12,815 67)
888-36640	07/02/2008	08/13/2009	75	HARTFORD FINANCIAL SVCS GRP	$19.65	$65.00	$1,473 56	$4,874.68	($3,401 12)

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Global Wealth Management

Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	03/14/2007	08/11/2009	200	CHEVRON CORP	$68 28	$68.42	$13,655 10	$13,683.29	($28 19)
888-36640	07/23/2008	08/07/2009	47	APACHE CORP	$87 29	$111.73	$4,102 54	$5,251 21	($1,148 67)
888-36640	01/26/2004	08/07/2009	450	CARDINAL HEALTH INC	$33 22	$64.63	$14,950.62	$29,083 50	($14,132 88)
888-36640	06/09/2009	08/06/2009	8	PROCTER & GAMBLE CO	$51 78	$52.61	$414 26	$420 89	($6.63)
888-36640	10/09/2008	08/06/2009	132	PROCTER & GAMBLE CO	$51.78	$65.67	$6,835 30	$8,668.88	($1,833.58)
888-36640	10/06/2008	08/06/2009	75	PROCTER & GAMBLE CO	$51.78	$69.22	$3,883.70	$5,191.77	($1,308.07)
888-36640	09/23/2008	08/06/2009	50	MONSANTO CO	$84.05	$115 01	$4,202.60	$5,750.44	($1,547.84)
888-36640	03/20/2009	08/05/2009	250	EMERSON ELECTRIC CO	$34.84	$27.69	$8,710.45	$6,922.05	$1,788.40
888-36640	01/26/2009	08/05/2009	100	EMERSON ELECTRIC CO	$34.84	$33.17	$3,484.18	$3,317 22	$166.96
888-36640	12/02/2008	08/05/2009	50	EMERSON ELECTRIC CO	$34.84	$31.30	$1,742 09	$1,565.02	$177 07
888-36640	07/02/2008	08/05/2009	350	SAFEWAY INC	$18 65	$28.61	$6,528.76	$10,013.57	($3,484 81)
888-36640	07/17/2009	08/04/2009	200	TORCHMARK CORP	$39.13	$38.04	$7,825.36	$7,608 28	$217.08
888-36640	01/23/2009	08/04/2009	50	EOG RESOURCES INC	$76 15	$63.32	$3,807 68	$3,165 96	$641 72
888-36640	10/01/2008	08/04/2009	150	MCDONALD'S CORP	$55.01	$62.41	$8,250.95	$9,361 42	($1,110 47)
888-36640	08/02/2007	08/04/2009	450	CISCO SYSTEMS INC	$22 35	$29 94	$10,055.43	$13,474.98	($3,419 55)
888-36640	08/02/2007	08/04/2009	100	CISCO SYSTEMS INC	$22 35	$29.94	$2,234.54	$2,994.44	($759 90)
888-36640	12/24/2008	08/03/2009	225	THE WALT DISNEY CO.	$25.52	$22.12	$5,741.48	$4,975 94	$765.54
888-36640	11/06/2008	07/29/2009	75	EASTMAN CHEMICAL COMPANY	$48.03	$39.84	$3,602.43	$2,988 09	$614 34
888-36640	07/08/2008	07/27/2009	75	PHILIP MORRIS INTERNATIONAL	$46 63	$52.22	$3,497 13	$3,916 32	($419 19)
888-36640	04/24/2009	07/23/2009	150	LIBERTY ENTERTAINMENT-CL A	$26.93	$24.12	$4,040.10	$3,617 63	$422 47
888-36640	04/24/2009	07/22/2009	150	LIBERTY ENTERTAINMENT-CL A	$26 47	$24 12	$3,971 01	$3,617 62	$353 39
888-36640	07/08/2008	07/22/2009	100	MONSANTO CO	$79 72	$117.73	$7,972 29	$11,772 89	($3,800.60)
888-36640	11/05/2007	07/22/2009	25	MONSANTO CO	$79.72	$93.58	$1,993 07	$2,339.56	($346 49)
888-36640	02/10/2009	07/20/2009	375	GAP INC/THE	$16 20	$11 63	$6,074 33	$4,361 74	$1,712 59
888-36640	12/24/2008	07/20/2009	100	THE WALT DISNEY CO.	$24.91	$22 12	$2,490 60	$2,211 53	$279.07
888-36640	12/18/2008	07/20/2009	250	THE WALT DISNEY CO.	$24 91	$23.40	$6,226 50	$5,850.50	$376.00
888-36640	08/13/2008	07/17/2009	50	APACHE CORP	$75.84	$105.74	$3,791.80	$5,286.76	($1,494 96)
888-36640	08/08/2008	07/17/2009	45	APACHE CORP	$75.84	$105.30	$3,412.62	$4,738 36	($1,325 74)
888-36640	07/23/2008	07/17/2009	8	APACHE CORP	$75.84	$111.73	$606.69	$893.82	($287 13)
888-36640	10/01/2008	07/16/2009	50	MCDONALD'S CORP	$57.08	$62 41	$2,853.93	$3,120 47	($266.54)

