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: ARNOLD E MENKE MEMORIAL TR

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

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

A Employer identification number: 35-6500493

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 4,075,930.

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

ENVELOPE POSTMARK DATE NOV 15 2010

SCANNED NOV 19 2010

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	54,344.	54,344.		STMT 1
	4 Dividends and interest from securities	73,638.	70,202.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-482,230.			
	b Gross sales price for all assets on line 6a 1,717,608.				
	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	-354,248.	124,546.		
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	10,862.	1,842.		
	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	45,214.	45,214.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	56,626.	47,331.	NONE	275.
	25 Contributions, gifts, grants paid	175,760.			175,760.
	26 **Total expenses and disbursements** Add lines 24 and 25	232,386.	47,331.	NONE	176,035.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-586,634.			
	b **Net investment income** (if negative, enter -0-)		77,215.		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	5,837.	2,460.	2,460.
2	Savings and temporary cash investments	92,041.	122,723.	122,723.
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)	3,171,771.	2,716,793.	2,877,209.
c	Investments - corporate bonds (attach schedule)	1,191,836.	1,023,094.	1,073,538.
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)	4,461,485.	3,865,070.	4,075,930.
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	4,461,485.	3,865,070.	
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)	4,461,485.	3,865,070.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,461,485.	3,865,070.	

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	4,461,485.
2	Enter amount from Part I, line 27a	2	-586,634.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	7,123.
4	Add lines 1, 2, and 3	4	3,881,974.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	16,904.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,865,070.

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	-482,230.
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	251,679.	4,227,436.	0.05953466830
2007			
2006			
2005			
2004			

2	**Total** of line 1, column (d)	2	0.05953466830
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	0.05953466830
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,620,922.
5	Multiply line 4 by line 3	5	215,570.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	772.
7	Add lines 5 and 6	7	216,342.
8	Enter qualifying distributions from Part XII, line 4	8	176,035.

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	1,544.
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	1,544.
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	1,544.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 8,320.		
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	8,320.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	15.
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	6,761.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,544. **Refunded** ▶	11	5,217.

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 8			
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)*

			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 ▶ (812)456-3215

Located at ▶ PO BOX 719, EVANSVILLE, IN ZIP + 4 ▶ 47705

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

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	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 ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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** Yes: | 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 9		-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	3,507,612.
b	Average of monthly cash balances	1b	168,451.
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	3,676,063.
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	3,676,063.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	55,141.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,620,922.
6	**Minimum investment return.** Enter 5% of line 5	6	181,046.

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	181,046.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,544.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,544.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	179,502.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	179,502.
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	179,502.

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	176,035.
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	176,035.
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	176,035.

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				179,502.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			NONE	
b	Total for prior years 20____,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 ...... 48,627.				
f	Total of lines 3a through e	48,627.			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 176,035.				
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				176,035.
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).)*	3,467.			3,467.
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	45,160.			
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				
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	45,160.			
10	Analysis of line 9:				
a	Excess from 2005 ... NONE				
b	Excess from 2006 ... NONE				
c	Excess from 2007 ... NONE				
d	Excess from 2008 ... 45,160.				
e	Excess from 2009 ...				

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 10				
Total . . . . ▶ **3a**				175,760.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				NONE	54,344.
4 Dividends and interest from securities				NONE	73,638.
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	-482,230.
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	-354,248.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -354,248.

(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 CHARI
4	CONTRIBUTIONS TO ORGANIZATIONS SPECIFIED BY THE GOVERNING AG
8	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE CHARI
8	CONTRIBUTIONS TO ORGANIZATIONS SPECIFIED BY THE GOVERNING AG
3	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE CHARI
3	CONTRIBUTIONS TO ORGANIZATIONS SPECIFIED BY THE GOVERNING DO

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] 11/10/2010 ▶ Trustee

Signature of officer or trustee MATTHEW J. CAROTHERS Date Title

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	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					865.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,493.	
		.545 AOL INC PROPERTY TYPE: SECURITIES					04/22/2008	12/22/2009
13.00		13.00						
		.727 AOL INC PROPERTY TYPE: SECURITIES					10/15/2009	12/22/2009
17.00		16.00					1.00	
		72. AT&T INC PROPERTY TYPE: SECURITIES					04/22/2008	03/18/2009
1,883.00		2,735.00					-852.00	
		220. AT&T INC PROPERTY TYPE: SECURITIES					04/22/2008	05/06/2009
5,815.00		8,356.00					-2,541.00	
		92. AT&T INC PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
2,266.00		3,494.00					-1,228.00	
		66. AT&T INC PROPERTY TYPE: SECURITIES					04/22/2008	06/04/2009
1,607.00		2,507.00					-900.00	
		122. AT&T INC PROPERTY TYPE: SECURITIES					08/21/2008	06/04/2009
2,971.00		3,764.00					-793.00	
		108. AT&T INC PROPERTY TYPE: SECURITIES					08/21/2008	09/23/2009
2,962.00		3,332.00					-370.00	
		74. AT&T INC PROPERTY TYPE: SECURITIES					09/17/2008	09/23/2009
2,029.00		2,133.00					-104.00	
		40. ABBOTT LABS PROPERTY TYPE: SECURITIES					06/27/2008	05/01/2009
1,655.00		2,122.00					-467.00	

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)	
		20. ABBOTT LABS PROPERTY TYPE: SECURITIES					04/22/2008	05/01/2009
828.00		1,010.00					-182.00	
		162. ABBOTT LABS PROPERTY TYPE: SECURITIES					04/22/2008	08/12/2009
7,146.00		8,184.00					-1,038.00	
		788. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES					04/22/2008	01/06/2009
6,610.00		10,733.00					-4,123.00	
		96. ADVENT SOFTWARE INC COM PROPERTY TYPE: SECURITIES					02/09/2009	05/07/2009
3,236.00		2,933.00					303.00	
		366. ADVENT SOFTWARE INC COM PROPERTY TYPE: SECURITIES					11/04/2008	05/07/2009
12,336.00		7,654.00					4,682.00	
		167. ALBEMARLE CORP COM PROPERTY TYPE: SECURITIES					05/29/2008	06/03/2009
4,778.00		7,356.00					-2,578.00	
		28. ALEXANDER & BALDWIN INC COM PROPERTY TYPE: SECURITIES					04/22/2008	05/07/2009
685.00		1,421.00					-736.00	
		137. ALEXANDER & BALDWIN INC COM PROPERTY TYPE: SECURITIES					04/22/2008	10/02/2009
4,192.00		6,951.00					-2,759.00	
		156. ALEXION PHARMACEUTICALS INC PROPERTY TYPE: SECURITIES					08/01/2008	05/01/2009
5,084.00		7,336.00					-2,252.00	
		.72 ALLEGHANY CORP DEL COM PROPERTY TYPE: SECURITIES					04/22/2008	04/28/2009
168.00		244.00					-76.00	
		19. ALLEGHANY CORP DEL COM PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
4,827.00		6,433.00					-1,606.00	

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)	
		10. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					04/03/2009	07/23/2009
936.00		769.00					167.00	
		24. AMGEN INC PROPERTY TYPE: SECURITIES					03/10/2009	07/08/2009
1,439.00		1,134.00					305.00	
		535. ANGLO AMERN PLC ADR NEW PROPERTY TYPE: SECURITIES					04/22/2008	02/20/2009
4,054.00		18,427.00					-14,373.00	
		245. ANGLO AMERN PLC ADR NEW PROPERTY TYPE: SECURITIES					02/12/2009	02/20/2009
1,856.00		2,334.00					-478.00	
		22. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					04/22/2008	01/05/2009
1,895.00		3,528.00					-1,633.00	
		55. ASTRAZENECA PLC SPONSORED ADR PROPERTY TYPE: SECURITIES					04/22/2008	06/23/2009
2,414.00		2,277.00					137.00	
		30. ATWOOD OCEANICS INC COM PROPERTY TYPE: SECURITIES					06/30/2008	05/07/2009
735.00		1,863.00					-1,128.00	
		26. ATWOOD OCEANICS INC COM PROPERTY TYPE: SECURITIES					06/30/2008	07/16/2009
685.00		1,614.00					-929.00	
		9. ATWOOD OCEANICS INC COM PROPERTY TYPE: SECURITIES					04/22/2008	07/16/2009
237.00		497.00					-260.00	
		143. ATWOOD OCEANICS INC COM PROPERTY TYPE: SECURITIES					04/22/2008	07/17/2009
3,798.00		7,904.00					-4,106.00	
		182. ATWOOD OCEANICS INC COM PROPERTY TYPE: SECURITIES					08/20/2008	07/17/2009
4,834.00		7,420.00					-2,586.00	

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)	
		28. ATWOOD OCEANICS INC COM PROPERTY TYPE: SECURITIES					11/04/2008	07/17/2009
744.00		808.00					-64.00	
		495. AXA SA SPONSORED ADR PROPERTY TYPE: SECURITIES					11/05/2008	02/20/2009
5,195.00		10,391.00					-5,196.00	
		50. AXA SA SPONSORED ADR PROPERTY TYPE: SECURITIES					01/30/2009	02/20/2009
525.00		789.00					-264.00	
		10. BASF AG SPONSORED ADR PROPERTY TYPE: SECURITIES					05/08/2009	07/30/2009
475.00		405.00					70.00	
		34. BASF AG SPONSORED ADR PROPERTY TYPE: SECURITIES					09/28/2009	10/15/2009
2,036.00		1,814.00					222.00	
		26. BASF AG SPONSORED ADR PROPERTY TYPE: SECURITIES					05/08/2009	10/15/2009
1,557.00		1,053.00					504.00	
		137. BANCO BRADESCO S A SPONSORED ADR RE PROPERTY TYPE: SECURITIES					07/28/2008	05/29/2009
2,071.00		2,790.00					-719.00	
		13. BANCO BRADESCO S A SPONSORED ADR REP PROPERTY TYPE: SECURITIES					07/28/2008	06/01/2009
203.00		265.00					-62.00	
		25. BANCO BRADESCO S A SPONSORED ADR REP PROPERTY TYPE: SECURITIES					07/28/2008	07/30/2009
399.00		509.00					-110.00	
		110. BANCO BRADESCO S A SPONSORED ADR RE PROPERTY TYPE: SECURITIES					07/28/2008	11/27/2009
2,293.00		2,240.00					53.00	
		.161 BANCO BILBAO VIZCAYA ARGENTARIA S A PROPERTY TYPE: SECURITIES					04/22/2008	05/14/2009
2.00		4.00					-2.00	

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)	
		230. BANCO BILBAO VIZCAYA ARGENTARIA S A PROPERTY TYPE: SECURITIES					04/22/2008	05/22/2009
2,743.00		5,143.00					-2,400.00	
		30. BANCO BILBAO VIZCAYA ARGENTARIA S A PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
479.00		671.00					-192.00	
		195. BANCO BILBAO VIZCAYA ARGENTARIA S A PROPERTY TYPE: SECURITIES					04/22/2008	10/15/2009
3,615.00		4,361.00					-746.00	
		216. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES					04/15/2008	05/18/2009
2,526.00		8,070.00					-5,544.00	
		20. BAXTER INTL INC PROPERTY TYPE: SECURITIES					04/22/2008	04/03/2009
979.00		1,210.00					-231.00	
		32. BAXTER INTL INC PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
1,574.00		1,936.00					-362.00	
		30. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					04/22/2008	05/01/2009
1,830.00		2,534.00					-704.00	
		80. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
5,457.00		6,757.00					-1,300.00	
		146. BEST BUY INC COM PROPERTY TYPE: SECURITIES					04/22/2008	12/18/2009
5,873.00		6,190.00					-317.00	
		24. BEST BUY INC COM PROPERTY TYPE: SECURITIES					02/26/2009	12/18/2009
965.00		692.00					273.00	
		11. BLACKROCK INC PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
1,559.00		2,130.00					-571.00	

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)	
		78. BUCKEYE PARTNERSHIP [LP] PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
3,248.00		3,739.00					-491.00	
		224. BUCKEYE PARTNERSHIP [LP] PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
9,545.00		10,740.00					-1,195.00	
		10. BUCKEYE PARTNERSHIP [LP] PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
421.00		480.00					-59.00	
		62. BUCKEYE PARTNERSHIP [LP] PROPERTY TYPE: SECURITIES					02/09/2009	06/03/2009
2,612.00		2,631.00					-19.00	
		59. BUCKEYE PARTNERSHIP [LP] PROPERTY TYPE: SECURITIES					08/20/2008	06/03/2009
2,486.00		2,384.00					102.00	
		110. BURGER KING HOLDINGS INC PROPERTY TYPE: SECURITIES					04/22/2008	05/20/2009
1,944.00		3,031.00					-1,087.00	
		74. CVS CORP PROPERTY TYPE: SECURITIES					08/13/2009	11/12/2009
2,194.00		2,574.00					-380.00	
		26. CVS CORP PROPERTY TYPE: SECURITIES					04/01/2009	11/12/2009
771.00		734.00					37.00	
		10. NEW CANADIAN NATIONAL RAILWAY CO COM PROPERTY TYPE: SECURITIES					12/19/2008	07/30/2009
479.00		355.00					124.00	
		10. CANON INC ADR REPSTG 5 SHS PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
365.00		499.00					-134.00	
		100. CARMAX INC PROPERTY TYPE: SECURITIES					09/28/2009	10/02/2009
1,932.00		2,116.00					-184.00	

