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

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label Otherwise, print or type. See Specific Instructions

Name of foundation: TR U/W OTTO LUEDEKING

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

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

A Employer identification number 31-6019731

B Telephone number (see page 10 of the instructions) (513) 534-5310

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 11,120,172.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1 Contributions, gifts, grants, etc , received (attach schedule)				
2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3 Interest on savings and temporary cash investments	28,263.	28,263.		STMT 1
4 Dividends and interest from securities	291,594.	289,571.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-245,062.			
b Gross sales price for all assets on line 6a 803,083.				
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	74,795.	317,834.		
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	550.	275.	NONE	275.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	15,674.	4,142.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	81,176.	80,841.		335.
24 **Total operating and administrative expenses.** Add lines 13 through 23	97,400.	85,258.	NONE	610.
25 Contributions, gifts, grants paid	396,114.			396,114.
26 **Total expenses and disbursements** Add lines 24 and 25	493,514.	85,258.	NONE	396,724.
27 Subtract line 26 from line 12				
a **Excess of revenue over expenses and disbursements**	-418,719.			
b **Net investment income** (if negative, enter -0-)		232,576.		
c **Adjusted net income** (if negative, enter -0-)				

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	382.	350.	350.
2	Savings and temporary cash investments	730,071.	580,119.	580,119.
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 16 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)	8,356,357.	7,844,058.	7,816,590.
c	Investments - corporate bonds (attach schedule)	2,397,589.	2,641,152.	2,723,113.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	11,484,399.	11,065,679.	11,120,172.
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	11,484,399.	11,065,679.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	11,484,399.	11,065,679.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	11,484,399.	11,065,679.	

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	11,484,399.
2	Enter amount from Part I, line 27a	2	-418,719.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,065,680.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	1.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,065,679.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	-245,062.
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))
2008	600,760.	11,907,686.	0.05045144791
2007			
2006			
2005			
2004			

2	**Total** of line 1, column (d)	2	0.05045144791
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	0.05045144791
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	9,905,496.
5	Multiply line 4 by line 3	5	499,747.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,326.
7	Add lines 5 and 6	7	502,073.
8	Enter qualifying distributions from Part XII, line 4	8	396,724.

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 or determination 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	4,652.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	4,652.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	4,652.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 5,643.		
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	5,643.
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	991.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 991. **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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 7			
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 2009 or the taxable year beginning in 2009 (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)*

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

Website address ▶ N/A

14 The books are in care of ▶ FIFTH THIRD BANK Telephone no ▶ (513)534-5409

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

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ [X]

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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	[ ] Yes [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	[ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	[ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	[ ] Yes [X] 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 [X] 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 [X] No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	[ ] Yes [X] 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 [X] No			
b	If "Yes," did it have excess business holdings in 2009 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 2009.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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**

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** No: X

If "Yes" to 6b, 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**

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		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,434,173.
b	Average of monthly cash balances	1b	622,168.
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	10,056,341.
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	10,056,341.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	150,845.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,905,496.
6	**Minimum investment return.** Enter 5% of line 5	6	495,275.

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	495,275.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,652.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,652.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	490,623.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	490,623.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	490,623.

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	396,724.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	396,724.
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	396,724.

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 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				490,623.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			NONE	
b	Total for prior years 20 07 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2009				
a	From 2004 NONE				
b	From 2005 NONE				
c	From 2006 NONE				
d	From 2007 NONE				
e	From 2008 11,047.				
f	**Total** of lines 3a through e	11,047.			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 396,724.				
a	Applied to 2008, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				396,724.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	11,047.			11,047.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				82,852.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9:				
a	Excess from 2005 NONE				
b	Excess from 2006 NONE				
c	Excess from 2007 NONE				
d	Excess from 2008 NONE				
e	Excess from 2009 NONE				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 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))

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total . . . . . . ▶ **3a**				396,114.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				NONE	28,263.
4 Dividends and interest from securities				NONE	291,594.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				NONE	-245,062.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				NONE	74,795.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 74,795.

(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 29 of the instructions.)
4	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE
4	CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED IN
4	THE GOVERNING AGREEMENT
8	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE
8	CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED IN
8	THE GOVERNING AGREEMENT
3	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE
3	CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED IN
3	THE GOVERNING AGREEMENT

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee | Date 04/22/2010 | Title Trustee