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Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	08/26/2008	07/16/2009	100	MCDONALD'S CORP	$57.08	$61.90	$5,707 85	$6,189 58	($481 73)
888-36640	03/26/2008	07/16/2009	225	AUTOLIV INC	$29.55	$50.78	$6,649 79	$11,424.60	($4,774 81)
888-36640	08/02/2007	07/16/2009	300	HEWLETT-PACKARD CO	$39.13	$47.77	$11,739 57	$14,330.46	($2,590 89)
888-36640	03/20/2009	07/15/2009	100	AMGEN INC	$57.78	$49.18	$5,778 43	$4,918.27	$860 16
888-36640	12/02/2008	07/15/2009	25	AMGEN INC	$57.78	$55.40	$1,444 61	$1,384.94	$59.67
888-36640	11/13/2008	07/15/2009	40	PROCTER & GAMBLE CO	$54.27	$62.91	$2,170.74	$2,516.28	($345 54)
888-36640	10/09/2008	07/15/2009	68	PROCTER & GAMBLE CO	$54 27	$65.67	$3,690 27	$4,465.79	($775 52)
888-36640	04/08/2008	07/15/2009	275	ROYAL DUTCH SHELL PLC-ADR	$49 50	$72.59	$13,612 97	$19,961.54	($6,348 57)
888-36640	07/07/1998	07/15/2009	0	FGLMC 30 YR#C12267	$0.00	$0.00	$1 70	$1 70	$0 00
888-36640	05/27/1997	07/15/2009	0	GNMA 30 YR#447277	$0.00	$0.00	$2.02	$2.02	$0.00
888-36640	03/14/2007	07/13/2009	150	CHEVRON CORP	$61.77	$68.42	$9,266.12	$10,262.47	($996 35)
888-36640	01/23/2009	07/10/2009	25	EOG RESOURCES INC	$62.46	$63.32	$1,561.48	$1,582.98	($21 50)
888-36640	01/30/2008	07/10/2009	100	EOG RESOURCES INC	$62 46	$86.56	$6,245.92	$8,655 95	($2,410 03)
888-36640	01/16/2008	07/10/2009	225	EXXON MOBIL CORP	$65 09	$87.82	$14,646.20	$19,759 84	($5,113 64)
888-36640	04/07/2009	07/08/2009	325	ELI LILLY & CO	$33 57	$31.92	$10,908 95	$10,372 44	$536 51
888-36640	01/30/2008	07/08/2009	25	EOG RESOURCES INC	$61.66	$86 56	$1,541 58	$2,163 98	($622 40)
888-36640	01/16/2008	07/08/2009	75	EOG RESOURCES INC	$61 66	$89.23	$4,624.74	$6,692 55	($2,067 81)
888-36640	01/22/2008	07/07/2009	29	CME GROUP INC	$283 48	$548 07	$8,220.97	$15,893 90	($7,672 93)
888-36640	01/22/2009	07/02/2009	225	NOKIA CORP-SPON ADR	$14.54	$12 22	$3,272 51	$2,749 84	$522.67
888-36640	05/07/2008	07/02/2009	700	TYSON FOODS INC-CL A	$12.86	$17 73	$9,003.05	$12,412 82	($3,409 77)
888-36640	08/02/2007	07/01/2009	325	CISCO SYSTEMS INC	$19 01	$29.94	$6,179 16	$9,731 93	($3,552 77)
888-36640	08/02/2007	07/01/2009	1100	GENWORTH FINANCIAL INC-CL A	$7.05	$29 98	$7,751.48	$32,977 45	($25,225.97)
888-36640	08/02/2007	06/29/2009	250	TRAVELERS COS INC/THE	$41.10	$51.63	$10,275 03	$12,906 48	($2,631.45)
888-36640	01/22/2008	06/26/2009	200	METLIFE INC	$29.82	$55 54	$5,964.84	$11,108.88	($5,144 04)
888-36640	11/05/2007	06/26/2009	75	MONSANTO CO	$75.68	$93.58	$5,676 28	$7,018.65	($1,342.37)
888-36640	01/16/2008	06/24/2009	50	EOG RES INC	$68 03	$89.23	$3,401.63	$4,461 70	($1,060 07)
888-36640	12/19/2007	06/24/2009	75	EOG RES INC	$68 03	$88 27	$5,102.44	$6,620.27	($1,517 83)
888-36640	10/17/2007	06/24/2009	75	EOG RES INC	$68 03	$81.69	$5,102 43	$6,126.95	($1,024 52)
888-36640	08/02/2007	06/24/2009	250	HEWLETT-PACKARD CO	$37.52	$47 77	$9,380.78	$11,942 05	($2,561 27)
888-36640	12/02/2008	06/22/2009	60	AMGEN INC	$51 18	$55.40	$3,070.53	$3,323.85	($253 32)

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Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	07/08/2008	06/22/2009	140	AMGEN INC	$51.18	$50 09	$7,164 57	$7,013 21	$151.36
888-36640	12/21/2007	06/19/2009	50	MORGAN STANLEY	$28.26	$53.90	$1,412 78	$2,695 16	($1,282 38)
888-36640	09/19/2007	06/19/2009	200	MORGAN STANLEY	$28.26	$67.60	$5,651.10	$13,519 47	($7,868 37)
888-36640	08/02/2007	06/18/2009	325	PHILIP MORRIS INTERNATIONAL	$42.96	$46.64	$13,963.59	$15,159 62	($1,196 03)
888-36640	03/14/2007	06/16/2009	25	CHEVRON CORP	$70 16	$68.42	$1,754.01	$1,710.41	$43 60
888-36640	02/08/2007	06/16/2009	100	CHEVRON CORP	$70.16	$73.85	$7,016.04	$7,385.16	($369.12)
888-36640	07/07/1998	06/15/2009	0	FEDL HOME LOAN MTG CORP#C12267	$0 00	$0.00	$1 69	$1 69	$0 00
888-36640	05/27/1997	06/15/2009	0	G N M A PASS THRU POOL 447277X	$0.00	$0 00	$1.91	$1 91	$0 00
888-36640	07/08/2008	06/12/2009	100	PHILIP MORRIS INTERNATIONAL	$43 41	$52 22	$4,341 05	$5,221.75	($880.70)
888-36640	02/08/2007	06/10/2009	125	CHEVRON CORP	$70 83	$73.85	$8,853 26	$9,231 45	($378.19)
888-36640	02/18/2009	06/09/2009	350	LINCOLN NATIONAL CORP	$18.74	$13 21	$6,558 76	$4,622.45	$1,936 31
888-36640	09/19/2007	06/09/2009	200	ALLSTATE CORP	$25.51	$56.54	$5,101 50	$11,308.18	($6,206 68)
888-36640	01/26/2004	06/09/2009	250	CARDINAL HEALTH INC	$29.93	$64.63	$7,483.15	$16,157.50	($8,674 35)
888-36640	12/22/2008	06/04/2009	100	SANOFI SYNTHELABO SA	$32.88	$32.63	$3,287.64	$3,262.93	$24.71
888-36640	12/18/2008	06/04/2009	275	SANOFI SYNTHELABO SA	$32 88	$32.87	$9,041.01	$9,040.21	$0 80
888-36640	08/02/2007	06/04/2009	150	FRANKLIN RESOURCES INC	$72 69	$126.17	$10,903.97	$18,925.41	($8,021 44)
888-36640	08/02/2007	06/04/2009	175	HEWLETT-PACKARD CO	$35.78	$47.77	$6,262 20	$8,359 43	($2,097 23)
888-36640	08/02/2007	06/04/2009	100	MONSANTO CO	$82.00	$64.72	$8,200 42	$6,471.55	$1,728 87
888-36640	12/02/2008	06/01/2009	50	EMERSON ELECTRIC CO	$33.35	$31.30	$1,667.68	$1,565.02	$102 66
888-36640	11/11/2008	06/01/2009	200	SCHWAB (CHARLES) CORP	$18.19	$16 55	$3,637 74	$3,309 59	$328.15
888-36640	08/03/2007	06/01/2009	175	EMERSON ELECTRIC CO	$33.35	$47.14	$5,836 90	$8,248.72	($2,411 82)
888-36640	08/29/2008	05/29/2009	100	DEVON ENERGY CORPORATION	$63.69	$102 65	$6,369 28	$10,264.86	($3,895 58)
888-36640	08/22/2008	05/29/2009	150	WYETH	$44.63	$42 47	$6,694 52	$6,369 89	$324 63
888-36640	01/22/2008	05/29/2009	25	METLIFE INC	$31 12	$55 54	$778 00	$1,388 61	($610 61)
888-36640	08/02/2007	05/29/2009	175	METLIFE INC	$31.12	$63 53	$5,445 98	$11,118.14	($5,672 16)
888-36640	04/06/2009	05/28/2009	325	NETAPP INC	$18 70	$15.54	$6,076 62	$5,052 06	$1,024 56
888-36640	11/06/2008	05/28/2009	125	EASTMAN CHEMICAL COMPANY	$39 63	$39.84	$4,953 14	$4,980 13	($26 99)
888-36640	08/02/2007	05/28/2009	150	CELGENE CORP	$41 78	$60.00	$6,267 24	$9,000 27	($2,733 03)