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)	
		20. CARMAX INC PROPERTY TYPE: SECURITIES					07/16/2009	10/02/2009
386.00		308.00					78.00	
		96. CARMAX INC PROPERTY TYPE: SECURITIES					07/17/2009	10/02/2009
1,855.00		1,459.00					396.00	
		96. CARMAX INC PROPERTY TYPE: SECURITIES					07/17/2009	10/02/2009
1,855.00		1,459.00					396.00	
		97. CARMAX INC PROPERTY TYPE: SECURITIES					06/03/2009	10/02/2009
1,875.00		1,217.00					658.00	
		80. CARNIVAL CORP PAIRED CTF 1 COM CARNI PROPERTY TYPE: SECURITIES					04/22/2008	06/25/2009
2,067.00		3,229.00					-1,162.00	
		134. CATERPILLAR INC PROPERTY TYPE: SECURITIES					04/22/2008	07/09/2009
4,129.00		11,027.00					-6,898.00	
		28. CATERPILLAR INC PROPERTY TYPE: SECURITIES					05/01/2009	07/09/2009
863.00		1,048.00					-185.00	
		154. CEDAR FAIR L P DEPOSITARY UNIT [LP] PROPERTY TYPE: SECURITIES					04/22/2008	01/06/2009
2,112.00		3,220.00					-1,108.00	
		115. CEDAR FAIR L P DEPOSITARY UNIT [LP] PROPERTY TYPE: SECURITIES					04/22/2008	02/26/2009
885.00		2,326.00					-1,441.00	
		85. CEDAR FAIR L P DEPOSITARY UNIT [LP] PROPERTY TYPE: SECURITIES					04/22/2008	02/26/2009
658.00		1,720.00					-1,062.00	
		633. CEDAR FAIR L P DEPOSITARY UNIT [LP] PROPERTY TYPE: SECURITIES					04/22/2008	02/27/2009
4,886.00		12,798.00					-7,912.00	

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)	
		144. CEDAR FAIR L P DEPOSITARY UNIT [LP] PROPERTY TYPE: SECURITIES					02/09/2009	02/27/2009
1,112.00		1,500.00					-388.00	
		. CEDAR FAIR L P DEPOSITARY UNIT [LP] PROPERTY TYPE: SECURITIES						12/31/2009
-43.00							-43.00	
		180. CENOVUS ENERGY INC PROPERTY TYPE: SECURITIES					04/22/2008	12/16/2009
4,581.00		7,875.00					-3,294.00	
		22. CENOVUS ENERGY INC PROPERTY TYPE: SECURITIES					09/28/2009	12/16/2009
560.00		642.00					-82.00	
		50. CENOVUS ENERGY INC PROPERTY TYPE: SECURITIES					07/30/2009	12/16/2009
1,272.00		1,352.00					-80.00	
		14. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					04/22/2008	04/03/2009
981.00		1,315.00					-334.00	
		28. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					04/22/2008	05/01/2009
1,866.00		2,630.00					-764.00	
		10. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
659.00		939.00					-280.00	
		58. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					04/22/2008	09/15/2009
4,126.00		5,449.00					-1,323.00	
		18. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					11/07/2008	09/15/2009
1,280.00		1,307.00					-27.00	
		5. CHINA LIFE INS CO LTD SPONSORED ADR R PROPERTY TYPE: SECURITIES					02/11/2009	07/30/2009
335.00		222.00					113.00	

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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)	
		20. CHINA LIFE INS CO LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					09/28/2009	11/27/2009
1,508.00		1,329.00					179.00	
		10. CHINA LIFE INS CO LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					02/11/2009	11/27/2009
754.00		444.00					310.00	
		5. CHINA MOBILE LTD-ADR PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
266.00		424.00					-158.00	
		169. CHINA MOBILE LTD-ADR PROPERTY TYPE: SECURITIES					04/22/2008	08/20/2009
9,011.00		14,324.00					-5,313.00	
		25. CHINA MOBILE LTD-ADR PROPERTY TYPE: SECURITIES					08/04/2008	08/20/2009
1,333.00		1,663.00					-330.00	
		20. COCA-COLA HELLENIC BOTTLING CO S A PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
437.00		925.00					-488.00	
		1. COCA-COLA HELLENIC BOTTLING CO S A PROPERTY TYPE: SECURITIES					04/22/2008	09/25/2009
26.00		46.00					-20.00	
		54. COCA-COLA HELLENIC BOTTLING CO S A PROPERTY TYPE: SECURITIES					04/22/2008	09/25/2009
1,392.00		2,497.00					-1,105.00	
		12. COCA-COLA HELLENIC BOTTLING CO S A PROPERTY TYPE: SECURITIES					04/22/2008	09/25/2009
310.00		555.00					-245.00	
		28. COCA-COLA HELLENIC BOTTLING CO S A PROPERTY TYPE: SECURITIES					04/22/2008	09/25/2009
725.00		1,295.00					-570.00	
		14. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					04/22/2008	04/03/2009
845.00		1,068.00					-223.00	

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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)	
		20. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					04/22/2008	07/09/2009
1,460.00		1,526.00					-66.00	
		89. COMPUTER SCIENCES CORP PROPERTY TYPE: SECURITIES					04/22/2008	03/27/2009
3,261.00		3,785.00					-524.00	
		81. COMPUTER SCIENCES CORP PROPERTY TYPE: SECURITIES					04/22/2008	03/30/2009
2,898.00		3,445.00					-547.00	
		36. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					04/22/2008	01/23/2009
1,734.00		3,060.00					-1,326.00	
		1. DANONE - SPONSORED ADR PROPERTY TYPE: SECURITIES					01/01/2008	06/19/2009
497.00							497.00	
		48. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					04/15/2008	01/23/2009
1,278.00		1,324.00					-46.00	
		134. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					04/15/2008	03/18/2009
4,715.00		3,697.00					1,018.00	
		36. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					04/15/2008	06/25/2009
1,182.00		993.00					189.00	
		116. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					04/22/2008	02/11/2009
6,009.00		14,088.00					-8,079.00	
		2120. DUKE RLTY INVTS INC COM NEW PROPERTY TYPE: SECURITIES					04/22/2008	02/04/2009
20,203.00		50,299.00					-30,096.00	
		138. DUKE RLTY INVTS INC COM NEW PROPERTY TYPE: SECURITIES					05/16/2008	03/10/2009
677.00		3,675.00					-2,998.00	

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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)	
		370. DUKE RLTY INVTS INC COM NEW PROPERTY TYPE: SECURITIES					04/22/2008	03/10/2009
1,814.00		8,795.00					-6,981.00	
		124. EMC CORP/MASS PROPERTY TYPE: SECURITIES					04/22/2008	11/25/2009
2,083.00		1,924.00					159.00	
		250. E ON AG SPONSORED ADR PROPERTY TYPE: SECURITIES					04/22/2008	03/12/2009
5,795.00		16,663.00					-10,868.00	
		55. E ON AG SPONSORED ADR PROPERTY TYPE: SECURITIES					02/12/2009	03/12/2009
1,275.00		1,658.00					-383.00	
		16. EISAI LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					10/02/2008	05/07/2009
418.00		656.00					-238.00	
		8. EISAI LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					10/02/2008	05/08/2009
219.00		328.00					-109.00	
		23. EISAI LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					10/01/2008	05/08/2009
630.00		920.00					-290.00	
		103. EISAI LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					10/01/2008	05/08/2009
2,822.00		4,085.00					-1,263.00	
		2. EISAI LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					09/30/2008	05/08/2009
55.00		79.00					-24.00	
		130. EISAI LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					10/09/2008	05/08/2009
3,562.00		4,772.00					-1,210.00	
		25. ENERSIS S A SPONSORED ADR PROPERTY TYPE: SECURITIES					05/23/2008	07/30/2009
479.00		484.00					-5.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
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		24. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					04/22/2008	03/10/2009
1,586.00		2,274.00					-688.00	
		74. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					12/30/2008	07/30/2009
5,251.00		5,820.00					-569.00	
		16. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					04/22/2008	08/25/2009
1,145.00		1,516.00					-371.00	
		60. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					04/22/2008	11/12/2009
4,330.00		5,686.00					-1,356.00	
		96. FMC CORP COM NEW PROPERTY TYPE: SECURITIES					02/06/2009	07/28/2009
4,327.00		4,837.00					-510.00	
		18. FMC CORP COM NEW PROPERTY TYPE: SECURITIES					04/03/2009	07/28/2009
811.00		854.00					-43.00	
		22. FMC CORP COM NEW PROPERTY TYPE: SECURITIES					04/21/2009	07/28/2009
992.00		983.00					9.00	
		26. FPL GROUP INC PROPERTY TYPE: SECURITIES					04/15/2008	08/20/2009
1,481.00		588.00					893.00	
		114. FPL GROUP INC PROPERTY TYPE: SECURITIES					04/15/2008	09/15/2009
6,192.00		2,579.00					3,613.00	
		50000. FEDERAL HOME LOAN MTG CORP 5.75 3 PROPERTY TYPE: SECURITIES					02/23/2001	03/15/2009
50,000.00		49,521.00					479.00	
		2667.82 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	01/25/2009
2,668.00		2,637.00					31.00	

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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)	
		4443.86 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	02/25/2009
4,444.00		4,393.00					51.00	
		4651.32 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	03/25/2009
4,651.00		4,598.00					53.00	
		5880.17 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	04/25/2009
5,880.00		5,813.00					67.00	
		5166.24 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	05/25/2009
5,166.00		5,107.00					59.00	
		5988.8 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	06/25/2009
5,989.00		5,920.00					69.00	
		6984.93 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	07/25/2009
6,985.00		6,905.00					80.00	
		5916.85 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	08/25/2009
5,917.00		5,849.00					68.00	
		5791.37 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	09/25/2009
5,791.00		5,725.00					66.00	
		4193.71 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	10/25/2009
4,194.00		4,146.00					48.00	
		5227.95 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	11/25/2009
5,228.00		5,168.00					60.00	
		4883.83 FN 848491 DTD 12/01/05 5.50% DUE PROPERTY TYPE: SECURITIES					12/20/2005	12/25/2009
4,884.00		4,828.00					56.00	

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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)	
		12. FLUOR CORP NEW COM PROPERTY TYPE: SECURITIES					04/22/2008	03/13/2009
462.00		963.00					-501.00	
		38. FOREST LABS INC COM PROPERTY TYPE: SECURITIES					04/22/2008	08/25/2009
1,093.00		1,294.00					-201.00	
		18. FOREST LABS INC COM PROPERTY TYPE: SECURITIES					04/22/2008	09/23/2009
515.00		613.00					-98.00	
		74. FOREST LABS INC COM PROPERTY TYPE: SECURITIES					04/22/2008	09/24/2009
2,105.00		2,519.00					-414.00	
		28. FREEPORT COPPER & GOLD INC CLASS B PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
1,632.00		3,335.00					-1,703.00	
		18. FREEPORT COPPER & GOLD INC CLASS B PROPERTY TYPE: SECURITIES					04/22/2008	09/15/2009
1,281.00		2,144.00					-863.00	
		1.82 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	01/15/2009
2.00		2.00						
		1.84 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	02/15/2009
2.00		2.00						
		1.85 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	03/15/2009
2.00		2.00						
		1.86 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	04/15/2009
2.00		2.00						
		1.87 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	05/15/2009
2.00		2.00						

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1.88 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	06/15/2009
2.00		2.00						
		1.89 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	07/15/2009
2.00		2.00						
		1.91 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	08/15/2009
2.00		2.00						
		1.92 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	09/15/2009
2.00		2.00						
		1.93 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	10/15/2009
2.00		2.00						
		1.94 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	11/15/2009
2.00		2.00						
		1.95 GOVERNMENT NATL MTG ASSN DTD 05/01/ PROPERTY TYPE: SECURITIES					07/18/1997	12/15/2009
2.00		2.00						
		122. GAMESTOP CORP NEW CL A PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
3,177.00		6,693.00					-3,516.00	
		112. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					04/22/2008	06/04/2009
1,528.00		3,632.00					-2,104.00	
		50000. GENERAL ELEC CAP CORP DTD 01/19/2 PROPERTY TYPE: SECURITIES					02/02/2000	07/24/2009
51,219.00		50,250.00					969.00	
		30. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					04/22/2008	02/06/2009
1,570.00		1,535.00					35.00	