Paid Preparer's Use Only

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					134.	
		100. CINTAS CORP PROPERTY TYPE: SECURITIES					06/14/1999	01/23/2009
2,297.00		4,189.00					-1,892.00	
		300. CINTAS CORP PROPERTY TYPE: SECURITIES					06/15/2000	01/23/2009
6,882.00		12,150.00					-5,268.00	
		67. CINTAS CORP PROPERTY TYPE: SECURITIES					04/14/1999	01/23/2009
1,539.00		2,807.00					-1,268.00	
		2150. CINTAS CORP PROPERTY TYPE: SECURITIES					04/14/1999	01/23/2009
49,159.00		91,554.00					-42,395.00	
		3350. CINTAS CORP PROPERTY TYPE: SECURITIES					06/14/1999	01/23/2009
76,597.00		138,861.00					-62,264.00	
		206.273 AMERICAN EURO PAC GROWTH FD CL F PROPERTY TYPE: SECURITIES					12/24/2008	01/21/2009
5,318.00		5,547.00					-229.00	
		100. FINL SECURITY ASSUR HDG PFD QRT 6.2 PROPERTY TYPE: SECURITIES					05/10/2007	03/25/2009
865.00		2,488.00					-1,623.00	
		100. FINL SECURITY ASSUR HDG PFD QRT 6.2 PROPERTY TYPE: SECURITIES					09/11/2007	03/25/2009
865.00		2,221.00					-1,356.00	
		200. FINL SECURITY ASSUR HDG PFD QRT 6.2 PROPERTY TYPE: SECURITIES					05/10/2007	03/25/2009
1,680.00		4,975.00					-3,295.00	
		100. FINL SECURITY ASSUR HDG PFD QRT 6.2 PROPERTY TYPE: SECURITIES					09/11/2007	03/25/2009
840.00		2,221.00					-1,381.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10000. IBM CORP DTD 5/25/04 4.375% DUE 6 PROPERTY TYPE: SECURITIES					07/25/2005	06/01/2009
10,000.00		9,985.00					15.00	
		25000. IBM CORP DTD 5/25/04 4.375% DUE 6 PROPERTY TYPE: SECURITIES					07/25/2005	06/01/2009
25,000.00		24,962.00					38.00	
		200000. IBM CORP DTD 5/25/04 4.375% DUE PROPERTY TYPE: SECURITIES					07/25/2005	06/01/2009
200,000.00		199,696.00					304.00	
		15. NORTEL NETWORKS CORP SEDOL B1H4Y87 PROPERTY TYPE: SECURITIES					02/10/2009	03/19/2009
1.00		34.00					-33.00	
		204.484 OPPENHEIMER DEVELOPING MKT- CL A PROPERTY TYPE: SECURITIES					12/09/2008	01/21/2009
3,039.00		3,071.00					-32.00	
		34.822 OPPENHEIMER DEVELOPING MKT- CL A PROPERTY TYPE: SECURITIES					12/08/2009	12/10/2009
984.00		993.00					-9.00	
		5000. ROCKWELL INTL CORP NEW PROPERTY TYPE: SECURITIES					07/29/2005	01/23/2009
137,133.00		259,635.00					-122502.00	
		275000. UNITED STATES TREAS NTS DTD 05/1 PROPERTY TYPE: SECURITIES					04/11/2002	05/15/2009
275,000.00		282,756.00					-7,756.00	
		. MCKESSON SECURITIES LITIGATION PAYMENT PROPERTY TYPE: SECURITIES					05/04/1999	10/13/2009
5,750.00							5,750.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							-245,062.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONEY MARKET INTEREST	28,263.	28,263.
TOTAL	28,263.	28,263.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	29,019.	29,019.
NONDIVIDEND DISTRIBUTIONS	2,023.	
DOMESTIC DIVIDENDS	151,190.	151,190.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	55,468.	55,468.
NONQUALIFIED DOMESTIC DIVIDENDS	53,894.	53,894.
TOTAL	291,594.	289,571.

FORM 990PF, PART I - ACCOUNTING FEES

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

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	2,814.	2,814.
PRIOR YEAR EXCISE TAX PAID	8,830.	
EXCISE TAX ESTIMATE	1,500.	
EXCISE TAX ESTIMATE	1,202.	
FOREIGN TAXES ON QUALIFIED FOR	1,328.	1,328.
TOTALS	15,674.	4,142.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK SERVICE FEES	80,841.	80,841.	
OTHER MISC. EXPENSES	200.		200.
MISC. CHARITABLE EXPENSE	135.		135.
TOTALS	81,176.	80,841.	335.

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

DESCRIPTION		AMOUNT
ROUNDING		1.
	TOTAL	1.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
OH

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

OFFICER NAME:
FIFTH THIRD BANK
ADDRESS:
38 FOUNTAIN SQUARE PLAZA
CINCINNATI, OH 45202
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

RECIPIENT NAME:
SEE SCHEDULE ATTACHED
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 396,114.

TOTAL GRANTS PAID: 396,114.

BENEFICIARY	ADDRESS	GIFT REASON	GIFT AMOUNT
MAPLE KNOLL COMMUNITIES	ATTN KENNETH W HUFF, EXEC VP 11100 SPRINGFIELD PIKE CINCINNATI, OH 45246	PROGRAM SUPPORT	$ 49,790.57
THE SALVATION ARMY	MR. RICHARD D. ALLEN 440 WEST NYACK ROAD WEST NYACK, NY 10994	PROGRAM SUPPORT	$ 14,143 61
GENERAL PROTESTANT ORPHAN HOME	6881 BEECHMONT AVENUE CINCINNATI, OHIO 45230	PROGRAM SUPPORT	$ 14,143 61
EMANUEL DAY NURSERY	1308 RACE STREET CINCINNATI, OHIO 45210	PROGRAM SUPPORT	$ 17,202 92
Y.W.C A. OF CINCINNATI, OHIO	898 WALNUT STREET CINCINNATI, OHIO 45202	PROGRAM SUPPORT	$ 17,202.92
CINCINNATI FDTN FOR THE AGED	5 WEST FOURTH STREET 2100 FOURTH & VINE TOWER CINCINNATI OH 45202	PROGRAM SUPPORT	$ 7,071.92
CLOVERNOOK HOME/CTR FOR BLIND	7000 HAMILTON AVENUE CINCINNATI, OHIO 45231	PROGRAM SUPPORT	$ 7,071 92
CHILDREN'S HOME OF CINCINNATI	ATTN· MICHELLE KINDWELL 5050 MADISON ROAD CINCINNATI, OH 45227	PROGRAM SUPPORT	$ 17,202.92
GREATER CINCINNATI FOUNDATION	200 W 4TH STREET CINCINNATI OH 45202	PROGRAM SUPPORT	$ 3,536 19
OHIO HUMANE SOCIETY (FAMILIES FORWARD)	2400 READING ROAD CINCINNATI, OHIO 45202	PROGRAM SUPPORT	$ 8,601.74

NEW ORPHAN ASYLUM SCHOLARSHIP FD	2300 MONTANA AVENUE CINCINNATI, OHIO 45211	PROGRAM SUPPORT	$	3,536.19
ST JOHN'S UNITARIAN CHURCH	320 RESOR AVE CINCINNATI, OHIO 45220	PROGRAM SUPPORT	$	65,398.39
DEUTSCHES ROTES KREUZ	TEAM 51 - FINANZEN CARSTENNSTR. 58 ATTN· BETINA MULLER 12205 BERLIN GERMANY	PROGRAM SUPPORT	$	127,294.67
THE CHILDREN'S HOSPITAL	ATTN· SCOTT HAMLIN SENIOR VP/FINANCE 3333 BURNET AVE ML 3006 CINCINNATI, OH 45229	PROGRAM SUPPORT	$	7,071.92
UNIVERSITY OF CINCINNATI *TR U/W O LUEDEKING SUBTR FOR UC*	ASSISTANT TREASURER'S OFFICE P O BOX 210641 CINCINNATI, OH 45221	PROGRAM SUPPORT	$	24,806.44
BEECHWOOD HOME FOR INCURABLES *TR U/W O LUEDEKING SUB BEECHWOOD*	TIM OWENS, DIR. OF FINANCE 2140 POGUE AVE CINCINNATI, OH 45208	PROGRAM SUPPORT	$	12,037 98
		TOTAL	$	396,113 91