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Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	08/02/2007	05/28/2009	100	MONSANTO CO	$79.22	$64.72	$7,921.90	$6,471.54	$1,450.36
888-36640	11/11/2008	05/26/2009	25	SCHWAB (CHARLES) CORP	$17.43	$16.55	$435 73	$413.69	$22.04
888-36640	10/21/2008	05/26/2009	200	SCHWAB (CHARLES) CORP	$17.43	$20.70	$3,485 84	$4,139 08	($653 24)
888-36640	08/02/2007	05/26/2009	375	CISCO SYSTEMS INC	$18.50	$29.94	$6,938 81	$11,229.15	($4,290 34)
888-36640	02/10/2009	05/22/2009	325	GAP INC/THE	$16.36	$11.63	$5,317.68	$3,780 17	$1,537.51
888-36640	08/21/2008	05/22/2009	50	WESTERN DIGITAL CORP	$24.70	$28.32	$1,234.87	$1,416 20	($181.33)
888-36640	08/21/2008	05/22/2009	25	WESTERN DIGITAL CORP	$24.70	$28.32	$617.43	$708 10	($90.67)
888-36640	06/06/2008	05/22/2009	400	WESTERN DIGITAL CORP	$24.70	$39.18	$9,878.92	$15,672.80	($5,793.88)
888-36640	02/19/2009	05/20/2009	100	JACOBS ENGINEERING GROUP INC	$40.40	$36.99	$4,040 07	$3,699.25	$340 82
888-36640	03/06/2008	05/20/2009	100	ABBOTT LABORATORIES	$43.57	$52.48	$4,356.64	$5,248.36	($891 72)
888-36640	11/21/2007	05/20/2009	25	ABBOTT LABORATORIES	$43 57	$55 04	$1,089.16	$1,375 93	($286 77)
888-36640	08/03/2007	05/20/2009	5613 472	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$12.47	$13.01	$70,000.00	$73,031 27	($3,031 27)
888-36640	10/11/2006	05/20/2009	200	THE WALT DISNEY CO.	$23.93	$31.07	$4,785.24	$6,214 30	($1,429 06)
888-36640	12/18/2008	05/15/2009	50	THE WALT DISNEY CO.	$24.08	$23.40	$1,204.06	$1,170.10	$33.96
888-36640	10/17/2008	05/15/2009	200	THE WALT DISNEY CO.	$24.08	$24 11	$4,816 22	$4,821 70	($5 48)
888-36640	08/02/2007	05/15/2009	300	ALTRIA GROUP INC	$17 01	$20 63	$5,103.27	$6,189 81	($1,086 54)
888-36640	10/11/2006	05/15/2009	100	THE WALT DISNEY CO.	$24.08	$31.07	$2,408 11	$3,107.14	($699 03)
888-36640	06/20/2006	05/15/2009	400	THE WALT DISNEY CO.	$24.08	$28.82	$9,632.44	$11,528 00	($1,895 56)
888-36640	05/03/2005	05/15/2009	125	MCDONALD'S CORP	$53.49	$29.83	$6,686.46	$3,728 75	$2,957.71
888-36640	07/07/1998	05/15/2009	0	FEDL HOME LOAN MTG CORP#C12267	$0 00	$0.00	$5 05	$5 05	$0 00
888-36640	05/27/1997	05/15/2009	0	G N M A PASS THRU POOL 447277X	$0.00	$0.00	$1 89	$1.89	$0 00
888-36640	12/02/2008	05/12/2009	600	BRISTOL-MYERS SQUIBB CO	$20.43	$19.76	$12,257 64	$11,855 10	$402 54
888-36640	10/17/2008	05/12/2009	275	HOME DEPOT INC	$24.54	$19.53	$6,748.97	$5,369.89	$1,379 08
888-36640	04/29/2008	05/12/2009	100	BAXTER INTERNATIONAL INC	$50 83	$62.97	$5,082.98	$6,296.53	($1,213.55)
888-36640	01/16/2007	05/12/2009	75	PEPSICO INC	$49.22	$64 96	$3,691.31	$4,872.00	($1,180.69)
888-36640	08/02/2007	05/11/2009	75	ALCON INC	$95.66	$139.93	$7,174 51	$10,494.60	($3,320 09)
888-36640	04/22/2009	05/08/2009	200	PACCAR INC	$33.98	$33.43	$6,796.84	$6,685.78	$111 06