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		26. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					04/22/2008	04/03/2009
1,201.00		1,331.00					-130.00	
		20. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
864.00		1,024.00					-160.00	
		20. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					04/22/2008	05/20/2009
847.00		1,024.00					-177.00	
		3. GOOGLE INC-CL A PROPERTY TYPE: SECURITIES					04/30/2008	03/13/2009
965.00		1,751.00					-786.00	
		1350. HCP INC PROPERTY TYPE: SECURITIES					11/15/2002	04/06/2009
26,581.00		27,783.00					-1,202.00	
		50. HDFC BK LTD ADR REPSTG 3 SHS PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
4,790.00		5,416.00					-626.00	
		162. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
2,720.00		11,811.00					-9,091.00	
		30. HASBRO INC COM PROPERTY TYPE: SECURITIES					07/22/2008	05/18/2009
702.00		1,156.00					-454.00	
		12. HASBRO INC COM PROPERTY TYPE: SECURITIES					07/22/2008	05/20/2009
283.00		462.00					-179.00	
		200. HASBRO INC COM PROPERTY TYPE: SECURITIES					06/30/2008	05/20/2009
4,710.00		7,194.00					-2,484.00	
		30. HATTERAS FINL CORP PROPERTY TYPE: SECURITIES					01/06/2009	06/03/2009
778.00		810.00					-32.00	

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		160. HATTERAS FINL CORP PROPERTY TYPE: SECURITIES					02/09/2009	06/03/2009
4,151.00		3,778.00					373.00	
		366. HATTERAS FINL CORP PROPERTY TYPE: SECURITIES					08/20/2008	06/03/2009
9,496.00		8,373.00					1,123.00	
		30. HEINZ H J CO PROPERTY TYPE: SECURITIES					08/27/2008	05/18/2009
1,059.00		1,546.00					-487.00	
		36. HEINZ H J CO PROPERTY TYPE: SECURITIES					06/27/2008	05/18/2009
1,271.00		1,737.00					-466.00	
		28. HEINZ H J CO PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
988.00		1,319.00					-331.00	
		36. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					03/27/2009	11/12/2009
1,789.00		1,191.00					598.00	
		80. HONDA MTR LTD AMERN SHS PROPERTY TYPE: SECURITIES					04/22/2008	04/01/2009
2,039.00		2,500.00					-461.00	
		1560. HOSPITALITY PPTYS TR COM SH BEN IN PROPERTY TYPE: SECURITIES					11/12/2007	04/06/2009
20,601.00		56,491.00					-35,890.00	
		28. ILLUMINA INC COMM STK PROPERTY TYPE: SECURITIES					07/31/2008	11/23/2009
731.00		1,316.00					-585.00	
		156. ILLUMINA INC COMM STK PROPERTY TYPE: SECURITIES					06/30/2008	11/23/2009
4,073.00		6,917.00					-2,844.00	
		203. INERGY [LP] PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
5,078.00		5,749.00					-671.00	

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		309. INERGY [LP] PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
7,822.00		8,750.00					-928.00	
		187. INERGY [LP] PROPERTY TYPE: SECURITIES					04/22/2008	06/04/2009
4,697.00		5,295.00					-598.00	
		118. INERGY [LP] PROPERTY TYPE: SECURITIES					02/09/2009	06/04/2009
2,964.00		2,912.00					52.00	
		46. INTEL CORP PROPERTY TYPE: SECURITIES					08/27/2008	08/20/2009
856.00		1,080.00					-224.00	
		40. INTEL CORP PROPERTY TYPE: SECURITIES					04/22/2008	08/20/2009
744.00		882.00					-138.00	
		78. INTEL CORP PROPERTY TYPE: SECURITIES					10/07/2008	09/04/2009
1,526.00		1,342.00					184.00	
		8. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					04/15/2008	04/03/2009
814.00		998.00					-184.00	
		20. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					04/15/2008	09/15/2009
2,385.00		2,495.00					-110.00	
		1180. ISHARES COHEN & STEERS REALTY PROPERTY TYPE: SECURITIES					04/22/2008	04/06/2009
37,293.00		100,000.00					-62,707.00	
		14. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					04/23/2008	04/03/2009
732.00		760.00					-28.00	
		34. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					04/15/2008	12/11/2009
2,204.00		1,847.00					357.00	

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		62. KELLOGG CO PROPERTY TYPE: SECURITIES					04/22/2008	02/04/2009
2,731.00		3,197.00					-466.00	
		232. KEYCORP COMMON PROPERTY TYPE: SECURITIES					01/23/2009	09/25/2009
1,451.00		1,777.00					-326.00	
		301. KEYCORP COMMON PROPERTY TYPE: SECURITIES					11/20/2008	09/25/2009
1,882.00		2,142.00					-260.00	
		134. KEYCORP COMMON PROPERTY TYPE: SECURITIES					11/21/2008	09/25/2009
838.00		832.00					6.00	
		.127 KINDER MORGAN MGMT LLC COMMON PROPERTY TYPE: SECURITIES					04/22/2008	02/20/2009
5.00		6.00					-1.00	
		.214 KINDER MORGAN MGMT LLC COMMON PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
9.00		11.00					-2.00	
		.294 KINDER MORGAN MGMT LLC COMMON PROPERTY TYPE: SECURITIES					04/22/2008	08/18/2009
14.00		14.00						
		.093 KINDER MORGAN MGMT LLC COMMON PROPERTY TYPE: SECURITIES					04/22/2008	11/17/2009
5.00		4.00					1.00	
		30. KIRIN HOLDINGS COMPANY LTD PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
447.00		549.00					-102.00	
		394. KIRIN HOLDINGS COMPANY LTD PROPERTY TYPE: SECURITIES					04/22/2008	08/03/2009
5,758.00		7,210.00					-1,452.00	
		235. KIRIN HOLDINGS COMPANY LTD PROPERTY TYPE: SECURITIES					04/22/2008	08/04/2009
3,421.00		4,301.00					-880.00	

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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)	
		121. KIRIN HOLDINGS COMPANY LTD PROPERTY TYPE: SECURITIES					04/22/2008	08/05/2009
1,766.00		2,214.00					-448.00	
		74. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					04/22/2008	03/18/2009
1,655.00		2,284.00					-629.00	
		264. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					04/22/2008	03/27/2009
6,089.00		8,147.00					-2,058.00	
		189. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES					04/22/2008	06/25/2009
4,862.00		5,833.00					-971.00	
		196. LILLY ELI & CO PROPERTY TYPE: SECURITIES					04/22/2008	06/25/2009
6,615.00		9,575.00					-2,960.00	
		196. MARATHON OIL CORP COMMON STOCK PROPERTY TYPE: SECURITIES					04/22/2008	02/24/2009
4,528.00		9,604.00					-5,076.00	
		22. MARKEL CORP COM PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
6,225.00		9,444.00					-3,219.00	
		8. MARKEL CORP COM PROPERTY TYPE: SECURITIES					04/22/2008	10/02/2009
2,602.00		3,434.00					-832.00	
		10. MARKEL CORP COM PROPERTY TYPE: SECURITIES					05/29/2008	10/02/2009
3,253.00		4,061.00					-808.00	
		9. MARKEL CORP COM PROPERTY TYPE: SECURITIES					08/20/2008	10/02/2009
2,928.00		3,247.00					-319.00	
		116. MARSHALL & ILSLEY CORP PROPERTY TYPE: SECURITIES					05/08/2008	01/23/2009
692.00		4,092.00					-3,400.00	

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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)	
		184. MARSHALL & ILSLEY CORP PROPERTY TYPE: SECURITIES					04/15/2008	01/23/2009
1,098.00		4,591.00					-3,493.00	
		128. MARTIN MARIETTA MATLS PROPERTY TYPE: SECURITIES					04/22/2008	07/16/2009
10,120.00		14,118.00					-3,998.00	
		7. MARTIN MARIETTA MATLS PROPERTY TYPE: SECURITIES					08/20/2008	07/16/2009
553.00		728.00					-175.00	
		29. MARTIN MARIETTA MATLS PROPERTY TYPE: SECURITIES					06/03/2009	07/16/2009
2,293.00		2,448.00					-155.00	
		24. MARTIN MARIETTA MATLS PROPERTY TYPE: SECURITIES					02/09/2009	07/16/2009
1,898.00		2,022.00					-124.00	
		82. MATTEL INC PROPERTY TYPE: SECURITIES					04/22/2008	01/23/2009
1,248.00		1,583.00					-335.00	
		98. MATTEL INC PROPERTY TYPE: SECURITIES					04/22/2008	10/15/2009
1,907.00		1,892.00					15.00	
		32. MCDONALDS CORP PROPERTY TYPE: SECURITIES					04/22/2008	01/05/2009
1,963.00		1,869.00					94.00	
		14. MCDONALDS CORP PROPERTY TYPE: SECURITIES					04/22/2008	04/03/2009
784.00		818.00					-34.00	
		16. MCDONALDS CORP PROPERTY TYPE: SECURITIES					04/22/2008	04/21/2009
888.00		935.00					-47.00	
		26. MCDONALDS CORP PROPERTY TYPE: SECURITIES					04/22/2008	05/01/2009
1,364.00		1,519.00					-155.00	

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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)	
		14. MCDONALDS CORP PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
751.00		818.00					-67.00	
		50000. MELLON FUNDING DTD 03/23/04 3.25% PROPERTY TYPE: SECURITIES					04/02/2004	04/01/2009
50,000.00		49,230.00					770.00	
		.151 MERCK & CO INC NEW PROPERTY TYPE: SECURITIES					08/25/2009	11/27/2009
6.00		5.00					1.00	
		262. MET LIFE COM PROPERTY TYPE: SECURITIES					04/22/2008	10/14/2009
9,865.00		15,636.00					-5,771.00	
		42. MICROSOFT CORP PROPERTY TYPE: SECURITIES					12/17/2008	09/04/2009
1,030.00		844.00					186.00	
		50. MICROSOFT CORP PROPERTY TYPE: SECURITIES					12/17/2008	11/12/2009
1,466.00		1,005.00					461.00	
		2. MITSUI & CO LTD ADR PROPERTY TYPE: SECURITIES					04/22/2008	02/05/2009
469.00		956.00					-487.00	
		8. MITSUI & CO LTD ADR PROPERTY TYPE: SECURITIES					04/22/2008	02/06/2009
1,836.00		3,824.00					-1,988.00	
		2. MITSUI & CO LTD ADR PROPERTY TYPE: SECURITIES					04/22/2008	02/12/2009
427.00		956.00					-529.00	
		8. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					04/15/2008	03/13/2009
631.00		864.00					-233.00	
		105. NASPERS LTD SPONSORED ADR REPSTG CL PROPERTY TYPE: SECURITIES					06/03/2009	07/23/2009
3,288.00		2,486.00					802.00	

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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)	
		10. NESTLE S A SPON ADR REG PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
408.00		496.00					-88.00	
		176. NEWMARKET CORP PROPERTY TYPE: SECURITIES					04/22/2008	05/07/2009
11,025.00		15,907.00					-4,882.00	
		102. NEWMARKET CORP PROPERTY TYPE: SECURITIES					05/29/2008	05/07/2009
6,390.00		7,783.00					-1,393.00	
		56. NEWMARKET CORP PROPERTY TYPE: SECURITIES					08/20/2008	05/07/2009
3,508.00		3,785.00					-277.00	
		70. NEWMARKET CORP PROPERTY TYPE: SECURITIES					08/20/2008	06/03/2009
5,132.00		4,731.00					401.00	
		130. NEWMARKET CORP PROPERTY TYPE: SECURITIES					10/01/2008	06/03/2009
9,531.00		6,830.00					2,701.00	
		126. NEWMARKET CORP PROPERTY TYPE: SECURITIES					02/09/2009	06/03/2009
9,238.00		4,666.00					4,572.00	
		25. NEWMARKET CORP PROPERTY TYPE: SECURITIES					01/06/2009	06/03/2009
1,833.00		921.00					912.00	
		26. NIKE INC CL B PROPERTY TYPE: SECURITIES					04/22/2008	09/15/2009
1,417.00		1,763.00					-346.00	
		250. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES					12/19/2008	02/12/2009
3,038.00		3,938.00					-900.00	
		245. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES					12/12/2008	02/12/2009
2,977.00		3,731.00					-754.00	