OTTO LUEDEKING FOUNDATION

ACCOUNT NUMBER 01-01-000-0321000 (MAIN ACCOUNT) ***
***** 2 Sub Accounts - 01-01-000-3736709, 01-01-000-3818309**

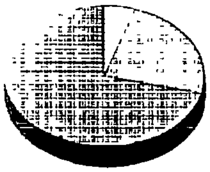
12/31/2009

SUMMARY OF BALANCES		MAIN ACCOUNT 0321000	SUB ACCOUNT 3736709	SUB ACCOUNT 3818309	CONSOLIDATED ACCOUNT TOTALS MARKET VALUE
	MARKET VALUE				
CASH					
	MONEY MARKET INVESTMENTS	530,794 00	25,332.00	23,993.00	580,119 00
	SHORT TERM INVESTMENTS	0 00	0.00	0.00	0.00
	CASH	0.97	248.96	100.23	350.16
TOTAL		**530,794.97**	**25,580.96**	**24,093.23**	580,469.16
BONDS					
	BONDS	2,525,889 99	139,711 27	57,512 13	2,723,113 39
	BOND FUNDS	0 00	0 00	0 00	0 00
TOTAL		**2,525,889.99**	**139,711.27**	**57,512.13**	**2,723,113.39**
	COMMON STOCK	7,383,639 51	292,121 60	140,829.31	7,816,590 42
	PREFERRED STOCK	0.00	0 00	0.00	0 00
	EQUITY FUNDS	0.00	0 00	0 00	0.00
TOTAL		**7,383,639.51**	**292,121.60**	**140,829.31**	**7,816,590.42**
OTHER					
	ASSETS	0.00	0.00	0.00	0 00
	LIABILITIES	0.00	0 00	0 00	0.00
TOTAL		**0.00**	**0.00**	**0.00**	**0.00**
					0 00
TOTAL VALUE		**10,440,324.47**	**457,413.83**	**222,434.67**	**11,120,172.97**
TOTAL OF ALL ASSETS					**11,120,172.97**

12/01/2009 - 12/31/2009

TR U/W OTTO LUEDEKING

INVESTMENT ALLOCATION SUMMARY



Cash and Equivalents - 5%
Fixed Income - 24%
Equities - 71%

Description	Last Statement	This Statement	Percent of Assets	Est. Annual Income	Estimated Yield
Cash and Equivalents	$502,992 31	$530,794 97	5%	$53 08	0 0%
Fixed Income	$2,547,226 65	$2,525,889 99	24%	$136,014 79	5 4%
Equities	$7,265,311 67	$7,383,639 51	71%	$148,578 68	2 0%
Total Account Value	**$10,315,530.63**	**$10,440,324.47**	**100%**	**$284,646.55**	**2.7%**

Net change in total account value 1 2 % Increase

ACCOUNT SUMMARY

	Income Cash	Principal Cash	Investments*	Total
Beginning Balance	**$5,633.43**	**$497,358.88**	**$9,812,538.32**	**$10,315,530.63**
Income	$40,161 75			$40,161 75
Distributions	$(6,835 37)			$(6,835 37)
Net Security Transactions	$(5,523 72)		$5,523 72	
Change in Market Value			$91,467 46	$91,467 46
Ending Balance	**$33,436.09**	**$497,358.88**	**$9,909,529.50**	**$10,440,324.47**

* Investments represent the activity in your equity bond & other security holdings

REALIZED GAIN/(LOSS) SUMMARY

	Current Period	YTD
Short-term gain/(loss)	$(9 39)	$(271 06)
Long-term gain/(loss)	$0 00	$(234,612 19)
Net realized gain/(loss)	**$(9.39)**	**$(234,883.25)**

INVESTMENT OBJECTIVE

Growth

Total return through long-term growth of capital, an expectation of a high degree of principal fluctuation, and some current taxable income

ACCOUNT OVERVIEW

	Current Period	YTD
Income Earned		
Fifth Third Funds Income	$4,026 23	$36,840 91
Corporate Interest	$4 13	$23,706 09
US Government Interest	$0 00	$52,250 00
Dividends	$36,131 39	$186,678 94
Total Income Earned	$40,161 75	$299,475 94
Distributions		
Cash	$(6,835 37)	$(447,567 11)
Total Distributions	$(6,835 37)	$(447,567 11)
Security Transactions		
Purchases	$(6,507 79)	$(743,669 71)
Sales	$984 07	$747,229 89
Net Security Transactions	$(5,523 72)	$3,560 18
Change in Market Value	$91,467 46	$1,372,271 54