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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	02/19/2009	05/08/2009	25	JACOBS ENGINEERING GROUP INC	$42 41	$36.99	$1,060 28	$924 81	$135.47
888-36640	01/13/2009	05/08/2009	175	JACOBS ENGINEERING GROUP INC	$42 41	$47.13	$7,421 94	$8,247 26	($825 32)
888-36640	01/16/2007	05/08/2009	25	PEPSICO INC	$49.45	$64.96	$1,236 25	$1,624.00	($387.75)
888-36640	11/02/2005	05/08/2009	50	PEPSICO INC	$49.45	$59 06	$2,472.51	$2,953.00	($480 49)
888-36640	03/31/2009	05/07/2009	225	MICROSOFT CORP	$19.32	$18.45	$4,346 64	$4,152.37	$194.27
888-36640	10/21/2008	05/07/2009	40	LOCKHEED MARTIN CORP	$79 35	$86 69	$3,173.80	$3,467 52	($293 72)
888-36640	09/23/2008	05/07/2009	60	LOCKHEED MARTIN CORP	$79.35	$108.56	$4,760 71	$6,513 56	($1,752 85)
888-36640	06/17/2008	05/07/2009	100	QUALCOMM INC	$41 91	$49.09	$4,190.98	$4,909.02	($718 04)
888-36640	08/03/2007	05/07/2009	100	TEVA PHARMACEUTICAL-SP ADR	$44 34	$42 71	$4,434.09	$4,270.89	$163 20
888-36640	01/23/2009	05/06/2009	125	HONEYWELL INTERNATIONAL INC	$32 84	$31 51	$4,105.49	$3,938 98	$166 51
888-36640	11/21/2008	05/05/2009	125	MOLSON COORS BREWING CO -B	$42 08	$42.42	$5,259.48	$5,302 04	($42 56)
888-36640	10/06/2008	05/05/2009	575	ERICSSON L M TEL CO	$8 55	$7 50	$4,915.62	$4,315 32	$600.30
888-36640	10/11/2006	05/05/2009	100	COLGATE-PALMOLIVE CO	$61 70	$62.38	$6,170.38	$6,238.00	($67 62)
888-36640	02/19/2009	05/04/2009	50	BECTON DICKINSON & CO	$60.79	$69 96	$3,039.45	$3,497.86	($458.41)
888-36640	10/06/2008	05/04/2009	50	WAL-MART STORES INC	$50 78	$57 70	$2,539.11	$2,885.22	($346 11)
888-36640	08/11/2008	05/04/2009	50	BECTON DICKINSON & CO	$60.79	$86.72	$3,039 45	$4,336.04	($1,296.59)
888-36640	03/12/2008	05/04/2009	50	WAL-MART STORES INC	$50.78	$50.37	$2,539.10	$2,518 25	$20.85
888-36640	09/19/2007	05/04/2009	200	ALLSTATE CORP	$23.10	$56.54	$4,619 36	$11,308.18	($6,688 82)
888-36640	08/03/2007	05/04/2009	150	TEVA PHARMACEUTICAL-SP ADR	$44.22	$42.71	$6,633.30	$6,406 33	$226 97
888-36640	03/31/2009	05/01/2009	200	MICROSOFT CORP	$20.00	$18.46	$4,000.50	$3,691 00	$309.50
888-36640	03/26/2009	05/01/2009	50	MICROSOFT CORP	$20 00	$18.22	$1,000 13	$911 06	$89 07
888-36640	12/19/2008	05/01/2009	225	TJX COMPANIES INC	$27 88	$20.70	$6,273 43	$4,657 85	$1,615 58
888-36640	09/05/2008	05/01/2009	550	NVIDIA CORP	$11.73	$11 60	$6,450 68	$6,380 88	$69 80
888-36640	08/11/2008	05/01/2009	25	BECTON DICKINSON & CO	$61 06	$86 72	$1,526.38	$2,168 01	($641 63)
888-36640	07/28/2008	05/01/2009	150	BECTON DICKINSON & CO	$61 06	$85 09	$9,158 28	$12,764.09	($3,605 81)
888-36640	07/08/2008	05/01/2009	50	PHILIP MORRIS INTERNATIONAL	$36 89	$52 22	$1,844 56	$2,610 87	($766 31)
888-36640	10/17/2007	05/01/2009	75	EOG RES INC	$66.08	$81.69	$4,956 07	$6,126 93	($1,170 86)
888-36640	08/02/2007	05/01/2009	100	HEWLETT-PACKARD CO	$35.84	$47.77	$3,584 32	$4,776 82	($1,192 50)

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Global Wealth Management

Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	08/02/2007	05/01/2009	158	PHILIP MORRIS INTERNATIONAL	$36.89	$46.65	$5,828.81	$7,369 91	($1,541.10)
888-36640	08/02/2007	04/30/2009	75	GILEAD SCIENCES INC	$45 40	$37.55	$3,404.86	$2,816 18	$588.68
888-36640	12/19/2008	04/29/2009	100	TJX COMPANIES INC	$28.20	$20 70	$2,819.89	$2,070 15	$749.74
888-36640	04/08/2008	04/29/2009	50	ROYAL DUTCH SHELL PLC-ADR	$46.07	$72.59	$2,303.37	$3,629.37	($1,326 00)
888-36640	10/11/2007	04/29/2009	50	ROYAL DUTCH SHELL PLC-ADR	$46.07	$82 02	$2,303.36	$4,101.02	($1,797.66)
888-36640	03/26/2009	04/28/2009	200	MICROSOFT CORP	$20.08	$18.22	$4,015.80	$3,644 24	$371 56
888-36640	02/17/2009	04/28/2009	100	MICROSOFT CORP	$20.08	$18.43	$2,007 90	$1,843.44	$164.46
888-36640	11/21/2007	04/28/2009	150	ABBOTT LABORATORIES	$43.18	$55.04	$6,477 45	$8,255.53	($1,778 08)
888-36640	08/02/2007	04/28/2009	175	PHILIP MORRIS INTERNATIONAL	$36 93	$46 64	$6,462 86	$8,162.87	($1,700 01)
888-36640	02/17/2009	04/24/2009	125	MICROSOFT CORP	$19.70	$18.43	$2,462 80	$2,304 28	$158 52
888-36640	01/22/2009	04/24/2009	300	NOKIA CORP-SPON ADR	$14.19	$12.22	$4,257.60	$3,666.45	$591.15
888-36640	07/02/2008	04/24/2009	100	TOYOTA MOTOR CORP -SPON ADR	$80.40	$93 98	$8,040 12	$9,397.94	($1,357 82)
888-36640	07/02/2008	04/24/2009	50	TOYOTA MOTOR CORP -SPON ADR	$80.40	$93.98	$4,020 06	$4,698 97	($678 91)
888-36640	03/12/2008	04/24/2009	50	WAL-MART STORES INC	$49.17	$50.36	$2,458 74	$2,518.24	($59 50)
888-36640	02/13/2008	04/24/2009	100	WAL-MART STORES INC	$49 17	$50 91	$4,917.48	$5,090.62	($173 14)
888-36640	11/19/2007	04/24/2009	175	MICROSOFT CORP	$19 70	$34.09	$3,447.92	$5,966 59	($2,518 67)
888-36640	08/02/2007	04/24/2009	300	CISCO SYSTEMS INC	$18 26	$29.94	$5,478 00	$8,983.32	($3,505 32)
888-36640	08/03/2006	04/24/2009	50	MICROSOFT CORP	$19 70	$24 47	$985 12	$1,223.50	($238.38)
888-36640	02/13/2008	04/22/2009	100	WAL-MART STORES INC	$49.42	$50.91	$4,942.00	$5,090.62	($148.62)
888-36640	10/13/2006	04/20/2009	30	GOOGLE INC-CL A	$380 06	$428.10	$11,401 90	$12,842.85	($1,440 95)
888-36640	08/02/2007	04/17/2009	116	PHILIP MORRIS INTERNATIONAL	$37.68	$46.64	$4,370 39	$5,410 81	($1,040 42)
888-36640	12/19/2008	04/16/2009	25	TJX COMPANIES INC	$27.10	$20.70	$677.52	$517 53	$159 99
888-36640	12/19/2008	04/16/2009	250	TJX COMPANIES INC	$27.10	$20.70	$6,775 15	$5,175 37	$1,599 78
888-36640	11/21/2007	04/16/2009	25	ABBOTT LABORATORIES	$42 50	$55.04	$1,062 61	$1,375 92	($313 31)
888-36640	09/19/2007	04/16/2009	125	ABBOTT LABORATORIES	$42 50	$53 91	$5,313.04	$6,738 38	($1,425 34)
888-36640	10/11/2006	04/16/2009	100	COLGATE-PALMOLIVE CO	$59 11	$62.38	$5,910 62	$6,238 00	($327 38)
888-36640	07/07/1998	04/15/2009	1 831	FEDL HOME LOAN MTG CORP#C12267	$100 00	$99 95	$1 83	$1 83	$0 00