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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)	
		112. NORTHERN TR CORP COM PROPERTY TYPE: SECURITIES					04/22/2008	01/20/2009
5,055.00		8,172.00					-3,117.00	
		22. OCCIDENTAL PETE CORP PROPERTY TYPE: SECURITIES					10/31/2008	06/30/2009
1,448.00		1,176.00					272.00	
		110. ORACLE CORP PROPERTY TYPE: SECURITIES					04/22/2008	10/15/2009
2,329.00		2,395.00					-66.00	
		10. ORASCOM CONSTR-GDR PROPERTY TYPE: SECURITIES					04/23/2008	07/30/2009
394.00		834.00					-440.00	
		66. ORASCOM CONSTR-GDR PROPERTY TYPE: SECURITIES					04/23/2008	12/22/2009
3,216.00		5,504.00					-2,288.00	
		4. ORASCOM CONSTR-GDR PROPERTY TYPE: SECURITIES					04/30/2008	12/22/2009
195.00		326.00					-131.00	
		19. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					10/01/2008	06/01/2009
198.00		242.00					-44.00	
		99. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					10/01/2008	06/02/2009
1,060.00		1,259.00					-199.00	
		13. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					10/01/2008	06/02/2009
140.00		165.00					-25.00	
		11. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					10/01/2008	06/03/2009
116.00		140.00					-24.00	
		2. OSTERREICHISCHE ELEKTRIZITATS SPONSOR PROPERTY TYPE: SECURITIES					09/30/2008	06/03/2009
21.00		24.00					-3.00	

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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)	
		12. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					09/30/2008	06/04/2009
121.00		147.00					-26.00	
		3. OSTERREICHISCHE ELEKTRIZITATS SPONSOR PROPERTY TYPE: SECURITIES					09/30/2008	06/05/2009
30.00		37.00					-7.00	
		54. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					09/30/2008	06/05/2009
533.00		661.00					-128.00	
		2. OSTERREICHISCHE ELEKTRIZITATS SPONSOR PROPERTY TYPE: SECURITIES					10/01/2008	06/05/2009
20.00		24.00					-4.00	
		4. OSTERREICHISCHE ELEKTRIZITATS SPONSOR PROPERTY TYPE: SECURITIES					10/01/2008	08/03/2009
39.00		48.00					-9.00	
		249. OSTERREICHISCHE ELEKTRIZITATS SPONS PROPERTY TYPE: SECURITIES					10/02/2008	08/03/2009
2,452.00		2,866.00					-414.00	
		54. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/10/2008	08/03/2009
532.00		570.00					-38.00	
		1. OSTERREICHISCHE ELEKTRIZITATS SPONSOR PROPERTY TYPE: SECURITIES					11/10/2008	08/03/2009
10.00		11.00					-1.00	
		25. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/10/2008	08/04/2009
249.00		264.00					-15.00	
		46. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/10/2008	08/04/2009
457.00		479.00					-22.00	
		3. OSTERREICHISCHE ELEKTRIZITATS SPONSOR PROPERTY TYPE: SECURITIES					11/04/2008	08/04/2009
30.00		30.00						

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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)	
		12. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/07/2008	08/04/2009
119.00		117.00					2.00	
		51. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/05/2008	08/04/2009
507.00		497.00					10.00	
		17. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/06/2008	08/04/2009
169.00		164.00					5.00	
		48. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/11/2008	08/04/2009
477.00		456.00					21.00	
		33. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/03/2008	08/04/2009
328.00		301.00					27.00	
		46. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/12/2008	08/04/2009
457.00		419.00					38.00	
		36. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					10/30/2008	08/04/2009
358.00		327.00					31.00	
		59. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					10/31/2008	08/04/2009
587.00		535.00					52.00	
		42. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/14/2008	08/04/2009
418.00		380.00					38.00	
		65. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/17/2008	08/04/2009
646.00		581.00					65.00	
		48. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/18/2008	08/04/2009
477.00		415.00					62.00	

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		49. OSTERREICHISCHE ELEKTRIZITATS SPONSO PROPERTY TYPE: SECURITIES					11/13/2008	08/04/2009
487.00		419.00					68.00	
		222. OSTERREICHISCHE ELEKTRIZITATS SPONS PROPERTY TYPE: SECURITIES					03/13/2009	08/04/2009
2,207.00		1,465.00					742.00	
		77. P G & E CORPORATION PROPERTY TYPE: SECURITIES					09/04/2008	10/14/2009
3,212.00		3,138.00					74.00	
		27. P G & E CORPORATION PROPERTY TYPE: SECURITIES					04/22/2008	10/14/2009
1,126.00		1,065.00					61.00	
		38. P G & E CORPORATION PROPERTY TYPE: SECURITIES					04/22/2008	10/15/2009
1,600.00		1,499.00					101.00	
		25. PANASONIC CORP ADR PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
387.00		504.00					-117.00	
		116. PETROLEO BRASILEIRO COMMON STOCK SE PROPERTY TYPE: SECURITIES					11/05/2008	03/05/2009
3,174.00		3,353.00					-179.00	
		10. PETROLEO BRASILEIRO COMMON STOCK SED PROPERTY TYPE: SECURITIES					11/05/2008	07/30/2009
411.00		289.00					122.00	
		34. PETROLEO BRASILEIRO COMMON STOCK SED PROPERTY TYPE: SECURITIES					09/28/2009	11/27/2009
1,738.00		1,542.00					196.00	
		10. PETROLEO BRASILEIRO COMMON STOCK SED PROPERTY TYPE: SECURITIES					11/05/2008	11/27/2009
511.00		289.00					222.00	
		72. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES					04/22/2008	04/01/2009
2,578.00		3,609.00					-1,031.00	

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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)	
		112. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES					04/22/2008	06/24/2009
4,650.00		5,615.00					-965.00	
		1947.04 PIMCO ALL ASSET FUND-A PROPERTY TYPE: SECURITIES					05/20/2008	02/04/2009
18,808.00		25,000.00					-6,192.00	
		9865.825 PIMCO ALL ASSET FUND-A PROPERTY TYPE: SECURITIES					04/23/2008	02/04/2009
95,304.00		125,000.00					-29,696.00	
		6063.056 PIMCO ALL ASSET FUND-A PROPERTY TYPE: SECURITIES					08/28/2008	02/04/2009
58,569.00		75,000.00					-16,431.00	
		10288.066 PIMCO ALL ASSET FUND PROPERTY TYPE: SECURITIES					02/04/2009	05/26/2009
109,568.00		99,933.00					9,635.00	
		50. PRAXAIR INC PROPERTY TYPE: SECURITIES					04/15/2008	07/28/2009
3,812.00		3,927.00					-115.00	
		28. PRAXAIR INC PROPERTY TYPE: SECURITIES					04/15/2008	11/25/2009
2,320.00		2,199.00					121.00	
		30. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					04/22/2008	05/18/2009
1,168.00		1,596.00					-428.00	
		28. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					04/22/2008	09/15/2009
1,250.00		1,489.00					-239.00	
		102. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					04/22/2008	11/30/2009
4,888.00		5,425.00					-537.00	
		28. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					08/20/2009	11/30/2009
1,342.00		1,269.00					73.00	

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		189. PRICESMART INC PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
3,467.00		5,372.00					-1,905.00	
		30. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					04/22/2008	02/26/2009
1,481.00		2,021.00					-540.00	
		50000. PROCTER & GAMBLE PG 6.875% 09/15/ PROPERTY TYPE: SECURITIES					02/02/2000	09/15/2009
50,000.00		48,810.00					1,190.00	
		38. QUALCOMM INC PROPERTY TYPE: SECURITIES					06/27/2008	09/15/2009
1,739.00		1,729.00					10.00	
		20. QUALCOMM INC PROPERTY TYPE: SECURITIES					05/16/2008	09/15/2009
915.00		908.00					7.00	
		28. QUALCOMM INC PROPERTY TYPE: SECURITIES					05/16/2008	10/15/2009
1,186.00		1,271.00					-85.00	
		18. QUALCOMM INC PROPERTY TYPE: SECURITIES					05/01/2008	10/15/2009
762.00		798.00					-36.00	
		1016. QWEST COMMUNICATIONS INTL COMMON PROPERTY TYPE: SECURITIES					04/28/2008	05/06/2009
4,470.00		4,992.00					-522.00	
		462. QWEST COMMUNICATIONS INTL COMMON PROPERTY TYPE: SECURITIES					06/03/2008	05/06/2009
2,033.00		2,241.00					-208.00	
		226. QWEST COMMUNICATIONS INTL COMMON PROPERTY TYPE: SECURITIES					06/03/2008	05/18/2009
939.00		1,096.00					-157.00	
		362. QWEST COMMUNICATIONS INTL COMMON PROPERTY TYPE: SECURITIES					08/08/2008	05/18/2009
1,504.00		1,352.00					152.00	

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		236. QWEST COMMUNICATIONS INTL COMMON PROPERTY TYPE: SECURITIES					08/08/2008	06/04/2009
1,038.00		881.00					157.00	
		60. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					02/12/2009	04/21/2009
4,031.00		2,992.00					1,039.00	
		20. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					02/04/2009	06/18/2009
1,535.00		1,137.00					398.00	
		14. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					01/28/2009	06/18/2009
1,074.00		790.00					284.00	
		5. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					02/12/2009	07/30/2009
385.00		249.00					136.00	
		18. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					07/23/2009	10/15/2009
1,233.00		1,387.00					-154.00	
		76. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					01/28/2009	10/15/2009
5,206.00		4,286.00					920.00	
		35. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					09/25/2009	12/21/2009
2,472.00		2,469.00					3.00	
		9. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					09/28/2009	12/21/2009
636.00		603.00					33.00	
		110. ROPER INDS INC NEW COM PROPERTY TYPE: SECURITIES					04/22/2008	10/16/2009
5,632.00		6,873.00					-1,241.00	
		28. ROYAL BK CDA MONTREAL QUE COM PROPERTY TYPE: SECURITIES					09/28/2009	10/15/2009
1,519.00		1,490.00					29.00	

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)	
		42. ROYAL BK CDA MONTREAL QUE COM PROPERTY TYPE: SECURITIES					03/20/2009	10/15/2009
2,278.00		1,207.00					1,071.00	
		142. ST JUDE MED INC PROPERTY TYPE: SECURITIES					04/22/2008	10/06/2009
4,698.00		6,342.00					-1,644.00	
		24. ST JUDE MED INC PROPERTY TYPE: SECURITIES					04/25/2008	10/06/2009
794.00		1,067.00					-273.00	
		28. ST JUDE MED INC PROPERTY TYPE: SECURITIES					06/27/2008	10/06/2009
926.00		1,136.00					-210.00	
		10. SAP AKTIENGESELLSCHAFT SPONSORED ADR PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
466.00		511.00					-45.00	
		70. SASOL LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					05/21/2008	01/27/2009
1,960.00		4,733.00					-2,773.00	
		175. SASOL LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					04/23/2008	01/27/2009
4,899.00		10,282.00					-5,383.00	
		115. SASOL LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					10/30/2008	01/27/2009
3,219.00		3,170.00					49.00	
		36. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					07/10/2008	03/10/2009
749.00		782.00					-33.00	
		88. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					06/03/2008	03/10/2009
1,830.00		1,793.00					37.00	
		28. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					06/03/2008	04/01/2009
660.00		570.00					90.00	

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)	
		126. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					06/19/2008	04/01/2009
2,968.00		2,434.00					534.00	
		48. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					06/19/2008	06/04/2009
1,155.00		927.00					228.00	
		34. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					09/04/2008	06/04/2009
818.00		657.00					161.00	
		48. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					09/04/2008	07/30/2009
1,295.00		927.00					368.00	
		60. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					05/08/2008	07/30/2009
1,619.00		1,110.00					509.00	
		149.848 SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					05/08/2008	11/03/2009
3,717.00		2,772.00					945.00	
		20. SHINHAN FINANCIAL GRP-ADR PROPERTY TYPE: SECURITIES					04/24/2008	01/27/2009
771.00		2,213.00					-1,442.00	
		91. SHINHAN FINANCIAL GRP-ADR PROPERTY TYPE: SECURITIES					04/22/2008	01/27/2009
3,508.00		9,932.00					-6,424.00	
		44. SHINHAN FINANCIAL GRP-ADR PROPERTY TYPE: SECURITIES					04/22/2008	01/28/2009
1,801.00		4,802.00					-3,001.00	
		10. SODEXO SPONSORED ADR PROPERTY TYPE: SECURITIES					05/07/2009	07/30/2009
502.00		510.00					-8.00	
		226. STURM RUGER & CO INC COM PROPERTY TYPE: SECURITIES					04/22/2008	05/07/2009
2,563.00		1,704.00					859.00	