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents									
0 9700		CASH	$1 000	$0 97	0 0%	$0 97			
33,436 0000		FIFTH THIRD PRIME MONEY MARKET FUND (N) (INCOME INVESTMENT) CUSIP - 898330204	$1 000	$33,436 00	0 3%	$33,436 00		$3 34	
497,358 0000		FIFTH THIRD PRIME MONEY MARKET FUND (N) CUSIP - 898330204	$1 000	$497,358 00	4 8%	$497,358 00		$49 74	
		Cash & Equivalents - Total		**$530,794.97**	**5.1%**	**$530,794.97**		**$53.08**	**0 0%**
Fixed Income									
200,000 0000		E I DU PONT DE NEMOURS 4/30/2004 4 125 4/30/2010 CUSIP - 263534BM0	$101 343	$202,686 00	1 9%	$198,078 00	$4,608 00	$8,250 00	4 1%
200,000 0000		WAL-MART STORES 02/18/04 4 125 02/15/11 CUSIP - 931142BV4	$103 585	$207,170 00	2 0%	$199,247 66	$7,922 34	$8,250 00	4 0%
		Corporate Bonds - Total		$409,856 00	3 9%	$397,325 66	$12,530 34	$16,500 00	4 0%
24,075 9030	MXIIX	FIFTH THIRD STRATEGIC INCOME FD INSTL SHS CUSIP - 351889969	$9 610	$231,369 43	2 2%	$250,206 57	$(18,837 14)	$15,288 20	6 6%
35,648 3570	FTYIX	FIFTH THIRD HIGH YIELD BOND FUND CUSIP - 351889985	$9 400	$335,094 56	3 2%	$300,000 00	$35,094 56	$27,413 59	8 2%
3,300 0000	AGG	ISHARES BARCLAYS AGGREGATE BD FD CUSIP - 464287226	$103 190	$340,527 00	3 3%	$336,057 40	$4,469 60	$13,233 00	3 9%
3,300 0000	LQD	ISHARES IBOXX $ INVESTMENT GRADE CORPORATE BOND FUND CUSIP - 464287242	$104 150	$343,695 00	3 3%	$329,434 52	$14,260 48	$18,892 50	5 5%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description		Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income									**(continued)**	
			Mutual Bond Funds - Total		$1,250,685 99	12 0%	$1,215,698 49	$34,987 50	$74,827 29	6 0%
275,000 0000		US TREASURY N/B 2/15/2000 6 500 2/15/2010 CUSIP - 912827521		$100 727	$276,999 25	2 7%	$277,014 64	$(15 39)	$17,875 00	6 5%
275,000 0000		US TREASURY N/B 8/15/2001 5 000 8/15/2011 CUSIP - 9128277B2		$106 625	$293,218 75	2 8%	$284,528 32	$8,690 43	$13,750 00	4 7%
275,000 0000		US TREASURY N/B 1/31/2007 4 750 1/31/2012 CUSIP - 912828GF1		$107 320	$295,130 00	2 8%	$275,461 92	$19,668 08	$13,062 50	4 4%
			U S Government Bonds - Total		$865,348 00	8 3%	$837,004 88	$28,343 12	$44,687 50	5 2%
		Fixed Income - Total			**$2,525,889.99**	**24.2%**	**$2,450,029.03**	**$75,860.96**	**$136,014.79**	**5.4%**
Equities										
11,175 0000	DIS	DISNEY WALT CO CUSIP - 254687106		$32 250	$360,393 75	3 5%	$352,979 11	$7,414 64	$3,911 25	1 1%
7,000 0000	OMC	OMNICOM GROUP INC CUSIP - 681919106		$39 150	$274,050 00	2 6%	$264,673 92	$9,376 08	$4,200 00	1 5%
			Consumer Discretionary - Total		$634,443 75	6 1%	$617,653 03	$16,790 72	$8,111 25	1 3%
5,600 0000	PEP	PEPSICO INC CUSIP - 713448108		$60 800	$340,480 00	3 3%	$256,121 04	$84,358 96	$10,080 00	3 0%
2,000 0000	PG	PROCTER & GAMBLE CO CUSIP - 742718109		$60 630	$121,260 00	1 2%	$110,102 00	$11,158 00	$3,520 00	2 9%
8,200 0000	WAG	WALGREEN CO CUSIP - 931422109		$36 720	$301,104 00	2 9%	$266,368 80	$34,735 20	$4,510 00	1 5%
			Consumer Staples - Total		$762,844 00	7 3%	$632,591 84	$130,252 16	$18,110 00	2 4%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
6 000 0000	WFT	WEATHERFORD INTL LTD REG CUSIP - H27013103	$17 910	$107,460 00	1 0%	$95,188 95	$12,271 05		
6,800 0000	CVX	CHEVRON CORPORATION CUSIP - 166764100	$76 990	$523,532 00	5 0%	$248,121 46	$275,410 54	$18,496 00	3 5%
5,450 0000	RDS A	ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS CUSIP - 780259206	$60 110	$327,599 50	3 1%	$246,612 50	$80,987 00	$15,565 20	4 8%
6,012 0000	SE	SPECTRA ENERGY CORP CUSIP - 847560109	$20 510	$123,306 12	1 2%	$138,333 07	$(15,026 95)	$6,012 00	4 9%
		Energy - Total		$1,081,897 62	10 4%	$728,255 98	$353,641 64	$40,073 20	3 7%
9,433 0000	BK	BANK OF NEW YORK MELLON CORP CUSIP - 064058100	$27 970	$263,841 01	2 5%	$363,229 25	$(99,388 24)	$3,395 88	1 3%
5,000 0000	NTRS	NORTHERN TR CORP CUSIP - 665859104	$52 400	$262,000 00	2 5%	$291,841 00	$(29,841 00)	$5,600 00	2 1%
16,000 0000	WFC	WELLS FARGO & COMPANY CUSIP - 949746101	$26 990	$431,840 00	4 1%	$327,457 09	$104,382 91	$3,200 00	0 7%
		Financials - Total		$957,681 01	9 2%	$982,527 34	$(24,846 33)	$12,195 88	1 3%
6,000 0000	AMGN	AMGEN INC CUSIP - 031162100	$56 570	$339,420 00	3 3%	$362,952 56	$(23,532 56)		
4,900 0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	$64 410	$315,609 00	3 0%	$246,715 00	$68,894 00	$9,604 00	3 0%
1,000 0000	KCI	KINETIC CONCEPTS INC CUSIP - 49460W208	$37 650	$37,650 00	0 4%	$58,400 00	$(20,750 00)		
11,000 0000	PFE	PFIZER INC CUSIP - 717081103	$18 190	$200,090 00	1 9%	$373,461 45	$(173,371 45)	$7,920 00	4 0%
5,000 0000	VAR	VARIAN MEDICAL SYSTEMS INC CUSIP - 92220P105	$46 850	$234,250 00	2 2%	$184,500 00	$49,750 00	$2,000 00	0 9%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description		Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities									(continued)	
			Healthcare - Total		$1,127,019 00	10 8%	$1,226,029 01	$(99,010 01)	$19,524 00	1 7%
12,000 0000	GE	GENERAL ELECTRIC CO CUSIP - 369604103		$15 130	$181,560 00	1 7%	$430,589 21	$(249,029 21)	$4,800 00	2 6%
3,600 0000	MMM	3M CO CUSIP - 88579Y101		$82 670	$297 612 00	2 9%	$253 797 84	$43 814 16	$7 344 00	2 5%
			Industrials - Total		$479,172 00	4 6%	$684,387 05	$(205,215 05)	$12,144 00	2 5%
25,000 0000	EMC	E M C CORP/MASS CUSIP - 268648102		$17 470	$436,750 00	4 2%	$323,637 47	$113,112 53		
6,750 0000	INTC	INTEL CORP CUSIP - 458140100		$20 400	$137,700 00	1 3%	$165,502 34	$(27,802 34)	$3,780 00	2 7%
9,780 0000	MSFT	MICROSOFT CORP CUSIP - 594918104		$30 480	$298,094 40	2 9%	$268,305 04	$29,789 36	$5,085 60	1 7%
2,500 0000	SYMC	SYMANTEC CORP COM CUSIP - 871503108		$17 890	$44,725 00	0 4%	$59,870 00	$(15,145 00)		
			Information Technology - Total		$917,269 40	8 8%	$817,314 85	$99,954 55	$8,865 60	1 0%
3,000 0000	DD	DU PONT E I DE NEMOURS & CO CUSIP - 263534109		$33 670	$101,010 00	1 0%	$123,461 10	$(22,451 10)	$4,920 00	4 9%
			Materials - Total		$101,010 00	1 0%	$123,461 10	$(22,451 10)	$4,920 00	4 9%
6,143 7310	DODFX	DODGE & COX INTL STOCK FUND CUSIP - 256206103		$31 850	$195,677 83	1 9%	$300,000 00	$(104,322 17)	$2,678 67	1 4%
143 6400	AEPFX	EUROPACIFIC GROWTH FD CL F-2 (INCOME INVESTMENT) CUSIP - 29875E100		$38 310	$5,502 85	0 1%	$5,514 33	$(11 48)	$104 57	1 9%
7,576 7130	AEPFX	EUROPACIFIC GROWTH FD CL F-2 CUSIP - 29875E100		$38 310	$290,263 88	2 8%	$334,644 38	$(44,380 50)	$5,515 85	1 9%