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Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	05/27/1997	04/15/2009	1.881	G N M A PASS THRU POOL 447277X	$100.00	$98.88	$1.88	$1.86	$0 02
888-36640	09/19/2007	04/14/2009	125	MORGAN STANLEY	$24.31	$67.60	$3,038 93	$8,449 66	($5,410 73)
888-36640	08/02/2007	04/14/2009	150	METLIFE INC	$27 01	$63 53	$4,051 46	$9,529 83	($5,478 37)
888-36640	12/16/2008	04/13/2009	125	J C PENNEY CO INC	$26 41	$19.75	$3,301 71	$2,468 76	$832 95
888-36640	12/01/2008	04/13/2009	50	BUNGE LTD	$57 30	$38.99	$2,864 79	$1,949.57	$915 22
888-36640	11/10/2008	04/13/2009	50	BUNGE LTD	$57.30	$44 91	$2,864 78	$2,245 45	$619 33
888-36640	12/19/2007	04/13/2009	125	JPMORGAN CHASE & CO	$33.29	$44.09	$4,161 49	$5,510 75	($1,349 26)
888-36640	01/22/2009	04/09/2009	50	NOKIA CORP-SPON ADR	$13 65	$12.22	$682 40	$611 07	$71 33
888-36640	12/03/2008	04/09/2009	1000	CORNING INC	$15.21	$8.57	$15,209 80	$8,567 90	$6,641 90
888-36640	10/09/2008	04/09/2009	450	NOKIA CORP-SPON ADR	$13.65	$16 62	$6,141.55	$7,479 90	($1,338 35)
888-36640	08/22/2008	04/09/2009	175	WYETH	$42 30	$42.47	$7,402 06	$7,431.53	($29 47)
888-36640	08/02/2007	04/09/2009	75	MONSANTO CO	$83.08	$64.72	$6,230.84	$4,853 65	$1,377 19
888-36640	12/19/2007	04/08/2009	100	DEUTSCHE BANK AG REGISTERED	$45 03	$125 67	$4,502 52	$12,566 66	($8,064.14)
888-36640	09/19/2007	04/08/2009	125	ABBOTT LABORATORIES	$43 53	$53 91	$5,440.73	$6,738 37	($1,297.64)
888-36640	10/11/2006	04/08/2009	150	COLGATE-PALMOLIVE CO	$60 23	$62 38	$9,033.96	$9,357.00	($323 04)
888-36640	11/10/2008	04/06/2009	100	BUNGE LTD	$58.10	$44.91	$5,809 60	$4,490.89	$1,318 71
888-36640	08/02/2007	04/03/2009	126	PHILIP MORRIS INTERNATIONAL	$36 17	$46.64	$4,557 17	$5,877.26	($1,320.09)
888-36640	04/29/2008	04/02/2009	200	SUPERVALU INC	$14.88	$32.03	$2,975.20	$6,406.86	($3,431 66)
888-36640	04/22/2008	04/02/2009	125	SUPERVALU INC	$14.88	$30.03	$1,859.50	$3,753.20	($1,893.70)
888-36640	08/02/2007	04/02/2009	150	MEDCO HEALTH SOLUTIONS INC	$42 75	$41.96	$6,411.80	$6,294 13	$117 67
888-36640	03/26/2008	03/31/2009	100	MERCK & CO. INC.	$26.79	$44.53	$2,678 53	$4,453.47	($1,774 94)
888-36640	01/23/2009	03/26/2009	100	GENENTECH INC	$95.00	$83.22	$9,500 00	$8,322 43	$1,177.57
888-36640	10/15/2008	03/26/2009	225	GENENTECH INC	$95.00	$82.10	$21,375 00	$18,472.13	$2,902.87
888-36640	10/06/2008	03/26/2009	50	PROCTER & GAMBLE CO	$48 41	$69.22	$2,420 73	$3,461.17	($1,040 44)
888-36640	07/08/2008	03/26/2009	300	GANNETT CO	$2 46	$19.16	$738 57	$5,748 33	($5,009 76)
888-36640	06/09/2008	03/26/2009	700	GANNETT CO	$2.46	$27.47	$1,723.33	$19,225.50	($17,502 17)
888-36640	08/02/2007	03/26/2009	650	PFIZER INC	$14.43	$23.72	$9,380.61	$15,420.99	($6,040.38)
888-36640	08/02/2006	03/26/2009	75	PROCTER & GAMBLE CO	$48.41	$58.70	$3,631.10	$4,402.26	($771 16)
888-36640	09/19/2007	03/25/2009	100	MORGAN STANLEY	$25.23	$67 60	$2,523 01	$6,759 72	($4,236 71)

