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Form 990-PF

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

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service (77)

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

2009

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

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 STAR BRIGHT FDN 70383500	A Employer identification number 35-2048031	
	Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank, N A , 1919 Douglas St 2nd Fl MAC N8000-027	Room/suite	B Telephone number (see page 10 of the instructions) (800) 352-3705
	City or town, state, and ZIP code Omaha NE 68102		C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 483,471	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	13,211	13,087		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-61,056			
	b Gross sales price for all assets on line 6a	305,841			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)		0			
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	RECEIVED -47,845	13,087		0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages	0			
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	1,012	0	0	1,012
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	363	363	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	6,183	4,662	0	1,521
	24 Total operating and administrative expenses.	7,558	5,025	0	2,533
Add lines 13 through 23	21,845			21,845	
25 Contributions, gifts, grants paid	29,403	5,025	0	24,378	
26 Total expenses and disbursements Add lines 24 and 25					
27 Subtract line 26 from line 12	-77,248				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		8,062			
c Adjusted net income (if negative, enter -0-)			0		

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

(HTA)

Form 990-PF (2009)

2009

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		1,318	1,318
	2 Savings and temporary cash investments	106,099	64,362	64,362
	3 Accounts receivable ► 0	0	0	0
	Less allowance for doubtful accounts ► 0	0	0	0
	4 Pledges receivable ► 0	0	0	0
	Less allowance for doubtful accounts ► 0	0	0	0
	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) ► 0	0	0	0
	Less allowance for doubtful accounts ► 0	0	0	0
	8 Inventories for sale or use		0	0
	9 Prepaid expenses and deferred charges		0	0
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	161,074	186,162
	c Investments—corporate bonds (attach schedule)	0	164,124	169,838
	11 Investments—land, buildings, and equipment basis ► 0	0	0	0
	Less accumulated depreciation (attach schedule) ► 0	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	428,711	60,758	61,791
	14 Land, buildings, and equipment basis ► 0	0	0	0
	Less accumulated depreciation (attach schedule) ► 0	0	0	0
	15 Other assets (describe ►)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	534,810	451,636	483,471
Liabilities	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue		0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ►)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	534,810	451,636	
	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)	534,810	451,636	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	534,810	451,636	

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)
- 2 Enter amount from Part I, line 27a
- 3 Other increases not included in line 2 (itemize) ► See Attached Statement
- 4 Add lines 1, 2, and 3
- 5 Decreases not included in line 2 (itemize) ► See Attached Statement
- 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30

1	534,810
2	-77,248
3	2,786
4	460,348
5	8,712
6	451,636

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 Attached Statement					
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 0	0	0	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	0	0	0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a 0	0	0	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	0	0	0		
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	-61,056	
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	0	

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	30,458	533,035	0.057141
2007	47,886	585,335	0.081810
2006	29,423	551,785	0.053323
2005	28,192	556,596	0.050651
2004	26,606	567,719	0.046865

2 Total of line 1, column (d) **2** 0.289790

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** 0.057958

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 **4** 445,782

5 Multiply line 4 by line 3 **5** 25,837

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 81

7 Add lines 5 and 6 **7** 25,918

8 Enter qualifying distributions from Part XII, line 4 **8** 24,378

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)1 a 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 letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2009 estimated tax payments and 2008 overpayment credited to 2009

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a 293

6b

6c 0

6d

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2010 estimated tax ► 132

Refunded ►

7 293

8 0

9 0

10 132

11 0

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes

No

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?

2 X

If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3 X

4 a 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 N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

6 X

- 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?

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

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► IN

8b X

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

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)

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? Website address ► N/A

13	X
----	---

14 The books are in care of ► Wells Fargo Bank, N.A., Trust Tax De Telephone no ► (800) 352-3705 Located at ► 1919 Douglas St 2nd Fl MAC N8000-027 Omaha NE ZIP+4 ► 68102

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

►	15	N/A
---	----	-----

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

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

1a During the year did the foundation (either directly or indirectly)

	Yes	No
--	-----	----

(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

1b	X
----	---

1c	X
----	---

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)?

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

1b	X
----	---

1c	X
----	---

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?