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)	
		509. STURM RUGER & CO INC COM PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
5,737.00		3,838.00					1,899.00	
		340. STURM RUGER & CO INC COM PROPERTY TYPE: SECURITIES					04/22/2008	06/03/2009
3,949.00		2,564.00					1,385.00	
		28. TECHNIP ADR PROPERTY TYPE: SECURITIES					05/21/2008	11/27/2009
1,941.00		2,756.00					-815.00	
		20. TESCO PLC PROPERTY TYPE: SECURITIES					12/11/2008	07/30/2009
369.00		296.00					73.00	
		10. TEVA PHARMACEUTICAL-SP ADR PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
537.00		469.00					68.00	
		262. TEXAS INDS INC COM PROPERTY TYPE: SECURITIES					04/22/2008	02/26/2009
4,243.00		16,254.00					-12,011.00	
		44. TEXAS INDS INC COM PROPERTY TYPE: SECURITIES					02/09/2009	02/26/2009
713.00		1,109.00					-396.00	
		42. TEXAS INDS INC COM PROPERTY TYPE: SECURITIES					06/03/2009	07/16/2009
1,493.00		1,463.00					30.00	
		214. TEXAS INDS INC COM PROPERTY TYPE: SECURITIES					06/03/2009	07/17/2009
7,499.00		7,452.00					47.00	
		119. TEXAS INDS INC COM PROPERTY TYPE: SECURITIES					06/03/2009	07/20/2009
4,124.00		4,144.00					-20.00	
		48. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					04/22/2008	01/05/2009
1,602.00		2,654.00					-1,052.00	

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)	
		32. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					04/22/2008	05/01/2009
1,170.00		1,770.00					-600.00	
		50. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					04/22/2008	07/22/2009
2,088.00		2,765.00					-677.00	
		36. 3M CO PROPERTY TYPE: SECURITIES					04/22/2008	10/13/2009
2,686.00		2,933.00					-247.00	
		16. 3M CO PROPERTY TYPE: SECURITIES					04/22/2008	10/14/2009
1,206.00		1,304.00					-98.00	
		52. 3M CO PROPERTY TYPE: SECURITIES					04/22/2008	10/15/2009
3,982.00		4,236.00					-254.00	
		24. 3M CO PROPERTY TYPE: SECURITIES					09/04/2008	10/15/2009
1,838.00		1,675.00					163.00	
		.666 TIME WARNER INC PROPERTY TYPE: SECURITIES					04/22/2008	04/13/2009
15.00		22.00					-7.00	
		.745 TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES					04/22/2008	04/08/2009
20.00		32.00					-12.00	
		64.182 TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES					04/22/2008	08/13/2009
2,152.00		2,795.00					-643.00	
		16.817 TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES					10/07/2008	08/13/2009
564.00		566.00					-2.00	
		.614 UDR INC PROPERTY TYPE: SECURITIES					04/22/2008	02/25/2009
5.00		15.00					-10.00	

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)	
		258. UST INCORPORATED PROPERTY TYPE: SECURITIES					04/22/2008	01/08/2009
17,931.00		13,527.00					4,404.00	
		54. UNITED STS STL CORP NEW PROPERTY TYPE: SECURITIES					04/22/2008	03/11/2009
1,030.00		8,320.00					-7,290.00	
		48. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					04/22/2008	07/08/2009
1,170.00		1,620.00					-450.00	
		124. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
3,551.00		4,184.00					-633.00	
		68. UNITEDHEALTH GROUP INC PROPERTY TYPE: SECURITIES					04/22/2008	08/13/2009
1,859.00		2,294.00					-435.00	
		42. UNIVERSAL CORP VA PROPERTY TYPE: SECURITIES					09/28/2009	11/03/2009
1,759.00		1,780.00					-21.00	
		298. UNIVERSAL CORP VA PROPERTY TYPE: SECURITIES					05/07/2009	11/03/2009
12,479.00		9,605.00					2,874.00	
		56. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					04/23/2008	01/06/2009
832.00		1,828.00					-996.00	
		212. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					04/22/2008	01/06/2009
3,150.00		6,547.00					-3,397.00	
		25. VALE SA ADR PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
493.00		1,007.00					-514.00	
		130. VALE SA ADR PROPERTY TYPE: SECURITIES					04/22/2008	10/15/2009
3,454.00		5,236.00					-1,782.00	

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)	
		32.517 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					01/02/2003	02/04/2009
342.00		350.00					-8.00	
		8123.249 VANGUARD FIXED INCOME SECS FD G PROPERTY TYPE: SECURITIES					11/15/2002	02/04/2009
85,457.00		87,000.00					-1,543.00	
		9354.537 VANGUARD FIXED INCOME SECS FD G PROPERTY TYPE: SECURITIES					08/21/2002	02/04/2009
98,410.00		100,000.00					-1,590.00	
		127. VESTA WIND SYSTEMS AS ADR PROPERTY TYPE: SECURITIES					06/19/2008	05/04/2009
3,152.00		6,053.00					-2,901.00	
		38. VESTA WIND SYSTEMS AS ADR PROPERTY TYPE: SECURITIES					10/09/2008	05/04/2009
943.00		862.00					81.00	
		122. VIACOM INC-B PROPERTY TYPE: SECURITIES					05/15/2008	06/25/2009
2,683.00		4,904.00					-2,221.00	
		12. VIACOM INC-B PROPERTY TYPE: SECURITIES					05/15/2008	09/23/2009
332.00		482.00					-150.00	
		42. VIACOM INC-B PROPERTY TYPE: SECURITIES					06/19/2008	09/23/2009
1,161.00		1,358.00					-197.00	
		20. VODAFONE GROUP PLC-SP ADR PROPERTY TYPE: SECURITIES					04/22/2008	07/30/2009
404.00		617.00					-213.00	
		394. VODAFONE GROUP PLC-SP ADR PROPERTY TYPE: SECURITIES					04/22/2008	08/03/2009
8,331.00		12,155.00					-3,824.00	
		65. VODAFONE GROUP PLC-SP ADR PROPERTY TYPE: SECURITIES					11/05/2008	08/03/2009
1,374.00		1,235.00					139.00	

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)	
		146. VODAFONE GROUP PLC-SP ADR PROPERTY TYPE: SECURITIES					06/08/2009	08/03/2009
3,087.00		2,638.00					449.00	
		102. VULCAN MATLS CO COM PROPERTY TYPE: SECURITIES					08/20/2008	12/11/2009
4,834.00		7,374.00					-2,540.00	
		34. VULCAN MATLS CO COM PROPERTY TYPE: SECURITIES					11/04/2008	12/11/2009
1,611.00		1,970.00					-359.00	
		1500. WEINGARTEN RLTY INV COM PROPERTY TYPE: SECURITIES					11/15/2002	04/06/2009
17,880.00		37,280.00					-19,400.00	
		.974 WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES					11/04/2008	01/08/2009
25.00		32.00					-7.00	
		168. WINDSTREAM CORP PROPERTY TYPE: SECURITIES					04/22/2008	09/23/2009
1,634.00		1,945.00					-311.00	
		132. WINDSTREAM CORP PROPERTY TYPE: SECURITIES					04/22/2008	10/13/2009
1,308.00		1,529.00					-221.00	
		552. WINDSTREAM CORP PROPERTY TYPE: SECURITIES					04/22/2008	10/29/2009
5,374.00		6,392.00					-1,018.00	
		142. WINDSTREAM CORP PROPERTY TYPE: SECURITIES					03/18/2009	10/29/2009
1,382.00		1,138.00					244.00	
		48. WYETH PROPERTY TYPE: SECURITIES					04/22/2008	03/10/2009
1,972.00		2,106.00					-134.00	
		64. WYETH PROPERTY TYPE: SECURITIES					04/22/2008	03/18/2009
2,733.00		2,808.00					-75.00	

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)	
		58. WYETH PROPERTY TYPE: SECURITIES					04/22/2008	06/25/2009
2,593.00		2,545.00					48.00	
		46. WYETH PROPERTY TYPE: SECURITIES					12/17/2008	06/25/2009
2,057.00		1,683.00					374.00	
		56. WYETH PROPERTY TYPE: SECURITIES					11/12/2008	06/25/2009
2,504.00		1,830.00					674.00	
		66. XTO ENERGY INC PROPERTY TYPE: SECURITIES					09/16/2008	09/04/2009
2,432.00		3,277.00					-845.00	
		1000. EL PASO - SECURITY LITIGATION PAYM PROPERTY TYPE: SECURITIES					04/06/2009	04/06/2009
463.00							463.00	
		58. NABORS INDUSTRIES LTD COMMON PROPERTY TYPE: SECURITIES					04/23/2008	11/23/2009
1,192.00		2,240.00					-1,048.00	
		212. NABORS INDUSTRIES LTD COMMON PROPERTY TYPE: SECURITIES					04/22/2008	11/23/2009
4,357.00		8,109.00					-3,752.00	
		462. SEAGATE TECHNOLOGY PROPERTY TYPE: SECURITIES					04/22/2008	01/23/2009
1,437.00		8,995.00					-7,558.00	
		34. WHITE MOUNTAINS INS GRP COM PROPERTY TYPE: SECURITIES					04/22/2008	10/02/2009
10,380.00		15,995.00					-5,615.00	
		42. ALCON INC COMMON PROPERTY TYPE: SECURITIES					08/01/2008	02/11/2009
3,462.00		7,351.00					-3,889.00	
		36. WEATHERFORD INTL LTD REG PROPERTY TYPE: SECURITIES					06/27/2008	07/20/2009
667.00		1,745.00					-1,078.00	

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)	
		220. WEATHERFORD INTL LTD REG PROPERTY TYPE: SECURITIES					04/22/2008	07/20/2009
4,078.00		9,198.00					-5,120.00	
		268. WEATHERFORD INTL LTD REG PROPERTY TYPE: SECURITIES					06/25/2009	11/27/2009
4,382.00		5,175.00					-793.00	
		80. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES					04/22/2008	07/09/2009
5,493.00		12,653.00					-7,160.00	
		12. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES					02/26/2009	07/09/2009
824.00		717.00					107.00	
		30. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES					10/07/2008	09/04/2009
2,298.00		2,646.00					-348.00	
TOTAL GAIN(LOSS)							-482,230.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONEY MARKET INTEREST	54,344.	54,344.
TOTAL	54,344.	54,344.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	14,934.	14,934.
NONDIVIDEND DISTRIBUTIONS	3,436.	
DOMESTIC DIVIDENDS	29,882.	29,882.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	148.	148.
NONQUALIFIED FOREIGN DIVIDENDS	3,095.	3,095.
NONQUALIFIED DOMESTIC DIVIDENDS	22,143.	22,143.
TOTAL	73,638.	70,202.

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	1,390.	1,390.
PRIOR YEAR EXCISE TAX PAID	700.	
EXCISE TAX ESTIMATE	8,320.	
FOREIGN TAXES ON QUALIFIED FOR	297.	297.
FOREIGN TAXES ON NONQUALIFIED	155.	155.
TOTALS	10,862.	1,842.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER ALLOCABLE EXPENSE-INCOME	277.	277.
BANK SERVICE FEES	44,937.	44,937.
TOTALS	45,214.	45,214.

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

DESCRIPTION		AMOUNT
PARTNERSHIP CB ADJUSTMENTS		7,095.
ROUNDING		28.
	TOTAL	7,123.

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

DESCRIPTION	AMOUNT
CB ADJUSTMENT ON ASSETS SOLD	6,213.
CB ADJUSTMENT FOR ASSETS W/ INCORRECT BA	10,691.
TOTAL	16,904.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

IN

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

OFFICER NAME:
FIFTH THIRD BANK
ADDRESS:
PO BOX 719
EVANSVILLE, IN 47705
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

RECIPIENT NAME:
EVANSVILLE MUSEUM OF ARTS &
AND SCIENCE
ADDRESS:
411 SE RIVERSIDE DRIVE
EVANSVILLE, IN 47713
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTING ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 175,760.

TOTAL GRANTS PAID: 175,760.