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Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	09/05/2008	03/24/2009	250	NVIDIA CORP	$9 91	$11.60	$2,478 50	$2,900.40	($421 90)
888-36640	12/31/2008	03/23/2009	700	BANK OF AMERICA CORP	$7 37	$13.30	$5,160 54	$9,311 34	($4,150 80)
888-36640	10/11/2007	03/23/2009	50	ROYAL DUTCH SHELL PLC-ADR	$46.66	$82.02	$2,333.01	$4,101.02	($1,768 01)
888-36640	09/19/2007	03/23/2009	75	ROYAL DUTCH SHELL PLC-ADR	$46.66	$83.35	$3,499.52	$6,251.45	($2,751 93)
888-36640	08/02/2007	03/23/2009	300	ROYAL DUTCH SHELL PLC-ADR	$46.66	$76.42	$13,998.06	$22,924.53	($8,926.47)
888-36640	08/02/2007	03/19/2009	75	TRAVELERS COS INC/THE	$40 23	$51.63	$3,017 60	$3,871.94	($854 34)
888-36640	12/31/2008	03/18/2009	175	BANK OF AMERICA CORP	$6.55	$13.30	$1,146.99	$2,327.83	($1,180 84)
888-36640	12/31/2008	03/18/2009	25	BANK OF AMERICA CORP	$6.55	$13.30	$163 86	$332.54	($168 68)
888-36640	12/18/2008	03/18/2009	200	BANK OF AMERICA CORP	$6.55	$13.95	$1,310 84	$2,789.92	($1,479 08)
888-36640	11/04/2008	03/18/2009	75	GOLDMAN SACHS GROUP INC	$100 43	$89.05	$7,532.35	$6,678 75	$853.60
888-36640	12/19/2007	03/18/2009	25	JPMORGAN CHASE & CO	$26 61	$44.09	$665.18	$1,102.15	($436 97)
888-36640	12/19/2007	03/18/2009	100	JPMORGAN CHASE & CO	$26 61	$44.09	$2,660 72	$4,408.60	($1,747 88)
888-36640	12/29/2008	03/17/2009	1200	FIFTH THIRD BANCORP	$1 86	$7 70	$2,234 52	$9,236 04	($7,001 52)
888-36640	10/15/2008	03/17/2009	25	GENENTECH INC	$93 80	$82.10	$2,345.09	$2,052 45	$292 64
888-36640	03/26/2008	03/17/2009	100	GENENTECH INC	$93.80	$81 60	$9,380 35	$8,159 62	$1,220 73
888-36640	08/02/2007	03/17/2009	350	GENENTECH INC	$93 80	$74 20	$32,831 22	$25,968 57	$6,862 65
888-36640	07/07/1998	03/16/2009	1 634	FEDL HOME LOAN MTG CORP#C12267	$100 00	$99 76	$1.63	$1 63	$0 00
888-36640	05/27/1997	03/16/2009	1 869	G N M A PASS THRU POOL 447277X	$100.00	$98.98	$1 87	$1 85	$0 02
888-36640	12/16/2008	03/13/2009	325	J C PENNEY CO INC	$16 52	$19.75	$5,370 40	$6,418.78	($1,048 38)
888-36640	12/16/2008	03/13/2009	25	J C PENNEY CO INC	$16.52	$19 75	$413 11	$493 75	($80 64)
888-36640	03/26/2008	03/13/2009	275	J C PENNEY CO INC	$16.52	$42 90	$4,544 18	$11,797 58	($7,253 40)
888-36640	02/10/2009	03/10/2009	300	WELLS FARGO & COMPANY	$11.49	$18 05	$3,447 60	$5,414.82	($1,967 22)
888-36640	04/22/2008	03/05/2009	150	SUPERVALU INC	$15 43	$30.03	$2,313 80	$4,503.84	($2,190 04)
888-36640	12/05/2007	03/05/2009	25	SUPERVALU INC	$15 43	$40 29	$385 63	$1,007 20	($621 57)
888-36640	11/19/2007	03/04/2009	100	DEERE & CO	$26 64	$71.17	$2,663 87	$7,117 38	($4,453 51)
888-36640	01/16/2008	03/03/2009	100	CATERPILLAR INC	$22 76	$64 73	$2,276 20	$6,473 41	($4,197 21)
888-36640	10/11/2007	03/03/2009	25	CATERPILLAR INC	$22.76	$79.54	$569.05	$1,988 60	($1,419 55)
888-36640	04/29/2008	02/27/2009	300	AMERICAN INTERNATIONAL	$0 44	$46.95	$132.69	$14,086 14	($13,953 45)