2b	N/A
----	-----

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))

2b	N/A
----	-----

2b	N/A
----	-----

2b	N/A
----	-----

2b	N/A
----	-----

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 No

If "Yes," list the years ► 20_____ , 20_____ , 20_____ , 20_____

2b	N/A
----	-----

2b	N/A
----	-----

2b	N/A
----	-----

2b	N/A
----	-----

2b	N/A
----	-----

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)

3b	N/A
----	-----

3b	N/A
----	-----

3b	N/A
----	-----

3b	N/A
----	-----

3b	N/A
----	-----

3b	N/A
----	-----

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 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	N/A
----	-----

3b	N/A
----	-----

3b	N/A
----	-----

3b	N/A
----	-----

3b	N/A
----	-----

3b	N/A
----	-----

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
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? <i>If "Yes," attach the statement required by Regulations section 53 4945–5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	X
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

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
Wells Fargo Bank, N.A., Trust Tax De 1919 Douglas St 2nd Fl MAC N8000-027 Omaha	TRUSTEE	4 00	6,085	0
-----	00	0	0	0
-----	00	0	0	0
-----	00	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				

Total number of other employees paid over \$50,000				► 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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		0
		0
		0
		0
		0
		0

Total number of others receiving over \$50,000 for professional services



0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 24 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	
		0
Total. Add lines 1 through 3		0

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	350,600
b	Average of monthly cash balances	1b	101,971
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	452,571
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	
3	Subtract line 2 from line 1d	3	452,571
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	6,789
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	445,782
6	Minimum investment return. Enter 5% of line 5	6	22,289

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	22,289
2a	Tax on investment income for 2009 from Part VI, line 5	2a	161
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	161
3	Distributable amount before adjustments Subtract line 2c from line 1	3	22,128
4	Recoveries of amounts treated as qualifying distributions	4	1,915
5	Add lines 3 and 4	5	24,043
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	24,043

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	24,378
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1b	0
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	0
a	Suitability test (prior IRS approval required)	4	24,378
b	Cash distribution test (attach the required schedule)	5	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	24,378
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				24,043
2 Undistributed income, if any, as of the end of 2009			18,795	
a Enter amount for 2008 only		0		
b Total for prior years 20____, 20____, 20____				
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	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 24,378			18,795	
a Applied to 2008, but not more than line 2a		0		
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)	0			
d Applied to 2009 distributable amount				5,583
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				18,460
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 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9	0			
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XV Supplementary Information (continued)

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

1 Program service revenue

a _____
 b _____
 c _____
 d _____
 e _____
 f _____

	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	
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate				14	13,211
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	-61,056
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	a			0	0
b				0	0
c				0	0
d				0	0
e				0	0
12 Subtotal Add columns (b), (d), and (e)				0	-47,845
13 Total Add line 12, columns (b), (d), and (e)				13	-47,845

(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

Account Statement For
STAR BRIGHT FDN.

Period Covered December 1, 2009 - December 31, 2009

WELLS
FARGO

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents						
Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income
						Current Yield
CASH						
INCOME						
Total Cash						
MONEY MARKET						
FIDELITY INSTITUTIONAL MONEY MARKET PORTFOLIO CLASS I #59 Asset held in Invested Income Portfolio	18,694.480	\$18,694.48	\$18,694.48	\$1,317.75	\$1,317.75	\$0.00
FIDELITY INSTITUTIONAL MONEY MARKET PORTFOLIO CLASS I #59	45,667.700	45,667.70	45,667.70			
Total Money Market				\$64,362.18	\$0.00	\$162.09
Total Cash & Equivalents				\$65,679.93	\$0.00	\$162.09

ASSET DESCRIPTION

Fixed Income

Account Statement For.
STAR BRIGHT FDN.



Period Covered December 1, 2009 - December 31, 2009

Account Number 70383500

ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income

MUTUAL FUNDS

ISHARES iBOXX \$ INVESTMENT GRADE
CORPORATE BOND FUND
CUSIP 464287242

TEMPLETON GLOBAL BOND FUND - ADVISOR
CLASS #616
CUSIP 880208400

VANGUARD BD INDEX FD INC
SHORT TERM BD ETF
CUSIP 921937827

VANGUARD INTERMEDIATE TERM B
CUSIP 921937819

Total Mutual Funds

Total Fixed Income

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ANNUAL INCOME	CURRENT YIELD
-------------------	----------	-------	--------------------------------	------------	-------------------------	---------------	------------------

Fixed Income							
MUTUAL FUNDS							
ISHARES iBOXX \$ INVESTMENT GRADE CORPORATE BOND FUND CUSIP 464287242	200,000	\$104.150	\$20,830.00	\$19,988.40	\$841.60	\$1,145.00	5.50%
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616 CUSIP 880208400	2,125.657	12.690	26,974.59	24,712.50	2,262.09	1,209.50	4.48
VANGUARD BD INDEX FD INC SHORT TERM BD ETF CUSIP 921937827	800,000	79.540	63,632.00	63,383.40	248.60	1,596.80	2.51
VANGUARD INTERMEDIATE TERM B CUSIP 921937819	400,000	79.070	31,628.00	30,867.36	760.64	1,429.20	4.52
Total Mutual Funds			\$143,064.59	\$138,951.66	\$4,112.93	\$5,380.50	3.76%
Total Fixed Income			\$169,838.09	\$164,123.73	\$5,714.36	\$6,474.25	