FIFTH THIRD PRIVATE BANK

ARNOLD MENKE

12/01/2009 - 12/31/2009

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents									
2,459.8500		CASH	$1.000	$2,459.85	0.1%	$2,459.85			
542.0000		FIFTH THIRD BANKSAFE TRUST (INCOME INVESTMENT) CUSIP - 316775907	$1.000	$542.00	0.0%	$542.00		$0.54	0.1%
122,181.0000		FIFTH THIRD BANKSAFE TRUST CUSIP - 316775907	$1.000	$122,181.00	3.0%	$122,181.00		$122.18	0.1%
		Cash & Equivalents - Total		**$125,182.85**	**3.1%**	**$125,182.85**		**$122.72**	**0.1%**
Fixed Income									
50,000.0000		BANKAMERICA CORP 10/24/1996 7.125% DUE 10/15/11 CUSIP - 066050CM5	$107.426	$53,713.00	1.3%	$48,191.50	$5,521.50	$3,562.50	6.6%
50,000.0000		CATERPILLAR INC 8/8/2006 5.700 8/15/2016 CUSIP - 149123BM2	$108.181	$54,090.50	1.3%	$49,314.00	$4,776.50	$2,850.00	5.3%
50,000.0000		CITIGROUP INC 2/21/2002 6.000 2/21/2012 CUSIP - 172967BJ9	$105.570	$52,785.00	1.3%	$52,717.00	$68.00	$3,000.00	5.7%
100,000.0000		E.I. DU PONT DE NEMOURS 11/12/2002 4.750 11/15/2012 CUSIP - 263534BK4	$107.341	$107,341.00	2.6%	$102,447.00	$4,894.00	$4,750.00	4.4%
100,000.0000		FANNIE MAE 5/25/2001 6.000 5/15/2011 CUSIP - 31359MJH7	$107.063	$107,063.00	2.6%	$99,277.30	$7,785.70	$6,000.00	5.6%
295,380.2500		FN 848491 DTD 12/01/05 5.50% DUE 12/01/35 CUSIP - 31408DUQ5	$105.042	$310,273.32	7.6%	$292,011.08	$18,262.24	$16,245.91	5.2%
737.5800		GN 422767 5/1/1996 7.000 5/15/2026 CUSIP - 36206VTY3	$111.038	$818.99	0.0%	$737.67	$81.32	$51.63	6.3%

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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)**	
50,000.0000		GENERAL ELEC CAP CORP 12/06/02 5.450 01/15/13 CUSIP - 36962GZY3	$106.309	$53,154.50	1.3%	$50,276.50	$2,878.00	$2,725.00	5.1%
50,000.0000		ELI LILLY & CO 3/14/2007 5.200 3/15/2017 CUSIP - 532457BB3	$105.882	$52,941.00	1.3%	$52,020.85	$920.15	$2,600.00	4.9%
50,000.0000		MERRILL LYNCH 11/4/2003 4.500 11/4/2010 CUSIP - 59018YSH5	$102.800	$51,400.00	1.3%	$49,763.00	$1,637.00	$2,250.00	4.4%
50,000.0000		TOYOTA MOTOR CREDIT CORP 12/9/2003 4.350 12/15/2010 CUSIP - 892332AM9	$103.533	$51,766.50	1.3%	$50,140.00	$1,626.50	$2,175.00	4.2%
16,747.3370	VFIJX	VANGUARD GNMA FUND-ADM CL #536 CUSIP - 922031794	$10.640	$178,191.67	4.4%	$176,197.72	$1,993.95	$7,184.61	4.0%
		Fixed Income - Total		**$1,073,538.48**	**26.3%**	**$1,023,093.62**	**$50,444.86**	**$53,394.65**	**5.0%**
Equities									
286.0000	DOX	AMDOCS LIMITED CUSIP - G02602103	$28.530	$8,159.58	0.2%	$8,209.88	$(50.30)		
1,700.0000	MRH	MONTPELIER RE HOLDINGS LTD SEDOL 2956888 ISIN BMG621851069 CUSIP - G62185106	$17.320	$29,444.00	0.7%	$28,219.20	$1,224.80	$612.00	2.1%
69.0000	WTM	WHITE MOUNTAINS INS GRP COM CUSIP - G9618E107	$332.660	$22,953.54	0.6%	$23,649.24	$(695.70)	$69.00	0.3%
64.0000	ACL	ALCON INC CUSIP - H01301102	$164.350	$10,518.40	0.3%	$8,327.82	$2,190.58	$233.28	2.2%
154.0000	RIG	TRANSOCEAN LTD CUSIP - H8817H100	$82.800	$12,751.20	0.3%	$11,313.05	$1,438.15		

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
252.0000	TYC	TYCO INTERNATIONAL LTD CUSIP - H89128104	$35.680	$8,991.36	0.2%	$8,925.80	$65.56	$201.60	2.2%
781.0000	ABB	ABB LTD-SPON ADR CUSIP - 000375204	$19.100	$14,917.10	0.4%	$18,573.11	$(3,656.01)	$336.61	2.3%
47.0000	AOL	AOL INC CUSIP - 00184X105	$23.280	$1,094.16	0.0%	$1,058.39	$35.77		
319.0000	ADVS	ADVENT SOFTWARE INC CUSIP - 007974108	$40.730	$12,992.87	0.3%	$8,897.69	$4,095.18		
1,013.0000	ALB	ALBEMARLE CORP CUSIP - 012653101	$36.370	$36,842.81	0.9%	$33,235.00	$3,607.81	$506.50	1.4%
258.0000	ACV	ALBERTO-CULVER CO CUSIP - 013078100	$29.290	$7,556.82	0.2%	$7,603.51	$(46.69)	$77.40	1.0%
716.0000	AA	ALCOA INC CUSIP - 013817101	$16.120	$11,541.92	0.3%	$12,050.75	$(508.83)	$85.92	0.7%
1,056.0000	ALEX	ALEXANDER & BALDWIN INC CUSIP - 014482103	$34.230	$36,146.88	0.9%	$36,492.93	$(346.05)	$1,330.56	3.7%
72.0000	Y	ALLEGHANY CORP DEL COM CUSIP - 017175100	$276.000	$19,872.00	0.5%	$22,236.22	$(2,364.22)		
170.0000	ALL	ALLSTATE CORP CUSIP - 020002101	$30.040	$5,106.80	0.1%	$8,134.50	$(3,027.70)	$136.00	2.7%
692.0000	MO	ALTRIA GROUP INC CUSIP - 02209S103	$19.630	$13,583.96	0.3%	$14,658.11	$(1,074.15)	$941.12	6.9%
76.0000	AMZN	AMAZON COMM INC CUSIP - 023135106	$134.520	$10,223.52	0.3%	$5,969.98	$4,253.54		
224.0000	AMP	AMERIPRISE FINANCIAL INC CUSIP - 03076C106	$38.820	$8,695.68	0.2%	$8,029.77	$665.91	$152.32	1.8%
317.0000	AMGN	AMGEN INC	$56.570	$17,932.69	0.4%	$16,464.03	$1,468.66		

FIFTH THIRD PRIVATE BANK

ARNOLD MENKE

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
Equities (continued)									
		CUSIP - 031162100							
170.0000	APC	ANADARKO PETE CORP CUSIP - 032511107	$62.420	$10,611.40	0.3%	$7,185.17	$3,426.23	$61.20	0.6%
312.0000	NLY	ANNALY CAPITAL MANAGEMENT INC CUSIP - 035710409	$17.350	$5,413.20	0.1%	$4,761.62	$651.58	$936.00	17.3%
182.0000	APA	APACHE CORP CUSIP - 037411105	$103.170	$18,776.94	0.5%	$19,654.45	$(877.51)	$109.20	0.6%
78.0000	AAPL	APPLE INC CUSIP - 037833100	$210.732	$16,437.10	0.4%	$11,817.76	$4,619.34		
319.0000	AZN	ASTRAZENECA PLC SPONSORED ADR CUSIP - 046353108	$46.940	$14,973.86	0.4%	$13,586.98	$1,386.88	$666.71	4.5%
570.0000	ATW	ATWOOD OCEANICS INC CUSIP - 050095108	$35.850	$20,434.50	0.5%	$12,174.55	$8,259.95		
244.0000	BASFY	BASF SE SPONSORED ADR CUSIP - 055262505	$62.756	$15,312.46	0.4%	$9,502.88	$5,809.58	$461.40	3.0%
232.0000	BP	BP P.L.C. SPONSORED ADR CUSIP - 055622104	$57.970	$13,449.04	0.3%	$10,167.23	$3,281.81	$779.52	5.8%
793.0000	BBVA	BANCO BILBAO VIZCAYA ARGENTARIA S A SPONSORED ADR CUSIP - 05946K101	$18.040	$14,305.72	0.4%	$12,495.36	$1,810.36	$170.50	1.2%
692.0000	BBD	BANCO BRADESCO S A SPONSORED ADR REPSTG PFD SHS CUSIP - 059460303	$21.870	$15,134.04	0.4%	$11,930.02	$3,204.02	$67.82	0.4%
887.0000	BAC	BANK AMER CORP CUSIP - 060505104	$15.060	$13,358.22	0.3%	$17,161.05	$(3,802.83)	$35.48	0.3%
3,000.0000	DJP	IPATH DOW JONES-UBS COMMDTY	$42.260	$126,780.00	3.1%	$110,356.16	$16,423.84		