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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
				GROUP					
888-36640	02/13/2008	02/27/2009	300	AMERICAN INTERNATIONAL GROUP	$0.44	$45 75	$132 69	$13,724 73	($13,592 04)
888-36640	10/11/2007	02/27/2009	200	AMERICAN INTERNATIONAL GROUP	$0.44	$68 43	$88 46	$13,685 10	($13,596 64)
888-36640	09/19/2007	02/27/2009	100	ABBOTT LABORATORIES	$49.07	$53.91	$4,907.41	$5,390.70	($483.29)
888-36640	08/09/2007	02/27/2009	100	APPLE INC	$88.11	$128.76	$8,810.78	$12,875.80	($4,065.02)
888-36640	08/02/2007	02/27/2009	200	HEWLETT-PACKARD CO	$29.56	$47.77	$5,912.48	$9,553.64	($3,641.16)
888-36640	10/13/2006	02/27/2009	5	GOOGLE INC-CL A	$332.69	$428.09	$1,663.45	$2,140.47	($477 02)
888-36640	09/20/2006	02/27/2009	17	GOOGLE INC-CL A	$332.69	$403.30	$5,655.72	$6,856.10	($1,200.38)
888-36640	02/07/2003	02/27/2009	1200	AMERICAN INTERNATIONAL GROUP	$0.44	$47.34	$530.76	$56,808.00	($56,277 24)
888-36640	08/02/2007	02/25/2009	1500	SPRINT NEXTEL CORP	$3.62	$20 59	$5,430.90	$30,890 25	($25,459 35)
888-36640	08/02/2007	02/25/2009	800	SPRINT NEXTEL CORP	$3 62	$20 59	$2,896 48	$16,474 80	($13,578 32)
888-36640	12/18/2008	02/24/2009	100	BANK OF AMERICA CORP	$4.53	$13 95	$452 96	$1,394 96	($942 00)
888-36640	08/02/2007	02/24/2009	1200	BANK OF AMERICA CORP	$4.53	$47 81	$5,435 52	$57,370 68	($51,935 16)
888-36640	12/19/2007	02/20/2009	60	JPMORGAN CHASE & CO	$19.35	$44 09	$1,161 28	$2,645 16	($1,483 88)
888-36640	09/25/2006	02/20/2009	500	JPMORGAN CHASE & CO	$19 35	$47 07	$9,677.35	$23,535 00	($13,857 65)
888-36640	10/06/2008	02/18/2009	25	ERICSSON L M TEL CO	$8 37	$7 50	$209 28	$187 62	$21 66
888-36640	10/06/2008	02/18/2009	1100	ERICSSON L M TEL CO	$8.37	$7.50	$9,208.21	$8,255 39	$952.82
888-36640	10/06/2008	02/18/2009	50	ERICSSON L M TEL CO	$8 37	$7.50	$418.56	$375.24	$43.32
888-36640	12/04/2008	02/17/2009	325	ACTIVISION BLIZZARD INC	$9 53	$10.41	$3,096.01	$3,384 84	($288.83)
888-36640	10/21/2008	02/17/2009	375	ACTIVISION BLIZZARD INC	$9 53	$13.20	$3,572.33	$4,950 83	($1,378 50)
888-36640	07/07/1998	02/17/2009	1.619	FEDL HOME LOAN MTG CORP#C12267	$100.00	$99.44	$1 62	$1.61	$0 01
888-36640	05/27/1997	02/17/2009	1.856	G N M A PASS THRU POOL 447277X	$100 00	$99 14	$1.86	$1 84	$0.02
888-36640	10/11/2007	02/13/2009	200	VERIZON COMMUNICATIONS INC	$29 94	$45 51	$5.987 10	$9,102 17	($3,115 07)
888-36640	08/02/2007	02/13/2009	100	MEDCO HEALTH SOLUTIONS INC	$47.03	$41.96	$4,702.86	$4,196.09	$506 77
888-36640	08/02/2007	02/10/2009	150	FIDELITY NATIONAL CL A	$19 13	$20.39	$2,868.95	$3,059.01	($190 06)
888-36640	12/22/2008	02/06/2009	400	TEXTRON INC	$6 84	$15.22	$2,737 84	$6,089 16	($3,351 32)

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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	09/22/2008	02/06/2009	600	CITIGROUP INC	$3.93	$20.01	$2,355 12	$12,003.12	($9,648 00)
888-36640	03/06/2008	02/06/2009	300	CITIGROUP INC	$3 93	$21 53	$1,177 56	$6,458 91	($5,281 35)
888-36640	02/27/2008	02/06/2009	400	CITIGROUP INC	$3.93	$25.46	$1,570.08	$10,184 80	($8,614 72)
888-36640	10/11/2007	02/06/2009	300	VERIZON COMMUNICATIONS INC	$31.10	$45.51	$9,330 00	$13,653.25	($4,323 25)
888-36640	08/02/2007	02/06/2009	55	CME GROUP INC	$189.25	$558 45	$10,408 97	$30,714 67	($20,305 70)
888-36640	08/02/2007	02/06/2009	100	GILEAD SCIENCES INC	$52.57	$37.55	$5,257 38	$3,754.91	$1,502.47
888-36640	08/02/2007	02/06/2009	125	MONSANTO CO	$84.14	$64.72	$10,517.86	$8,089.42	$2,428 44
888-36640	06/06/2008	02/04/2009	100	HARTFORD FINANCIAL SVCS GRP	$15.19	$72.26	$1,518.52	$7,225.93	($5,707 41)
888-36640	01/22/2008	02/04/2009	75	HARTFORD FINANCIAL SVCS GRP	$15.19	$73.83	$1,138.89	$5,537.44	($4,398.55)
888-36640	01/31/2008	02/03/2009	25	BP PLC-SPONS ADR	$42.02	$63.16	$1,050 51	$1,579.09	($528 58)
888-36640	12/05/2007	02/03/2009	275	BP PLC-SPONS ADR	$42.02	$73.72	$11,555.64	$20,274.16	($8,718 52)
888-36640	08/02/2007	02/03/2009	25	BP PLC-SPONS ADR	$42.02	$68.82	$1,050.51	$1,720.56	($670 05)
888-36640	08/02/2007	02/03/2009	100	CONOCOPHILLIPS	$46 22	$79.89	$4,621 97	$7,988 80	($3,366 83)
888-36640	08/02/2007	02/03/2009	275	CONOCOPHILLIPS	$46.22	$79.89	$12,710 42	$21,969 20	($9,258 78)
888-36640	12/18/2008	02/02/2009	175	AFLAC INC	$23 15	$45 95	$4,051 97	$8,041 67	($3,989 70)
888-36640	09/20/2006	01/30/2009	23	GOOGLE INC-CL A	$340 54	$403.30	$7,832.47	$9,275 90	($1,443 43)
888-36640	08/15/2008	01/22/2009	700	CENTEX CORP	$9 95	$16.10	$6,966 89	$11,272 31	($4,305 42)
888-36640	08/02/2007	01/20/2009	200	FRANKLIN RESOURCES INC	$51 26	$126 17	$10,251 92	$25,233 88	($14,981 96)
888-36640	02/27/2008	01/15/2009	100	CITIGROUP INC	$3 81	$25 46	$380 95	$2,546.20	($2,165 25)
888-36640	02/13/2008	01/15/2009	1350	CITIGROUP INC	$3 81	$26 65	$5,142.83	$35,981 42	($30,838 59)
888-36640	12/05/2007	01/15/2009	400	SUPERVALU INC	$16.75	$40.29	$6,700 44	$16,115 07	($9,414 63)
888-36640	08/09/2007	01/15/2009	70	APPLE INC	$82 85	$128 76	$5,799.74	$9,013 06	($3,213 32)
888-36640	08/02/2007	01/15/2009	175	ALCON INC	$83.14	$139 93	$14,549 54	$24,487 42	($9,937 88)
888-36640	08/02/2007	01/15/2009	350	CITIGROUP INC	$3 81	$46.85	$1,333 32	$16,397 01	($15,063.69)
888-36640	04/27/2007	01/15/2009	80	APPLE INC	$82.85	$99.74	$6,628.27	$7,979 20	($1,350 93)
888-36640	07/07/1998	01/15/2009	1.615	FEDL HOME LOAN MTG CORP#C12267	$100.00	$99.69	$1 62	$1 61	$0 01
888-36640	05/27/1997	01/15/2009	1 844	G N M A PASS THRU POOL 447277X	$100 00	$98.70	$1 84	$1 82	$0 02
888-36640	07/28/2008	01/13/2009	25	BECTON DICKINSON & CO	$72 17	$85.09	$1,804 19	$2,127 34	($323 15)