TR U/W OTTO LUEDEKING

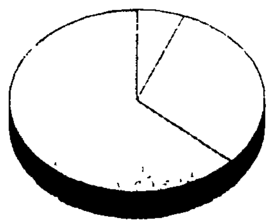
PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
8,548 8030	ODMAX	OPPENHEIMER DEVELOPING MKT- CL A CUSIP - 683974109	$28 760	$245,863 57	2 4%	$251,234 73	$(5,371 16)	$991 66	0 4%
16,418 3440	TEGAX	TOUCHSTONE MID CAP GROWTH A CUSIP - 89154X880	$18 990	$311,784 35	3 0%	$399,480 74	$(87,696 39)		
		Mutual Equity Funds - Total		$1,049,092 48	10 0%	$1,290,874 18	$(241,781 70)	$9,290 75	0 9%
2,000 0000	VZ	VERIZON COMMUNICATIONS CUSIP - 92343V104	$33 130	$66,260 00	0 6%	$65,706 94	$553 06	$3,800 00	5 7%
		Telecommunication Services - Total		$66,260 00	0 6%	$65,706 94	$553 06	$3,800 00	5 7%
12,025 0000	DUK	DUKE ENERGY CORP CUSIP - 26441C105	$17 210	$206,950 25	2 0%	$191,920 18	$15,030 07	$11,544 00	5 6%
		Utilities - Total		$206,950 25	2 0%	$191,920 18	$15,030 07	$11,544 00	5 6%
		Equities - Total		**$7,383,639.51**	**70.7%**	**$7,360,721.50**	**$22,918.01**	**$148,578.68**	**2.0%**
Total Portfolio Positions				**$10,440,324.47**	**100.0%**	**$10,341,545.50**	**$98,778.97**	**$284,646.55**	**2.7%**

TR U/W O. LUEDEKING SUBTR FOR UC

12/01/2009 - 12/31/2009

INVESTMENT ALLOCATION SUMMARY



Cash and Equivalents - 6%
Fixed Income - 31%
Equities - 64%

Description	Last Statement	This Statement	Percent of Assets	Est. Annual Income	Estimated Yield
Cash and Equivalents	$24,227.51	$25,580.96	6%	$25.33	0.1%
Fixed Income	$141,455.13	$139,711.27	31%	$6,861.88	4.9%
Equities	$289,573.09	$292,121.60	64%	$6,919.42	2.4%
Total Account Value	**$455,255.73**	**$457,413.83**	**100%**	**$13,806.63**	**3.0%**

Net change in total account value 0.5 % Increase

ACCOUNT SUMMARY

	Income Cash	Principal Cash	Investments*	Total
Beginning Balance	**$3,343.57**	**$20,883.94**	**$431,028.22**	**$455,255.73**
Income	$1,654.59			$1,654.59
Distributions	$(301.14)			$(301.14)
Change in Market Value			$804.65	$804.65
Ending Balance	**$4,697.02**	**$20,883.94**	**$431,832.87**	**$457,413.83**

* Investments represent the activity in your equity, bond & other security holdings

REALIZED GAIN/(LOSS) SUMMARY

	Current Period	YTD
Short-term gain/(loss)	$0.00	$(32.60)
Long-term gain/(loss)	$0.00	$(9,906.20)
Net realized gain/(loss)	**$0.00**	**$(9,938.80)**

INVESTMENT OBJECTIVE

Growth and Income

Total return through long-term growth of capital, an expectation of a modest level of principal fluctuation, and moderate current taxable income.