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
		CUSIP - 06738C778							
172.0000	BAX	BAXTER INTL INC CUSIP - 071813109	$58.680	$10,092.96	0.2%	$10,404.28	$(311.32)	$199.52	2.0%
116.0000	BBY	BEST BUY INC CUSIP - 086516101	$39.460	$4,577.36	0.1%	$4,711.50	$(134.14)	$64.96	1.4%
166.0000	BHP	BHP BILLITON LTD SPONSORED ADR CUSIP - 088606108	$76.580	$12,712.28	0.3%	$11,424.00	$1,288.28	$272.24	2.1%
41.0000	BLK	BLACKROCK, INC COMMON CUSIP - 09247X101	$232.200	$9,520.20	0.2%	$8,003.30	$1,516.90	$127.92	1.3%
462.0000	BRDCY	BRIDGESTONE CORP ADR CUSIP - 108441205	$34.932	$16,138.58	0.4%	$16,346.05	$(207.47)	$152.00	0.9%
894.0000	BCO	BRINKS CO CUSIP - 109696104	$24.340	$21,759.96	0.5%	$25,638.81	$(3,878.85)	$357.60	1.6%
743.0000	CFL	BRINKS HOME SEC HLDGS INC. CUSIP - 109699108	$32.640	$24,251.52	0.6%	$21,255.44	$2,996.08		
296.0000	BRCM	BROADCOM CORP CUSIP - 111320107	$31.470	$9,315.12	0.2%	$5,856.10	$3,459.02		
280.0000	BKC	BURGER KING HOLDINGS INC CUSIP - 121208201	$18.820	$5,269.60	0.1%	$7,714.00	$(2,444.40)	$70.00	1.3%
110.0000	CVS	CVS/CAREMARK CORPORATION CUSIP - 126650100	$32.210	$3,543.10	0.1%	$3,105.30	$437.80	$33.55	0.9%
1,703.0000	CAB	CABELAS INC CUSIP - 126804301	$14.260	$24,284.78	0.6%	$22,722.78	$1,562.00		
237.0000	CNI	NEW CANADIAN NATIONAL RAILWAY CO SEDOL 2180632 ISIN CA1363751027	$54.360	$12,883.32	0.3%	$8,449.44	$4,433.88	$227.99	1.8%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		CUSIP - 136375102							
339.0000	CAJ	CANON INC ADR REPSTG 5 SHS CUSIP - 138006309	$42.320	$14,346.48	0.4%	$16,590.76	$(2,244.28)	$360.36	2.5%
1,277.0000	KMX	CARMAX INC CUSIP - 143130102	$24.250	$30,967.25	0.8%	$16,017.41	$14,949.84		
275.0000	CCL	CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP CUSIP - 143658300	$31.690	$8,714.75	0.2%	$8,633.44	$81.31	$440.00	5.0%
106.0000	CAT	CATERPILLAR INC CUSIP - 149123101	$56.990	$6,040.94	0.1%	$8,364.45	$(2,323.51)	$178.08	2.9%
206.0000	CTL	CENTURYTEL INC CUSIP - 156700106	$36.210	$7,459.26	0.2%	$6,729.90	$729.36	$576.80	7.7%
1,091.0000	CHEUY	CHEUNG KONG HLDGS-UNSPON ADR CUSIP - 166744201	$12.935	$14,112.09	0.3%	$16,552.00	$(2,439.91)	$308.75	2.2%
296.0000	CVX	CHEVRON CORPORATION CUSIP - 166764100	$76.990	$22,789.04	0.6%	$26,865.10	$(4,076.06)	$805.12	3.5%
190.0000	LFC	CHINA LIFE INS CO LTD SPONSORED ADR REPSTG H SHS CUSIP - 16939P106	$73.350	$13,936.50	0.3%	$7,929.97	$6,006.53	$82.65	0.6%
884.0000	CSCO	CISCO SYSTEMS INC CUSIP - 17275R102	$23.940	$21,162.96	0.5%	$21,172.83	$(9.87)		
545.0000	CCH	COCA-COLA HELLENIC BOTTLING CO S A SPONSORED ADR CUSIP - 1912EP104	$23.020	$12,545.90	0.3%	$15,608.12	$(3,062.22)	$193.48	1.5%
136.0000	CL	COLGATE PALMOLIVE CO COM CUSIP - 194162103	$82.150	$11,172.40	0.3%	$10,375.44	$796.96	$239.36	2.1%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
453.0000	COP	CONOCOPHILLIPS CUSIP - 20825C104	$51.070	$23,134.71	0.6%	$30,847.12	$(7,712.41)	$906.00	3.9%
116.0000	CNX	CONSOL ENERGY INC COM CUSIP - 20854P109	$49.800	$5,776.80	0.1%	$9,962.08	$(4,185.28)	$46.40	0.8%
1,375.0000	CXW	CORRECTIONS CORP AMER NEW CUSIP - 22025Y407	$24.550	$33,756.25	0.8%	$32,449.31	$1,306.94		
134.0000	DHR	DANAHER CORP CUSIP - 235851102	$75.200	$10,076.80	0.2%	$9,394.29	$682.51	$21.44	0.2%
1,225.0000	DANOY	DANONE - SPONSORED ADR CUSIP - 23636T100	$12.290	$15,055.25	0.4%	$16,194.44	$(1,139.19)	$282.98	1.9%
200.0000	DRI	DARDEN RESTAURANTS INC CUSIP - 237194105	$35.070	$7,014.00	0.2%	$5,456.55	$1,557.45	$200.00	2.9%
275.0000	DIS	DISNEY WALT CO CUSIP - 254687106	$32.250	$8,868.75	0.2%	$7,946.90	$921.85	$96.25	1.1%
488.0000	DFS	DISCOVER FINANCIAL SERVICES CUSIP - 254709108	$14.710	$7,178.48	0.2%	$8,142.46	$(963.98)	$39.04	0.5%
505.0000	DOW	DOW CHEM CO CUSIP - 260543103	$27.630	$13,953.15	0.3%	$17,641.24	$(3,688.09)	$303.00	2.2%
540.0000	EMC	E M C CORP/MASS CUSIP - 268648102	$17.470	$9,433.80	0.2%	$7,763.66	$1,670.14		
783.0000	EV	EATON VANCE CORP COM NON VTG CUSIP - 278265103	$30.410	$23,811.03	0.6%	$16,752.54	$7,058.49	$501.12	2.1%
134.0000	EBAY	EBAY INC COM CUSIP - 278642103	$23.530	$3,153.02	0.1%	$2,929.90	$223.12		
146.0000	EIX	EDISON INTL	$34.780	$5,077.88	0.1%	$4,586.75	$491.13	$183.96	3.6%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		COM CUSIP - 281020107							
252.0000	ECA	ENCANA CORP CUSIP - 292505104	$32.390	$8,162.28	0.2%	$9,293.32	$(1,131.04)	$201.60	2.5%
500.0000	ENR	ENERGIZER HLDGS INC CUSIP - 29266R108	$61.280	$30,640.00	0.8%	$36,601.88	$(5,961.88)		
770.0000	ENI	ENERSIS S A SPONSORED ADR CUSIP - 29274F104	$22.860	$17,602.20	0.4%	$13,738.21	$3,863.99	$322.63	1.8%
124.0000	ESRX	EXPRESS SCRIPTS INC COM CUSIP - 302182100	$86.420	$10,716.08	0.3%	$9,166.27	$1,549.81		
161.0000	XOM	EXXON MOBIL CORP CUSIP - 30231G102	$68.190	$10,978.59	0.3%	$13,025.73	$(2,047.14)	$270.48	2.5%
222.0000	FAST	FASTENAL CO CUSIP - 311900104	$41.640	$9,244.08	0.2%	$8,016.02	$1,228.06	$164.28	1.8%
158.0000	FE	FIRST ENERGY CUSIP - 337932107	$46.450	$7,339.10	0.2%	$6,443.01	$896.09	$347.60	4.7%
162.0000	FLR	FLUOR CORP NEW COM CUSIP - 343412102	$45.040	$7,296.48	0.2%	$11,367.81	$(4,071.33)	$81.00	1.1%
92.0000	FLS	FLOWSERVE CORP COM CUSIP - 34354P105	$94.530	$8,696.76	0.2%	$10,197.34	$(1,500.58)	$99.36	1.1%
1,596.0000	FRPT	FORCE PROTECTION INC CUSIP - 345203202	$5.210	$8,315.16	0.2%	$8,739.70	$(424.54)		
413.0000	FRX	FOREST LABS INC COM CUSIP - 345838106	$32.110	$13,261.43	0.3%	$12,634.99	$626.44		
136.0000	FCX	FREEPORT-MCMORAN COPPER & GOLD	$80.290	$10,919.44	0.3%	$7,374.55	$3,544.89	$81.60	0.7%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities									(continued)
		CL B CUSIP - 35671D857							
139.0000	GD	GENERAL DYNAMICS CORP CUSIP - 369550108	$68.170	$9,475.63	0.2%	$7,144.56	$2,331.07	$211.28	2.2%
871.0000	GE	GENERAL ELECTRIC CO CUSIP - 369604103	$15.130	$13,178.23	0.3%	$23,279.78	$(10,101.55)	$348.40	2.6%
148.0000	GIS	GENERAL MLS INC COM CUSIP - 370334104	$70.810	$10,479.88	0.3%	$10,023.55	$456.33	$290.08	2.8%
176.0000	GILD	GILEAD SCIENCES INC COM CUSIP - 375558103	$43.270	$7,615.52	0.2%	$9,007.68	$(1,392.16)		
31.0000	GOOG	GOOGLE INC-CL A CUSIP - 38259P508	$619.980	$19,219.38	0.5%	$15,652.22	$3,567.16		
120.0000	HDB	HDFC BK LTD ADR REPSTG 3 SHS CUSIP - 40415F101	$130.080	$15,609.60	0.4%	$12,056.02	$3,553.58	$71.88	0.5%
1,050.0000	HAS	HASBRO INC CUSIP - 418056107	$32.060	$33,663.00	0.8%	$26,943.71	$6,719.29	$840.00	2.5%
576.0000	HTS	HATTERAS FINL CORP CUSIP - 41902R103	$27.960	$16,104.96	0.4%	$13,421.80	$2,683.16	$2,764.80	17.2%
136.0000	HNZ	HEINZ H J CO CUSIP - 423074103	$42.760	$5,815.36	0.1%	$6,405.60	$(590.24)	$228.48	3.9%
590.0000	HPQ	HEWLETT PACKARD CO CUSIP - 428236103	$51.510	$30,390.90	0.7%	$23,395.52	$6,995.38	$188.80	0.6%
390.0000	HMC	HONDA MOTOR CO LTD-SPONS ADR CUSIP - 438128308	$33.900	$13,221.00	0.3%	$12,164.70	$1,056.30	$131.82	1.0%
1,256.0000	RX	IMS HEALTH INC CUSIP - 449934108	$21.060	$26,451.36	0.6%	$25,622.70	$828.66	$150.72	0.6%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities (continued)									
208.0000	ITW	ILLINOIS TOOL WKS INC CUSIP - 452308109	$47.990	$9,981.92	0.2%	$10,007.74	$(25.82)	$257.92	2.6%
1,160.0000	INTC	INTEL CORP CUSIP - 458140100	$20.400	$23,664.00	0.6%	$21,182.19	$2,481.81	$649.60	2.7%
142.0000	IBM	INTERNATIONAL BUSINESS MACHS CUSIP - 459200101	$130.900	$18,587.80	0.5%	$15,656.98	$2,930.82	$312.40	1.7%
513.0000	ITIC	INVESTORS TITLE CO COM CUSIP - 461804106	$30.900	$15,851.70	0.4%	$24,344.69	$(8,492.99)	$143.64	0.9%
595.0000	JPM	JP MORGAN CHASE & CO CUSIP - 46625H100	$41.670	$24,793.65	0.6%	$26,748.22	$(1,954.57)	$119.00	0.5%
420.0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	$64.410	$27,052.20	0.7%	$27,115.10	$(62.90)	$823.20	3.0%
240.0000	JCI	JOHNSON CTLS INC CUSIP - 478366107	$27.240	$6,537.60	0.2%	$8,241.60	$(1,704.00)	$124.80	1.9%
302.0000	JNPR	JUNIPER NETWORKS INC CUSIP - 48203R104	$26.670	$8,054.34	0.2%	$7,908.05	$146.29		
210.0000	K	KELLOGG CO CUSIP - 487836108	$53.200	$11,172.00	0.3%	$10,827.60	$344.40	$315.00	2.8%
532.0000	KMR	KINDER MORGAN MGMT LLC CUSIP - 49455U100	$54.640	$29,068.48	0.7%	$24,634.81	$4,433.67		
1,957.0000	KNL	KNOLL INC CUSIP - 498904200	$10.330	$20,215.81	0.5%	$22,022.26	$(1,806.45)	$156.56	0.8%
148.0000	KSS	KOHLS CORP COM CUSIP - 500255104	$53.930	$7,981.64	0.2%	$7,726.81	$254.83		
1,409.0000	KFY	KORN/FERRY INTL CUSIP - 500643200	$16.500	$23,248.50	0.6%	$21,071.95	$2,176.55		

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
312.0000	KR	KROGER CO CUSIP - 501044101	$20.530	$6,405.36	0.2%	$7,659.60	$(1,254.24)	$118.56	1.9%
999.0000	LNCE	LANCE INC COM CUSIP - 514606102	$26.300	$26,273.70	0.6%	$19,747.88	$6,525.82	$639.36	2.4%
206.0000	EL	LAUDER ESTEE COS INC CL A CUSIP - 518439104	$48.360	$9,962.16	0.2%	$8,964.83	$997.33	$113.30	1.1%
350.0000	MDU	MDU RES GROUP INC COM CUSIP - 552690109	$23.600	$8,260.00	0.2%	$11,351.37	$(3,091.37)	$220.50	2.7%
25.0000	MKL	MARKEL CORP COM CUSIP - 570535104	$340.000	$8,500.00	0.2%	$8,332.73	$167.27		
174.0000	MAT	MATTEL INC COM CUSIP - 577081102	$19.980	$3,476.52	0.1%	$3,359.77	$116.75	$130.50	3.8%
160.0000	MCD	MCDONALDS CORP CUSIP - 580135101	$62.440	$9,990.40	0.2%	$9,347.20	$643.20	$352.00	3.5%
434.0000	MRK	MERCK & CO INC NEW CUSIP - 58933Y105	$36.540	$15,858.36	0.4%	$11,063.84	$4,794.52	$659.68	4.2%
1,052.0000	MSFT	MICROSOFT CORP CUSIP - 594918104	$30.480	$32,064.96	0.8%	$27,472.72	$4,592.24	$547.04	1.7%
54.0000	MITSY	MITSUI & CO LTD ADR CUSIP - 606827202	$285.660	$15,425.64	0.4%	$16,965.08	$(1,539.44)	$76.95	0.5%
108.0000	MON	MONSANTO CO NEW CUSIP - 61166W101	$81.750	$8,829.00	0.2%	$13,338.00	$(4,509.00)	$114.48	1.3%
168.0000	MS	MORGAN STANLEY	$29.600	$4,972.80	0.1%	$4,781.58	$191.22	$33.60	0.7%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		CUSIP - 617446448							
410.0000	NPSNY	NASPERS LTD SPONSORED ADR REPSTG CL N SHS CUSIP - 631512100	$40.740	$16,703.40	0.4%	$8,371.64	$8,331.76	$104.55	0.6%
295.0000	NSRGY	NESTLE S A SPONSORED ADR REPSTG REG SH CUSIP - 641069406	$48.561	$14,325.50	0.4%	$14,431.80	$(106.30)	$237.18	1.7%
612.0000	NYB	NEW YORK CMNTY BANCORP INC CUSIP - 649445103	$14.510	$8,880.12	0.2%	$5,850.17	$3,029.95	$612.00	6.9%
373.0000	NEU	NEWMARKET CORP CUSIP - 651587107	$114.770	$42,809.21	1.1%	$24,811.35	$17,997.86	$559.50	1.3%
129.0000	NKE	NIKE INC CL B CUSIP - 654106103	$66.070	$8,523.03	0.2%	$8,278.02	$245.01	$139.32	1.6%
92.0000	NOC	NORTHROP GRUMMAN CORP CUSIP - 666807102	$55.850	$5,138.20	0.1%	$6,445.52	$(1,307.32)	$158.24	3.1%
221.0000	NVO	NOVO-NORDISK A S ADR CUSIP - 670100205	$63.850	$14,110.85	0.3%	$14,879.12	$(768.27)	$172.82	1.2%
100.0000	OXY	OCCIDENTAL PETE CORP CUSIP - 674599105	$81.350	$8,135.00	0.2%	$5,344.40	$2,790.60	$132.00	1.6%
588.0000	ORCL	ORACLE CORPORATION CUSIP - 68389X105	$24.530	$14,423.64	0.4%	$12,503.98	$1,919.66	$117.60	0.8%
302.0000	ORSDF	ORASCOM CONSTR-GDR CUSIP - 68554N106	$45.630	$13,780.26	0.3%	$12,730.20	$1,050.06	$597.96	4.3%
176.0000	ORLY	O REILLY AUTOMOTIVE INC CUSIP - 686091109	$38.120	$6,709.12	0.2%	$6,600.09	$109.03		
607.0000	OMI	OWENS & MINOR INC NEW COM	$42.930	$26,058.51	0.6%	$26,225.01	$(166.50)	$558.44	2.1%