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ANNUAL INCOME	CURRENT YIELD
-------------------	----------	-------	--------------------------------	------------	-------------------------	---------------	------------------

Equities							
CONSUMER DISCRETIONARY							
AMEX CONSUMER DISCR SPDR SYMBOL XLY CUSIP 81369Y407	320,000	\$29.770	\$9,526.40	\$7,157.57	\$2,368.83	\$205.76	2.16%
Total Consumer Discretionary			\$9,526.40	\$7,157.57	\$2,368.83	\$205.76	2.16%
CONSUMER STAPLES							
CONSUMER STAPLES SECTOR SPDR TR SHS BEN INT SYMBOL XLP CUSIP 81369Y308	425,000	\$26.470	\$11,249.75	\$9,909.90	\$1,339.85	\$202.30	1.80%
Total Consumer Staples			\$11,249.75	\$9,909.90	\$1,339.85	\$202.30	1.80%

Account Statement For STAR BRIGHT FDN

**WELLS
FARGO**

Period Covered December 1, 2009 - December 31, 2009

Account Number 70383500

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
ENERGY							
AMEX ENERGY SELECT SPDR SYMBOL XLE CUSIP 81369Y506	230000	\$57.010	\$13,112.30	\$10,423.19	\$2,689.11	\$280.14	2.14%
Total Energy			\$13,112.30	\$10,423.19	\$2,689.11	\$280.14	2.14%
FINANCIALS							
AMEX FINANCIAL SELECT SPDR SYMBOL XLF CUSIP 81369Y605	865 000	\$14.400	\$12,456.00	\$9,867.92	\$2,588.08	\$691.14	5.55%
Total Financials			\$12,456.00	\$9,867.92	\$2,588.08	\$691.14	5.55%
HEALTH CARE							
AMEX HEALTH CARE SPDR SYMBOL XLV CUSIP 81369Y209	490 000	\$31.070	\$15,224.30	\$12,690.12	\$2,534.18	\$279.30	1.83%
Total Health Care			\$15,224.30	\$12,690.12	\$2,534.18	\$279.30	1.83%
INDUSTRIALS							
AMEX INDUSTRIAL SPDR SYMBOL XLI CUSIP 81369Y704	430000	\$27.790	\$11,949.70	\$9,137.24	\$2,812.46	\$310.46	2.60%
Total Industrials			\$11,949.70	\$9,137.24	\$2,812.46	\$310.46	2.60%
INFORMATION TECHNOLOGY							
AMEX TECHNOLOGY SELECT SPDR SYMBOL XLK CUSIP 81369Y803	965 000	\$22.930	\$22,127.45	\$17,175.17	\$4,952.28	\$306.87	1.39%
Total Information Technology			\$22,127.45	\$17,175.17	\$4,952.28	\$306.87	1.39%
MATERIALS							
AMEX MATERIALS SPDR SYMBOL XLB CUSIP 81369Y100	145 000	\$32.990	\$4,783.55	\$3,601.54	\$1,182.01	\$117.89	2.46%
Total Materials			\$4,783.55	\$3,601.54	\$1,182.01	\$117.89	2.46%
UTILITIES							
AMEX UTILITIES SPDR SYMBOL XLU CUSIP 81369Y886	75 000	\$31.020	\$2,326.50	\$2,060.25	\$266.25	\$91.58	3.94%
Total Utilities			\$2,326.50	\$2,060.25	\$266.25	\$91.58	3.94%

PRIVATE CLIENT SERVICES

Account Statement For:
STAR BRIGHT FDN

Period Covered December 1, 2009 - December 31, 2009

**WELLS
FARGO**

Account Number 70383500

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
MUTUAL FUNDS							
Equities <i>(continued)</i>							
ISHARES MSCI EAFE SYMBOL EFA CUSIP 464287465	790,000	\$55.280	\$43,671.20	\$45,622.93	-\$1,951.73	\$1,138.39	2.61%
ISHARES TR SMALLCAP 500 INDEX FD SYMBOL IJR CUSIP 464287804	175,000	\$4.720	9,575.00	7,526.75	2,049.25	118.65	1.24
MIDCAP SPDR SYMBOL MDY CUSIP 595635103	120,000	131.740	15,808.80	14,898.00	910.80	234.36	1.48
VANGUARD EMERGING MARKETS ETF SYMBOL VWO CUSIP 9222042858	350,000	41.000	14,350.00	11,003.09	3,346.91	190.75	1.33
Total Mutual Funds			\$83,406.00	\$79,050.77	\$4,355.23	\$1,682.15	2.02%
Total Equities			\$186,161.95	\$161,073.67	\$25,088.28	\$4,167.59	2.24%