ACCOUNT OVERVIEW

	Current Period	YTD
Income Earned		
Corporate Interest	$0.00	$2,796.90
US Government Interest	$0 00	$1,800.00
Dividends	$1,653.60	$9,820.07
Other Income	$0.99	$112.06
Total Income Earned	$1,654.59	$14,529.03
Contributions		
Security Deposits	$0.00	$1.32
Total Contributions	$0.00	$1.32
Distributions		
Cash	$(301.14)	$(28,142.02)
Total Distributions	$(301.14)	$(28,142.02)
Security Transactions		
Purchases	$0.00	$(25,002.00)
Sales	$0.00	$34,402.64
Net Security Transactions	$0.00	$9,400 64
Change in Market Value	$804.65	$42,861 50

TR U/W O. LUEDEKING SUBTR FOR UC

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents									
248.9600		CASH	$1.000	$248 96	0 1%	$248 96			
4,449.0000		FIFTH THIRD BANKSAFE TRUST (INCOME INVESTMENT) CUSIP - 316775907	$1 000	$4,449 00	1.0%	$4,449 00		$4 45	0.1%
20,883 0000		FIFTH THIRD BANKSAFE TRUST CUSIP - 316775907	$1.000	$20,883.00	4.6%	$20,883.00		$20.88	0.1%
		Cash & Equivalents - Total		**$25,580.96**	**5.6%**	**$25,580.96**		**$25.33**	**0.1%**
Fixed Income									
25,000 0000		BANK OF AMERICA CORP 9/25/2002 4.875 9/15/2012 CUSIP - 060505AR5	$104 784	$26,196.00	5.7%	$25,309 25	$886.75	$1,218 75	4.7%
25,000 0000		WAL-MART STORES 02/18/04 4.125 02/15/11 CUSIP - 931142BV4	$103.585	$25,896 25	5.7%	$24,535 25	$1,361.00	$1,031.25	4.0%
		Corporate Bonds - Total		$52,092 25	11.4%	$49,844.50	$2,247.75	$2,250.00	4.3%
125 0000	AGG	ISHARES BARCLAYS AGGREGATE BD FD CUSIP - 464287226	$103.190	$12,898 75	2.8%	$12,655.90	$242.85	$501.25	3.9%
325.0000	LQD	ISHARES IBOXX $ INVESTMENT GRADE CORPORATE BOND FUND CUSIP - 464287242	$104.150	$33,848 75	7.4%	$33,012.10	$836.65	$1,860.63	5.5%
		Mutual Bond Funds - Total		$46,747 50	10.2%	$45,668.00	$1,079.50	$2,361.88	5.1%
16,000 0000		US TREASURY N/B 2/15/2000 6.500 2/15/2010 CUSIP - 9128275Z1	$100.727	$16,116 32	3.5%	$16,515.04	$(398.72)	$1,040 00	6 5%
16,000 0000		US TREASURY N/B 1/31/2007 4.750 1/31/2012 CUSIP - 912828GF1	$107.320	$17,171 20	3 8%	$16,026.88	$1,144.32	$760.00	4 4%

TR U/W O. LUEDEKING SUBTR FOR UC

12/01/2009 - 12/31/2009

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income									
		(continued)							
		U.S. Government Bonds - Total		$33,287.52	7.3%	$32,541.92	$745.60	$1,800 00	5.4%
300 0000	EHB	ENTERGY ARKANSAS INC PREFERRED 6% QUARTERLY CUSIP - 29364D795	$25.280	$7,584 00	1.7%	$7,450.50	$133.50	$450 00	5.9%
		Preferred Stock - Total		$7,584 00	1.7%	$7,450.50	$133.50	$450.00	5.9%
		Fixed Income - Total		**$139,711.27**	**30.5%**	**$135,504.92**	**$4,206.35**	**$6,861.88**	**4.9%**
Equities									
400.0000	OMC	OMNICOM GROUP INC CUSIP - 681919106	$39.150	$15,660 00	3.4%	$17,781.21	$(2,121.21)	$240.00	1.5%
		Consumer Discretionary - Total		$15,660.00	3 4%	$17,781.21	$(2,121.21)	$240 00	1.5%
200.0000	PEP	PEPSICO INC CUSIP - 713448108	$60.800	$12,160.00	2.7%	$9,147.18	$3,012.82	$360.00	3 0%
300.0000	WAG	WALGREEN CO CUSIP - 931422109	$36.720	$11,016.00	2.4%	$9,745.20	$1,270.80	$165.00	1.5%
		Consumer Staples - Total		$23,176.00	5.1%	$18,892.38	$4,283.62	$525 00	2.3%
300.0000	CVX	CHEVRON CORPORATION CUSIP - 166764100	$76 990	$23,097 00	5.0%	$10,946.53	$12,150.47	$816.00	3.5%
200 0000	RDS A	ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS CUSIP - 780259206	$60 110	$12,022.00	2.6%	$9,050 00	$2,972 00	$571 20	4.8%
349 0000	SE	SPECTRA ENERGY CORP CUSIP - 847560109	$20 510	$7,157.99	1.6%	$8,753.49	$(1,595.50)	$349.00	4.9%
		Energy - Total		$42,276 99	9.2%	$28,750.02	$13,526.97	$1,736.20	4 1%
849 0000	BK	BANK OF NEW YORK MELLON CORP CUSIP - 064058100	$27.970	$23,746 53	5 2%	$35,486.07	$(11,739 54)	$305.64	1 3%