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BERNSTEIN
Global Wealth Management

Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-36640	07/02/2008	01/13/2009	50	TOYOTA MOTOR CORP -SPON ADR	$63.61	$93.98	$3,180.53	$4,698 97	($1,518 44)
888-36640	04/25/2008	01/13/2009	50	BECTON DICKINSON & CO	$72.17	$88.05	$3,608 37	$4,402 46	($794 09)
888-36640	04/22/2008	01/13/2009	150	UNION PACIFIC CORP	$43 63	$68.37	$6,544 68	$10,255 69	($3,711 01)
888-36640	08/02/2007	01/13/2009	25	CME GROUP INC	$182 76	$558 45	$4,568.93	$13,961 20	($9,392 27)
888-36640	08/02/2007	01/13/2009	700	GENERAL ELECTRIC CO	$15 19	$38 90	$10,632.58	$27,226 78	($16,594.20)
888-36640	04/27/2007	01/06/2009	100	APPLE INC	$94 15	$99.74	$9,414 58	$9,974 00	($559 42)
888-36640	09/10/2008	12/26/2008	175	KELLOGG CO	$42 29	$55 61	$7,399 88	$9,731 61	($2,331 73)
888-36640	08/02/2007	12/22/2008	475	KB HOME	$14 25	$32 17	$6,770 13	$15,281 70	($8,511 57)
888-36640	05/06/2008	12/18/2008	405	REPUBLIC SERVICES INC	$23 20	$27 81	$9,397 82	$11,262.96	($1,865 14)
888-36640	04/25/2008	12/18/2008	75	BECTON DICKINSON & CO	$67.57	$88.05	$5,067.71	$6,603.67	($1,535 96)
888-36640	08/02/2007	12/18/2008	100	CELGENE CORP	$54.12	$60.00	$5,412.44	$6,000.18	($587.74)
888-36640	08/02/2006	12/18/2008	100	PROCTER & GAMBLE CO	$60.96	$58 70	$6,095.55	$5,869.66	$225.89
888-36640	05/07/2008	12/15/2008	175	RYDER SYSTEM INC	$32 94	$71.23	$5,764.48	$12,464 90	($6,700 42)
888-36640	07/07/1998	12/15/2008	1 611	FEDL HOME LOAN MTG CORP#C12267	$100.00	$99.94	$1.61	$1.61	$0 00
888-36640	05/27/1997	12/15/2008	1 831	G N M A PASS THRU POOL 447277X	$100.00	$98.85	$1.83	$1 81	$0 02
888-36640	09/19/2007	12/11/2008	50	ABBOTT LABORATORIES	$51.28	$53.91	$2,564 21	$2,695 35	($131 14)
888-36640	09/12/2007	12/11/2008	100	ABBOTT LABORATORIES	$51.28	$52.18	$5,128.42	$5,218.35	($89.93)
888-36640	08/03/2007	12/11/2008	150	TEVA PHARMACEUTICAL-SP ADR	$42 39	$42.71	$6,359.06	$6,406.33	($47 27)
888-36640	01/22/2008	12/09/2008	250	HARTFORD FINANCIAL SVCS GRP	$16.14	$73 83	$4,035 70	$18,458.12	($14,422.42)
888-36640	03/10/2008	12/05/2008	250	ASHLAND INC	$8 74	$43.70	$2,184.60	$10,925.68	($8,741 08)
888-36640	08/02/2007	12/05/2008	300	BP PLC-SPONS ADR	$43.09	$68.82	$12,927.21	$20,646.62	($7,719 41)
888-36640	02/08/2007	12/05/2008	75	CHEVRON CORP	$69.45	$73.85	$5,208.97	$5,538.87	($329 90)
888-36640	04/22/2008	12/03/2008	700	INGRAM MICRO INC-CL A	$10.96	$16.45	$7,670.53	$11,511 92	($3,841 39)
888-36640	11/21/2007	12/02/2008	25	FLUOR CORP	$42.99	$66.66	$1,074.63	$1,666.43	($591 80)
888-36640	08/02/2007	12/02/2008	200	FLUOR CORP	$42.99	$59 21	$8,597.02	$11,842 32	($3,245 30)
888-36640	08/02/2007	12/02/2008	100	MEDCO HEALTH SOLUTIONS INC	$38 97	$41.96	$3,896.90	$4,196 09	($299 19)
						Total	**$1,884,546.22**	**$2,747,146.21**	**($862,599.99)**

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BERNSTEIN
Global Wealth Management

Capital Gains

Account: JAMES R. THORPE FOUNDATION (888-36640)
12/01/2008 - 11/30/2009 41-6175293

LT Cap Gains Distribution from Bernstein Funds

Account No.	Income Date	Description		Amount
888-36640	12/12/2008	BERNSTEIN EMERGING MARKETS PORTFOLIO LONG CAPITAL GAIN		$14,226.10
888-36640	12/12/2008	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO LONG CAPITAL GAIN		$6,624 47
			Total	**$20,850.57**

The information above reflects the total gains and losses of the accounts in your relationship and therefore may include nontaxable accounts To simplify your tax planning process, we encourage you to customize this page with a Personalized Account Analysis that aligns with your tax obligations or contact your Bernstein Advisor. Please note that prior to 2008, long-term capital gains distributions from mutual funds can be found on the Income report Please see your Year-End Tax Report for your official tax record. You should verify the accuracy of all calculations with your tax advisor

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