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Alternative Investments							
OTHER							
HUSSMAN STRATEGIC GROWTH FUND #601 SYMBOL HSGFX CUSIP 448108100	1,244.555	\$12.780	\$15,905.41	\$20,000.00	-\$4,094.59	\$3.11	0.20%
POWERSHARES DB COMMODITY INDEX SYMBOL DBC CUSIP 73935S105	530,000	24.620	13,048.60	17,009.87	-3,961.27	0.00	0.00
Total Other			\$28,954.01	\$37,009.87	-\$8,055.86	\$31.11	0.11%
Total Alternative Investments			\$28,954.01	\$37,009.87	-\$8,055.86	\$31.11	0.11%

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Real Estate & Specialty Assets							
REAL ESTATE FUNDS							
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF	300 000	\$34.890	\$10,467.00	\$8,629.38	\$1,837.62	\$705.90	6.74%
SYMBOL: RWX CUSIP: 78463X863							
VANGUARD REIT VIPER	500 000	44.740	22,370.00	15,119.00	7,251.00	1,168.00	5.22
SYMBOL: VNO CUSIP: 922908553							
Total Real Estate Funds			\$32,837.00	\$23,748.38	\$9,088.62	\$1,873.90	5.71%
Total Real Estate & Specialty Assets			\$32,837.00	\$23,748.38	\$9,088.62	\$1,873.90	5.71%
			ACCOUNT VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	
			\$483,470.98	\$451,635.58	\$31,835.40	\$12,708.94	
TOTAL ASSETS							

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name <u>UNIVERSITY OF DAYTON</u>	<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 300 COLLEGE PARK		
City DAYTON	State OH	Zip code 45469
Relationship NONE	Foundation Status EXEMPT	
Purpose of grant/contribution SCHOLARSHIPS	Amount 865	
Name <u>BETHEL COLLEGE</u>	<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 1001 BETHEL CIRCLE		
City MISHAWAKA	State IN	Zip code 46545
Relationship NONE	Foundation Status EXEMPT	
Purpose of grant/contribution SCHOLARSHIPS	Amount 515	
Name <u>INDIANA WESLEYAN UNIVERSITY</u>	<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 8211 W JEFFERSON BLVD		
City FORT WAYNE	State IN	Zip code 46804
Relationship NONE	Foundation Status EXEMPT	
Purpose of grant/contribution SCHOLARSHIPS	Amount 750	
Name <u>UNIVERSITY OF SAINT FRANCIS</u>	<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 2701 SPRING STREET		
City FORT WAYNE	State IN	Zip code 46808
Relationship NONE	Foundation Status EXEMPT	
Purpose of grant/contribution SCHOLARSHIPS	Amount 515	
Name <u>BALL STATE UNIVERSITY</u>	<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 2000 W UNIVERSITY AVENUE		
City MUNCIE	State IN	Zip code 47306
Relationship NONE	Foundation Status EXEMPT	
Purpose of grant/contribution SCHOLARSHIPS	Amount 2,810	
Name <u>TEXAS A & M UNIVERSITY</u>	<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street		
City	State	Zip code
Relationship NONE	Foundation Status EXEMPT	
Purpose of grant/contribution SCHOLARSHIPS	Amount 750	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ST MARY'S COLLEGE