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		CUSIP - 690732102							
325.0000	PCG	PG & E CORP CUSIP - 69331C108	$44.650	$14,511.25	0.4%	$12,693.34	$1,817.91	$546.00	3.8%
914.0000	PC	PANASONIC CORP ADR CUSIP - 69832A205	$14.350	$13,115.90	0.3%	$15,855.13	$(2,739.23)	$112.42	0.9%
269.0000	HK	PETROHAWK ENERGY CORP CUSIP - 716495106	$23.990	$6,453.31	0.2%	$6,596.94	$(143.63)		
285.0000	PBR	PETROLEO BRASILEIRO COMMON STOCK SEDOL: 2616580, ISIN: US71654V4086 CUSIP - 71654V408	$47.680	$13,588.80	0.3%	$7,812.53	$5,776.27	$101.46	0.7%
288.0000	PBI	PITNEY BOWES INC CUSIP - 724479100	$22.760	$6,554.88	0.2%	$10,172.16	$(3,617.28)	$414.72	6.3%
76.0000	PX	PRAXAIR INC CUSIP - 74005P104	$80.310	$6,103.56	0.1%	$6,627.96	$(524.40)	$121.60	2.0%
1,420.0000	PSMT	PRICESMART INC CUSIP - 741511109	$20.430	$29,010.60	0.7%	$31,210.03	$(2,199.43)	$710.00	2.4%
152.0000	PG	PROCTER & GAMBLE CO CUSIP - 742718109	$60.630	$9,215.76	0.2%	$10,081.04	$(865.28)	$267.52	2.9%
216.0000	PRU	PRUDENTIAL FINL INC CUSIP - 744320102	$49.760	$10,748.16	0.3%	$10,595.27	$152.89	$151.20	1.4%
176.0000	QCOM	QUALCOMM INC COM CUSIP - 747525103	$46.260	$8,141.76	0.2%	$7,661.30	$480.46	$119.68	1.5%
1,596.0000	Q	QWEST COMMUNICATIONS INTL INC CUSIP - 749121109	$4.210	$6,719.16	0.2%	$5,760.96	$958.20	$510.72	7.6%
169.0000	RGA	REINSURANCE GROUP AMER INC COM NEW CUSIP - 759351604	$47.650	$8,052.85	0.2%	$6,672.39	$1,380.46	$60.84	0.8%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
206.0000	RIMM	RESEARCH IN MOTION LTD COM CUSIP - 760975102	$67.540	$13,913.24	0.3%	$10,037.57	$3,875.67		
268.0000	RY	ROYAL BK CDA MONTREAL QUE SEDOL 2754383 ISIN CA7800871021 CUSIP - 780087102	$53.550	$14,351.40	0.4%	$6,433.33	$7,918.07	$506.79	3.5%
210.0000	SAI	SAIC INC CUSIP - 78390X101	$18.940	$3,977.40	0.1%	$3,835.42	$141.98		
1,830.0000	RWX	SPDR DJ WILSHIRE INTL REAL ESTAT CUSIP - 78463X863	$34.890	$63,848.70	1.6%	$100,357.20	$(36,508.50)	$3,941.82	6.2%
278.0000	SAP	SAP AG SPONSORED ADR CUSIP - 803054204	$46.810	$13,013.18	0.3%	$14,145.02	$(1,131.84)	$308.58	2.4%
3,880.0000	SCI	SERVICE CORP INTL COM CUSIP - 817565104	$8.190	$31,777.20	0.8%	$32,254.34	$(477.14)	$620.80	2.0%
332.0000	SQM	SOCIEDAD QUIMCA MINERA DE SPONSORED ADR REPSTG SER B SHS CUSIP - 833635105	$37.570	$12,473.24	0.3%	$7,916.14	$4,557.10	$336.32	2.7%
241.0000	SDXAY	SODEXO SPONSORED ADR CUSIP - 833792104	$57.196	$13,784.24	0.3%	$12,320.54	$1,463.70	$340.77	2.5%
158.0000	SWN	SOUTHWESTERN ENERGY CO COM CUSIP - 845467109	$48.200	$7,615.60	0.2%	$6,301.99	$1,313.61	$37.92	0.5%
284.0000	SBUX	STARBUCKS CORP COM CUSIP - 855244109	$23.060	$6,549.04	0.2%	$6,587.64	$(38.60)		
140.0000	SRCL	STERICYCLE INC	$55.170	$7,723.80	0.2%	$7,627.20	$96.60		

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		CUSIP - 858912108							
128.0000	SYK	STRYKER CORP COM CUSIP - 863667101	$50.370	$6,447.36	0.2%	$5,871.79	$575.57	$76.80	1.2%
2,125.0000	RGR	STURM RUGER & CO INC COM CUSIP - 864159108	$9.700	$20,612.50	0.5%	$16,002.40	$4,610.10	$816.00	4.0%
929.0000	STP	SUNTECH PWR HLDGS CO LTD ADR CUSIP - 86800C104	$16.630	$15,449.27	0.4%	$16,040.14	$(590.87)		
364.0000	SVU	SUPERVALU INC CUSIP - 868536103	$12.710	$4,626.44	0.1%	$5,297.80	$(671.36)	$254.80	5.5%
691.0000	SYNA	SYNAPTICS INC COMMON CUSIP - 87157D109	$30.650	$21,179.15	0.5%	$16,079.78	$5,099.37		
292.0000	SYT	SYNGENTA AG SPONSORED ADR CUSIP - 87160A100	$56.270	$16,430.84	0.4%	$15,186.31	$1,244.53	$254.33	1.5%
207.0000	TKPPY	TECHNIP ADR CUSIP - 878546209	$70.876	$14,671.33	0.4%	$15,167.59	$(496.26)	$253.78	1.7%
806.0000	TRC	TEJON RANCH CO COM CUSIP - 879080109	$29.220	$23,551.32	0.6%	$29,796.78	$(6,245.46)	$40.30	0.2%
368.0000	TKAGY	TELEKOM AUSTRIA AG SPONSORED ADR CUSIP - 87943Q109	$28.551	$10,506.77	0.3%	$11,104.92	$(598.15)	$569.66	5.4%
4,990.0000	THC	TENET HEALTHCARE CORP COM CUSIP - 88033G100	$5.390	$26,896.10	0.7%	$18,501.41	$8,394.69		
700.0000	TSCDY	TESCO PLC	$20.735	$14,514.50	0.4%	$10,223.36	$4,291.14	$390.60	2.7%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		SPONSORED ADR CUSIP - 881575302							
275.0000	TEVA	TEVA PHARMACEUTICAL INDS LTD ADR CUSIP - 881624209	$56.180	$15,449.50	0.4%	$13,030.80	$2,418.70	$132.55	0.9%
175.0000	TMO	THERMO FISHER SCIENTIFIC INC CUSIP - 883556102	$47.690	$8,345.75	0.2%	$8,945.60	$(599.85)		
78.0000	MMM	3M CO CUSIP - 88579Y101	$82.670	$6,448.26	0.2%	$5,444.90	$1,003.36	$159.12	2.5%
531.0000	TWX	TIME WARNER INC CUSIP - 887317303	$29.140	$15,473.34	0.4%	$15,488.73	$(15.39)	$398.25	2.6%
174.0000	TRV	TRAVELERS COS INC/THE CUSIP - 89417E109	$49.860	$8,675.64	0.2%	$8,508.60	$167.04	$229.68	2.6%
1,431.0000	TG	TREDEGAR CORPORATION COM CUSIP - 894650100	$15.820	$22,638.42	0.6%	$24,035.96	$(1,397.54)	$228.96	1.0%
1,366.0000	UDR	UDR INC CUSIP - 902653104	$16.440	$22,457.04	0.6%	$26,620.32	$(4,163.28)	$983.52	4.4%
578.0000	USB	US BANCORP DEL CUSIP - 902973304	$22.510	$13,010.78	0.3%	$11,436.79	$1,573.99	$115.60	0.9%
463.0000	UL	UNILEVER PLC SPONS ADR CUSIP - 904767704	$31.900	$14,769.70	0.4%	$14,058.99	$710.71	$465.32	3.2%
146.0000	UNP	UNION PAC CORP CUSIP - 907818108	$63.900	$9,329.40	0.2%	$10,425.63	$(1,096.23)	$157.68	1.7%
93.0000	UTX	UNITED TECHNOLOGIES CORP CUSIP - 913017109	$69.410	$6,455.13	0.2%	$6,509.04	$(53.91)	$143.22	2.2%
659.0000	UNH	UNITEDHEALTH GROUP INC CUSIP - 91324P102	$30.480	$20,086.32	0.5%	$17,602.35	$2,483.97	$19.77	0.1%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
334.0000	UVV	UNIVERSAL CORP VA COM CUSIP - 913456109	$45.610	$15,233.74	0.4%	$10,765.23	$4,468.51	$627.92	4.1%
132.0000	VFC	V F CORP CUSIP - 918204108	$73.240	$9,667.68	0.2%	$7,282.50	$2,385.18	$316.80	3.3%
547.0000	VALE	VALE SA ADR CUSIP - 91912E105	$29.030	$15,879.41	0.4%	$12,782.36	$3,097.05	$123.08	0.8%
218.0000	VSEA	VARIAN SEMICONDUCTOR EQUIPTMENT ASSOCS INC CUSIP - 922207105	$35.880	$7,821.84	0.2%	$6,836.49	$985.35		
1,750.0000	VNQ	VANGUARD REIT ETF CUSIP - 922908553	$44.740	$78,295.00	1.9%	$48,025.95	$30,269.05	$4,088.00	5.2%
550.0000	VZ	VERIZON COMMUNICATIONS CUSIP - 92343V104	$33.130	$18,221.50	0.4%	$16,604.16	$1,617.34	$1,045.00	5.7%
654.0000	VWDRY	VESTA WIND SYSTEMS AS ADR CUSIP - 925458101	$20.354	$13,311.52	0.3%	$12,499.35	$812.17		
334.0000	VIA B	VIACOM INC-B CUSIP - 92553P201	$29.730	$9,929.82	0.2%	$9,811.68	$118.14		
76.0000	V	VISA INC CL A CUSIP - 92826C839	$87.460	$6,646.96	0.2%	$4,981.82	$1,665.14	$38.00	0.6%
278.0000	VMC	VULCAN MATLS CO COM CUSIP - 929160109	$52.670	$14,642.26	0.4%	$14,409.10	$233.16	$278.00	1.9%
234.0000	WAG	WALGREEN CO CUSIP - 931422109	$36.720	$8,592.48	0.2%	$7,358.74	$1,233.74	$128.70	1.5%
496.0000	WFC	WELLS FARGO & COMPANY CUSIP - 949746101	$26.990	$13,387.04	0.3%	$14,912.04	$(1,525.00)	$99.20	0.7%
69.0000	WSC	WESCO FINL CORP	$343.000	$23,667.00	0.6%	$26,618.70	$(2,951.70)	$109.02	0.5%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities (continued)									
		CUSIP - 950817106							
132.0000	WBK	WESTPAC BKG LTD SPONSORED ADR CUSIP - 961214301	$113.020	$14,918.64	0.4%	$13,228.74	$1,689.90	$642.31	4.3%
200.0000	XTO	XTO ENERGY INC CUSIP - 98385X106	$46.530	$9,306.00	0.2%	$8,300.14	$1,005.86	$100.00	1.1%
		Equities - Total		**$2,877,208.62**	**70.6%**	**$2,716,792.87**	**$160,415.75**	**$53,828.35**	**1.9%**
Total Portfolio Positions				**$4,075,929.95**	**100.0%**	**$3,865,069.34**	**$210,860.61**	**$107,345.72**	**2.6%**