12/01/2009 - 12/31/2009

TR U/W O. LUEDEKING SUBTR FOR UC

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
900 0000	WFC	WELLS FARGO & COMPANY CUSIP - 949746101	$26.990	$24,291.00	5.3%	$19,968.75	$4,322.25	$180.00	0.7%
		Financials - Total		$48,037.53	10 5%	$55,454.82	$(7,417.29)	$485 64	1.0%
300.0000	AMGN	AMGEN INC CUSIP - 031162100	$56.570	$16,971.00	3 7%	$19,976.67	$(3,005.67)		
200 0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	$64.410	$12,882.00	2.8%	$10,070.00	$2,812 00	$392.00	3.0%
500 0000	PFE	PFIZER INC CUSIP - 717081103	$18.190	$9,095.00	2 0%	$23,312 50	$(14,217.50)	$360 00	4.0%
300 0000	VAR	VARIAN MEDICAL SYSTEMS INC CUSIP - 92220P105	$46 850	$14,055.00	3.1%	$11,070.00	$2,985 00	$120 00	0.9%
		Healthcare - Total		$53,003.00	11 6%	$64,429.17	$(11,426.17)	$872.00	1.6%
700 0000	GE	GENERAL ELECTRIC CO CUSIP - 369604103	$15.130	$10,591.00	2.3%	$30,057.19	$(19,466.19)	$280.00	2 6%
150 0000	MMM	3M CO CUSIP - 88579Y101	$82.670	$12,400.50	2 7%	$10,574.91	$1,825.59	$306.00	2.5%
		Industrials - Total		$22,991.50	5 0%	$40,632.10	$(17,640.60)	$586.00	2 5%
500 0000	EMC	E M C CORP/MASS CUSIP - 268648102	$17 470	$8,735.00	1.9%	$6,839.50	$1,895.50		
500 0000	INTC	INTEL CORP CUSIP - 458140100	$20.400	$10,200 00	2.2%	$27,042 13	$(16,842.13)	$280.00	2.7%
600 0000	MSFT	MICROSOFT CORP CUSIP - 594918104	$30.480	$18,288.00	4.0%	$16,339 14	$1,948 86	$312.00	1 7%
		Information Technology - Total		$37,223.00	8.1%	$50,220.77	$(12,997.77)	$592.00	1 6%
300 0000	DD	DU PONT E I DE NEMOURS & CO CUSIP - 263534109	$33.670	$10,101.00	2 2%	$12,684 00	$(2,583 00)	$492.00	4 9%

12/01/2009 - 12/31/2009

TR U/W O. LUEDEKING SUBTR FOR UC

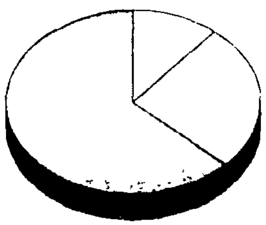
PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
		Materials - Total		$10,101.00	2.2%	$12,684.00	$(2,583.00)	$492.00	4 9%
500 0000	EFA	ISHARES MSCI EAFE INDEX FD CUSIP - 464287465	$55.280	$27,640.00	6 0%	$40,191.00	$(12,551 00)	$720 50	2 6%
		Mutual Equity Funds - Total		$27,640.00	6.0%	$40,191.00	$(12,551.00)	$720.50	2 6%
698 0000	DUK	DUKE ENERGY CORP CUSIP - 26441C105	$17.210	$12,012.58	2.6%	$12,142.89	$(130.31)	$670.08	5.6%
		Utilities - Total		$12,012.58	2.6%	$12,142.89	$(130.31)	$670.08	5.6%
		Equities - Total		**$292,121.60**	**63.9%**	**$341,178.36**	**$(49,056.76)**	**$6,919.42**	**2.4%**
Total Portfolio Positions				**$457,413.83**	**100.0%**	**$502,264.24**	**$(44,850.41)**	**$13,806.63**	**3.0%**

12/01/2009 - 12/31/2009

TR U/W O LUEDEKING SUB BEECHWOOD

INVESTMENT ALLOCATION SUMMARY



Description	Last Statement	This Statement	Percent of Assets	Est. Annual Income	Estimated Yield
Cash and Equivalents	$23,443.39	$24,093.23	11%	$23.99	0.1%
Fixed Income	$57,963.02	$57,512.13	26%	$2,849.25	5.0%
Equities	$139,609.70	$140,829.31	63%	$3,545.97	2.5%
Total Account Value	**$221,016.11**	**$222,434.67**	**100%**	**$6,419.21**	**2.9%**

Net change in total account value 0.6 % Increase

ACCOUNT SUMMARY

	Income Cash	Principal Cash	Investments*	Total
Beginning Balance	**$6,331.42**	**$17,111.97**	**$197,572.72**	**$221,016.11**
Income	$787.92			$787.92
Contributions	$8.38			$8.38
Distributions	$(146.46)			$(146.46)
Change in Market Value			$768.72	$768.72
Ending Balance	**$6,981.26**	**$17,111.97**	**$198,341.44**	**$222,434.67**

* Investments represent the activity in your equity, bond & other security holdings

REALIZED GAIN/(LOSS) SUMMARY

	Current Period	YTD
Short-term gain/(loss)	$0.00	$0.00
Long-term gain/(loss)	$0.00	$(6,123.30)
Net realized gain/(loss)	**$0.00**	**$(6,123.30)**

INVESTMENT OBJECTIVE

Growth and Income

Total return through long-term growth of capital, an expectation of a modest level of principal fluctuation, and moderate current taxable income

ACCOUNT OVERVIEW

	Current Period	YTD
Income Earned		
Corporate Interest	$0.00	$1,118.75
US Government Interest	$0.00	$1,012.50
Dividends	$786.96	$4,539.63
Other Income	$0.96	$112.35
Total Income Earned	$787.92	$6,783.23
Contributions		
Cash	$8.38	$73.97
Total Contributions	$8 38	$73.97
Distributions		
Cash	$(146.46)	$(13,662.92)
Total Distributions	$(146.46)	$(13,662.92)
Security Transactions		
Purchases	$0.00	$(10,000.80)
Sales	$0.00	$15,565.95
Net Security Transactions	$0 00	$5,565 15