 Person Business

Street

City

State

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

515

Name

PURDUE UNIVERSITY

 Person Business

Street

610 PURDUE MALL

City

WEST LAFAYETTE

State

IN

Zip code

47907

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

3,090

Name

OLIVET NAZARENE UNIVERSITY

 Person Business

Street

ONE UNIVERSITY AVENUE

City

BOURBONNAIS

State

IL

Zip code

60914

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

515

Name

OHIO NORTHERN UNIVERSITY

 Person Business

Street

525 S MAIN STREET

City

ADA

State

OH

Zip code

45810

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

1,030

Name

MANCHESTER

 Person Business

Street

604 E COLLEGE AVENUE

City

NORTH MANCHESTER

State

IN

Zip code

46962

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

515

Name

INDIANA PURDUE FORT WAYNE

 Person Business

Street

2101 E COLISEUM BLVD

City

FORT WAYNE

State

IN

Zip code

46805

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

4,870

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

CONCORDIA UNIVERSITY

Street

 Person Business

City

State

Zip code

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

1,030

Name

UNIVERSITY OF SOUTHERN INDIANA

 Person Business

Street

8600 UNIVERSITY BLVD

City

EVANSVILLE

State

IN

Zip code

47712

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

515

Name

FRANKLIN COLLEGE

 Person Business

Street

101 BRANIGIN BLVD

City

FRANKLIN

State

IN

Zip code

46131

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

515

Name

INDIANA UNIVERSITY

 Person Business

Street

City

State

IN

Zip code

46131

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

2,530

Name

BUTLER UNIVERSITY

 Person Business

Street

4602 SUNSET AVENUE

City

INDIANAPOLIS

State

IN

Zip code

46208

Foreign Country

Relationship

NONE

Foundation Status

EXEMPT

Purpose of grant/contribution

SCHOLARSHIPS

Amount

515

Name

 Person Business

Street

City

State

IN

Zip code

46208

Foreign Country

Relationship

NONE

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)	Cost, Other Basis and Expenses	Totals	
											Securities	Other sales
1	X	WAL MART STORES INC	931142103			11/1/2000	7/6/2009	14,319	14,124	0		0
2	X	VANGUARD REIT VIPER	9228085533			7/6/2009	12/29/2009	910	600			
3	X	VANGUARD EMERGING MARI	9220428533			7/6/2009	12/29/2009	3,876	2,987			
4	X	VANGUARD INTERMEDIATE T	921937819			7/6/2009	12/29/2009	8,305	8,103			
5	X	AMEX UTILITIES SPDR	81369Y8866			7/6/2009	12/29/2009	1,261	1,039			
6	X	AMEX TECHNOLOGY SELECT	81369Y8033			7/6/2009	12/29/2009	7,949	6,140			
7	X	AMEX INDUSTRIAL SPDR	81369Y7044			7/6/2009	12/29/2009	3,674	2,762			
8	X	AMEX FINANCIAL SELECT SP	81369Y605			7/6/2009	12/29/2009	2,238	1,768			
9	X	AMEX ENERGY SELECT SPDI	81369Y506			7/6/2009	12/29/2009	3,742	2,946			
10	X	AMEX CONSUMER DISCR SPI	81369Y407			7/6/2009	12/29/2009	2,872	2,125			
11	X	CONSUMER STAPLES SECT C	81369Y3038			7/6/2009	12/29/2009	4,019	3,498			
12	X	AMEX HEALTH CARE SPDR	81369Y209			7/6/2009	12/29/2009	7,263	5,957			
13	X	AMEX MATERIALS SPDR	81369Y100			7/6/2009	12/29/2009	1,337	994			
14	X	SPDR DU WILSHIRE INTERNA	78463X863			7/6/2009	12/29/2009	866	719			
15	X	POWERSHARES WILDER HILL	73985X500			3/17/2006	7/6/2009	9,440	20,070			
16	X	POWERSHARES DB COMMOI	73935S105			1/14/2008	7/6/2009	1,494	1,718			
17	X	NOVARTIS AG - ADR	66987V109			10/4/2007	7/6/2009	14,147	19,084			
18	X	MIDCAP SPDR	595635103			6/13/2005	12/29/2009	16,062	14,898			
19	X	JOHNSON & JOHNSON	478160104			9/20/2000	7/6/2009	16,947	13,606			
20	X	ISHARES MSCI EAFFE	464287466			5/6/2008	12/29/2009	7,264	10,016			
21	X	BANK OF AMERICA CORP	060505104			10/4/2007	7/6/2009	5,400	23,526			
22	X	AMERICAN GEN FIN 4 000%	02635PSK0			3/22/2004	6/3/2009	9,600	15,063			
23	X	ISHARES BOXX S INV GR CO	464287242			7/6/2009	12/29/2009	3,639	3,498			
24	X	ISHARES TR MSCI EMERGING	464287234			12/19/2006	7/6/2009	2,844	3,322			
25	X	ISHARES TR MSCI EMERGING	464287234			6/8/2006	7/6/2009	16,306	15,141			
26	X	INTERNATIONAL BUSINESS M	459200101			1/22/2007	7/6/2009	25,324	24,174			
27	X	ING CLARION GLOBAL REAL	44982G104			1/8/2007	7/6/2009	3,848	18,299			
28	X	HEWLETT PACKARD CO	428236103			6/20/2006	7/6/2009	11,247	9,873			
29	X	GOLDMAN SACHS GROUP 3	38143UAA9			2/11/2005	1/15/2009	25,000	24,886			
30	X	GENERAL ELECTRIC CO	369604103			12/9/1998	7/6/2009	3,417	8,964			
31	X	FED HOME LN BK 4 500%	3133MQS86			6/13/2005	8/14/2009	35,000	35,502			
32	X	CITIGROUP INC	172967101			12/17/1998	7/6/2009	1,076	9,295			
33	X	CISCO SYSTEMS INC	17275R102			2/18/1999	7/6/2009	14,768	19,125			
34	X	CISCO SYSTEMS INC	172/5R102			1/22/1999	7/6/2009	1,846	2,506			
35	X	BECTON DICKINSON & CO	075887109			10/4/2007	7/6/2009	17,493	20,509			
36	X	S/T GAIN POWERSHARES	73935S105			1/11/2009	12/31/2009	684				
37		L/T GAIN POWERSHARES	73935S105			1/1/2008	12/31/2009	358				

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)	Cost, Other Basis and Expenses	Totals	
											Securities	Other sales
1	X	WAL MART STORES INC	931142103			11/1/2000	7/6/2009	14,319	14,124	0		0
2	X	VANGUARD REIT VIPER	9228085533			7/6/2009	12/29/2009	910	600			
3	X	VANGUARD EMERGING MARI	9220428533			7/6/2009	12/29/2009	3,876	2,987			
4	X	VANGUARD INTERMEDIATE T	921937819			7/6/2009	12/29/2009	8,305	8,103			
5	X	AMEX UTILITIES SPDR	81369Y8866			7/6/2009	12/29/2009	1,261	1,039			
6	X	AMEX TECHNOLOGY SELECT	81369Y8033			7/6/2009	12/29/2009	7,949	6,140			
7	X	AMEX INDUSTRIAL SPDR	81369Y7044			7/6/2009	12/29/2009	3,674	2,762			
8	X	AMEX FINANCIAL SELECT SP	81369Y605			7/6/2009	12/29/2009	2,238	1,768			
9	X	AMEX ENERGY SELECT SPDI	81369Y506			7/6/2009	12/29/2009	3,742	2,946			
10	X	AMEX CONSUMER DISCR SPI	81369Y407			7/6/2009	12/29/2009	2,872	2,125			
11	X	CONSUMER STAPLES SECT C	81369Y3038			7/6/2009	12/29/2009	4,019	3,498			
12	X	AMEX HEALTH CARE SPDR	81369Y209			7/6/2009	12/29/2009	7,263	5,957			
13	X	AMEX MATERIALS SPDR	81369Y100			7/6/2009	12/29/2009	1,337	994			
14	X	SPDR DU WILSHIRE INTERNA	78463X863			7/6/2009	12/29/2009	866	719			
15	X	POWERSHARES WILDER HILL	73985X500			3/17/2006	7/6/2009	9,440	20,070			
16	X	POWERSHARES DB COMMOI	73935S105			1/14/2008	7/6/2009	1,494	1,718			
17	X	NOVARTIS AG - ADR	66987V109			10/4/2007	7/6/2009	14,147	19,084			
18	X	MIDCAP SPDR	595635103			6/13/2005	12/29/2009	16,062	14,898			
19	X	JOHNSON & JOHNSON	478160104			9/20/2000	7/6/2009	16,947	13,606			
20	X	ISHARES MSCI EAFFE	464287466			5/6/2008	12/29/2009	7,264	10,016			
21	X	BANK OF AMERICA CORP	060505104			10/4/2007	7/6/2009	5,400	23,526			
22	X	AMERICAN GEN FIN 4 000%	02635PSK0			3/22/2004	6/3/2009	9,600	15,063			
23	X	ISHARES BOXX S INV GR CO	464287242			7/6/2009	12/29/2009	3,639	3,498			
24	X	ISHARES TR MSCI EMERGING	464287234			12/19/2006	7/6/2009	2,844	3,322			
25	X	ISHARES TR MSCI EMERGING	464287234			6/8/2006	7/6/2009	16,306	15,141			
26	X	INTERNATIONAL BUSINESS M	459200101			1/22/2007	7/6/2009	25,324	24,174			
27	X	ING CLARION GLOBAL REAL	44982G104			1/8/2007	7/6/2009	3,848	18,299			
28	X	HEWLETT PACKARD CO	428236103			6/20/2006	7/6/2009	11,247	9,873			
29	X	GOLDMAN SACHS GROUP 3	38143UAA9			2/11/2005	1/15/2009	25,000	24,886			
30	X	GENERAL ELECTRIC CO	369604103			12/9/1998	7/6/2009	3,417	8,964			
31	X	FED HOME LN BK 4 500%	3133MQS86			6/13/2005	8/14/2009	35,000	35,502			
32	X	CITIGROUP INC	172967101			12/17/1998	7/6/2009	1,076	9,295			
33	X	CISCO SYSTEMS INC	17275R102			2/18/1999	7/6/2009	14,768	19,125			
34	X	CISCO SYSTEMS INC	172/5R102			1/22/1999	7/6/2009	1,846	2,506			
35	X	BECTON DICKINSON & CO	075887109			10/4/2007	7/6/2009	17,493	20,509			
36	X	S/T GAIN POWERSHARES	73935S105			1/11/2009	12/31/2009	684				
37		L/T GAIN POWERSHARES	73935S105			1/1/2008	12/31/2009	358				