12/01/2009 - 12/31/2009

TR U/W O LUEDEKING SUB BEECHWOOD

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents									
100.2300		CASH	$1 000	$100.23	0.0%	$100.23			
6,882.0000		FIFTH THIRD BANKSAFE TRUST (INCOME INVESTMENT) CUSIP - 316775907	$1.000	$6,882.00	3.1%	$6,882.00		$6.88	0 1%
17,111 0000		FIFTH THIRD BANKSAFE TRUST CUSIP - 316775907	$1.000	$17,111.00	7 7%	$17,111 00		$17.11	0 1%
		Cash & Equivalents - Total		**$24,093.23**	**10.8%**	**$24,093.23**		**$23.99**	**0.1%**
Fixed Income									
10,000.0000		BANK OF AMERICA CORP 9/25/2002 4.875 9/15/2012 CUSIP - 060505AR5	$104.784	$10,478 40	4 7%	$10,123 70	$354.70	$487.50	4 7%
300.0000	EHB	ENTERGY ARKANSAS INC PREFERRED 6% QUARTERLY CUSIP - 29364D795	$25.280	$7,584.00	3.4%	$7,450.50	$133.50	$450.00	5.9%
50 0000	AGG	ISHARES BARCLAYS AGGREGATE BD FD CUSIP - 464287226	$103 190	$5,159 50	2.3%	$5,062 36	$97.14	$200.50	3 9%
50 0000	LQD	ISHARES IBOXX $ INVESTMENT GRADE CORPORATE BOND FUND CUSIP - 464287242	$104 150	$5,207.50	2.3%	$4,938.44	$269.06	$286 25	5.5%
9,000 0000		US TREASURY N/B 2/15/2000 6 500 2/15/2010 CUSIP - 9128275Z1	$100 727	$9,065 43	4 1%	$9,065.92	$(0.49)	$585 00	6.5%
9,000 0000		US TREASURY N/B 1/31/2007 4.750 1/31/2012 CUSIP - 912828GF1	$107 320	$9,658 80	4 3%	$9,015.11	$643.69	$427.50	4.4%

12/01/2009 - 12/31/2009

TR U/W O LUEDEKING SUB BEECHWOOD

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income								**(continued)**	
10,000.0000		WAL-MART STORES 02/18/04 4.125 02/15/11 CUSIP - 931142BV4	$103.585	$10,358.50	4.7%	$9,962.39	$396.11	$412.50	4.0%
		Fixed Income - Total		**$57,512.13**	**25.9%**	**$55,618.42**	**$1,893.71**	**$2,849.25**	**5.0%**
Equities									
125.0000	AMGN	AMGEN INC CUSIP - 031162100	$56.570	$7,071.25	3.2%	$7,436.25	$(365.00)		
287.0000	BK	BANK OF NEW YORK MELLON CORP CUSIP - 064058100	$27.970	$8,027.39	3.6%	$10,874.09	$(2,846.70)	$103.32	1.3%
150.0000	CVX	CHEVRON CORPORATION CUSIP - 166764100	$76.990	$11,548.50	5.2%	$5,473.27	$6,075.23	$408.00	3 5%
150.0000	DD	DU PONT E I DE NEMOURS & CO CUSIP - 263534109	$33.670	$5,050.50	2.3%	$6,342.00	$(1,291.50)	$246.00	4.9%
325 0000	DUK	DUKE ENERGY CORP CUSIP - 26441C105	$17.210	$5,593.25	2.5%	$5,081.21	$512.04	$312.00	5.6%
300 0000	GE	GENERAL ELECTRIC CO CUSIP - 369604103	$15.130	$4,539.00	2.0%	$10,644.22	$(6,105.22)	$120.00	2.6%
300.0000	INTC	INTEL CORP CUSIP - 458140100	$20 400	$6,120.00	2.8%	$7,518.21	$(1,398.21)	$168.00	2.7%
200.0000	EFA	ISHARES MSCI EAFE INDEX FD CUSIP - 464287465	$55 280	$11,056.00	5.0%	$15,998.00	$(4,942.00)	$288.20	2.6%
125.0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	$64.410	$8,051 25	3.6%	$6,293.75	$1,757.50	$245.00	3.0%
310.0000	MSFT	MICROSOFT CORP CUSIP - 594918104	$30.480	$9,448.80	4.2%	$8,199.52	$1,249.28	$161.20	1.7%
200 0000	OMC	OMNICOM GROUP INC CUSIP - 681919106	$39 150	$7,830.00	3.5%	$7,276.40	$553 60	$120.00	1.5%

12/01/2009 - 12/31/2009

TR U/W O LUEDEKING SUB BEECHWOOD

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
125 0000	PEP	PEPSICO INC CUSIP - 713448108	$60.800	$7,600 00	3.4%	$5,716.99	$1,883.01	$225.00	3 0%
250.0000	PFE	PFIZER INC CUSIP - 717081103	$18.190	$4,547.50	2 0%	$8,589.70	$(4,042.20)	$180.00	4 0%
125.0000	RDS A	ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS CUSIP - 780259206	$60.110	$7,513.75	3.4%	$5,656.25	$1,857.50	$357.00	4.8%
162 0000	SE	SPECTRA ENERGY CORP CUSIP - 847560109	$20.510	$3,322.62	1.5%	$3,651.64	$(329.02)	$162.00	4.9%
100.0000	MMM	3M CO CUSIP - 88579Y101	$82.670	$8,267.00	3 7%	$7,229.97	$1,037.03	$204 00	2.5%
200.0000	VAR	VARIAN MEDICAL SYSTEMS INC CUSIP - 92220P105	$46.850	$9,370 00	4.2%	$7,380 00	$1,990.00	$80 00	0.9%
175.0000	WAG	WALGREEN CO CUSIP - 931422109	$36 720	$6,426.00	2 9%	$5,684.70	$741.30	$96 25	1.5%
350 0000	WFC	WELLS FARGO & COMPANY CUSIP - 949746101	$26.990	$9,446.50	4.2%	$7,111.89	$2,334.61	$70 00	0.7%
		Equities - Total		**$140,829.31**	**63.3%**	**$142,158.06**	**$(1,328.75)**	**$3,545.97**	**2.5%**
Total Portfolio Positions				**$222,434.67**	**100.0%**	**$221,869.71**	**$564.96**	**$6,419.21**	**2.9%**