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,012			1,012
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
1	FOREIGN TAX WITHHELD	363	363	363	0	0
2						
3						
4						
5						
6						
7						
8						
9						
10						

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	WF TRUSTEE FEES	6,085	4,564		1,521
3	POWERSHARE PARTNERSHIP EXPENSES	98	98		
4					
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	SEE ATTACHED STMT			161,074	0	186,162
2				161,074	0	186,162
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	SEE ATTACHED STMT				164,124		169,838
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	60,758	61,791
1	PRIOR YEAR		428,711			
2	SEE ATTACHED STMT			60,758		61,791
3						
4						
5						
6						
7						
8						
9						
10						

Part III (990-PF) - Changes in Net Assets or Fund BalancesLine 3 - Other increases not included in Part III, Line 2

1	RETURN OF SCHOLARSHIPS	1	1,915
2	MUTUAL FUND TIMING DIFFERENCE	2	41
3	FEDERAL EXCISE TAX REFUND	3	830
4	Total	4	2,786

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	584
2	GAIN ON CY SALES NOT SETTLED AT YEAR END	2	7,168
3	PARTNERSHIP INCOME ADJUSTMENT	3	960
4	Total	4	8,712

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Total		305,835		0		366,897		-61,062		0		
Amount	6	0	0	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus	Gain or Loss	F MV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
1	WAL MART STORES INC	931142103	—	11/1/2000	7/6/2009	14,319	—	0	14,124	—	195	—	0	195	-61,062	
2	VANGUARD REIT VIPER	922908553	—	7/6/2009	12/29/2009	910	—	0	600	—	310	—	0	310	-61,062	
3	VANGUARD EMERGING MARKETS ETF	922042856	—	7/6/2009	12/29/2009	3,876	—	0	2,987	—	889	—	0	889	-61,062	
4	VANGUARD INTERMEDIATE TERM B	921937819	—	7/6/2009	12/29/2009	8,305	—	0	8,103	—	202	—	0	202	-61,062	
5	AMEX UTILITIES SPDR	81365Y886	—	7/6/2009	12/29/2009	1,261	—	0	1,099	—	162	—	0	162	-61,062	
6	AMEX TECHNOLOGY SELECT SPDR	81365Y803	—	7/6/2009	12/29/2009	7,949	—	0	6,140	—	1,809	—	0	1,809	-61,062	
7	AMEX INDUSTRIAL SPDR	81365Y704	—	7/6/2009	12/29/2009	3,674	—	0	2,762	—	912	—	0	912	-61,062	
8	AMEX FINANCIAL SELECT SPDR	81365Y605	—	7/6/2009	12/29/2009	2,238	—	0	1,768	—	470	—	0	470	-61,062	
9	AMEX ENERGY SELECT SPDR	81365Y505	—	7/6/2009	12/29/2009	3,742	—	0	2,946	—	796	—	0	796	-61,062	
10	AMEX CONSUMER DISCR SPDR	81365Y407	—	7/6/2009	12/29/2009	2,872	—	0	2,125	—	747	—	0	747	-61,062	
11	CONSUMER STAPLES SECTOR SPDR	81365Y308	—	7/6/2009	12/29/2009	4,019	—	0	3,498	—	521	—	0	521	-61,062	
12	AMEX HEALTH CARE SPDR	81365Y209	—	7/6/2009	12/29/2009	7,263	—	0	5,957	—	1,306	—	0	1,306	-61,062	
13	AMEX MATERIALS SPDR	81365Y100	—	7/6/2009	12/29/2009	1,337	—	0	994	—	343	—	0	343	-61,062	
14	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863	—	7/6/2009	12/29/2009	866	—	0	719	—	147	—	0	147	-61,062	
15	POWERSHARES WILDER HILL CLEAN ET	73935X500	—	3/17/2006	7/6/2009	9,440	—	0	20,070	—	-10,630	—	0	-10,630	-61,062	
16	POWERSHARES DB COMMODITY INDEX	73935S105	—	1/14/2008	7/6/2009	1,494	—	0	1,718	—	-224	—	0	-224	-61,062	
17	NOVARTIS AG -ADR	66987V109	—	10/4/2007	7/6/2009	14,147	—	0	19,084	—	-4,937	—	0	-4,937	-61,062	
18	MIDCAP SPDR	595635103	—	6/13/2005	12/29/2009	16,062	—	0	14,898	—	1,164	—	0	1,164	-61,062	
19	JOHNSON & JOHNSON	478160104	—	9/20/2000	7/6/2009	16,947	—	0	13,806	—	3,341	—	0	3,341	-61,062	
20	ISHARES MSCI EAFE	464287465	—	5/6/2008	12/29/2009	7,284	—	0	2,752	—	2,752	—	0	2,752	-61,062	
21	BANK OF AMERICA CORP	060556104	—	10/4/2007	7/6/2009	5,400	—	0	23,526	—	-18,126	—	0	-18,126	-61,062	
22	AMERICAN GEN FIN	4 000% 3/15/11	—	3/22/2004	6/31/2009	9,600	—	0	15,063	—	-5,463	—	0	-5,463	-61,062	
23	ISHARES IBOXX S INV GR CORP BD FD	464287242	—	7/6/2009	12/29/2009	3,639	—	0	3,498	—	141	—	0	141	-61,062	
24	ISHARES TR MSCI EMERGING MARKET	464287234	—	12/19/2006	7/6/2009	2,844	—	0	3,322	—	-478	—	0	-478	-61,062	
25	ISHARES TR MSCI EMERGING MARKET	464287234	—	6/8/2006	7/6/2009	16,305	—	0	15,141	—	1,165	—	0	1,165	-61,062	
26	INTERNATIONAL BUSINESS MACH'S CO	459200101	—	1/22/2007	7/6/2009	25,324	—	0	24,174	—	1,150	—	0	1,150	-61,062	
27	ING CLARION GLOBAL REAL ESTATE	44985G104	—	1/8/2007	7/6/2009	3,848	—	0	18,299	—	-14,451	—	0	-14,451	-61,062	
28	HEWLETT PACKARD CO	428236103	—	6/20/2006	7/6/2009	11,247	—	0	6,873	—	1,374	—	0	1,374	-61,062	
29	GOLDMAN SACHS GROUP	3 875% 1/15/14	AA9	2/1/2005	1/15/2009	25,000	—	0	24,886	—	114	—	0	114	-61,062	
30	GENERAL ELECTRIC CO	3818145AA9	—	12/1/1998	7/6/2009	3,417	—	0	6,964	—	-5,547	—	0	-5,547	-61,062	
31	FED HOME LN BK	4 500% 8/14/09	—	6/13/2005	8/14/2009	35,000	—	0	35,302	—	-502	—	0	-502	-61,062	
32	CITIGROUP INC	31331MQS96	—	12/7/1997	7/6/2009	1,076	—	0	9,295	—	-8,219	—	0	-8,219	-61,062	
33	CISCO SYSTEMS INC	17275R102	—	2/18/1999	7/6/2009	14,768	—	0	19,125	—	-4,357	—	0	-4,357	-61,062	
34	CISCO SYSTEMS INC	17275R102	—	1/22/1999	7/6/2009	1,846	—	0	2,506	—	-660	—	0	-660	-61,062	
35	BECTON DICKINSON & CO	075887109	—	10/4/2007	7/6/2009	17,493	—	0	20,509	—	-3,016	—	0	-3,016	-61,062	
36	S/N GAIN POWERSHARES	684	—	—	—	0	—	—	—	—	—	0	—	0	0	—
37	L/T GAIN POWERSHARES	358	—	—	—	0	—	—	—	—	—	0	—	0	0	—

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part VI, Line 6a (990-PF) - Estimated Tax Payments

- 1 Credit from prior year return
- 2 First quarter estimated tax payment
- 3 Second quarter estimated tax payment
- 4 Third quarter estimated tax payment
- 5 Fourth quarter estimated tax payment
- 6 Other payments
- 7 Total

Date	Amount
1	293
2	0
3	0
4	0
5	0
6	0
7	293

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	18,795
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	18,795

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

List Managers who contributed more than 2%
of the total contributions received by the foundation

1 NONE
2 _____
3 _____
4 _____
5 _____
6 _____
7 _____
8 _____
9 _____
10 _____

List Managers who own 10% or more of the stock
of a corporation of which the foundation has a 10%
or greater interest

NONE

