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Form **990-PF**
 Department of the Treasury
 Internal Revenue Service (77)

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

OMB No 1545-0052

2009

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

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

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

Use the IRS label. Otherwise, print or type.

Name of foundation

COPE, RON & CAROL FOUNDATION TRUST

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

Wells Fargo Bank, N A 1919 Douglas St 2nd Fl, MACN8000-027

City or town, state, and ZIP code

Omaha

NE

68102

A Employer identification number

36-3693227

B Telephone number (see page 10 of the instructions)

(800) 352-3705

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 11,478,603

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	372,848	371,279		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	-239,684			
b Gross sales price for all assets on line 6a	1,773,422			
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	-96	-96	0	
12 Total. Add lines 1 through 11	133,068	371,183	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	24	6	0	18
b Accounting fees (attach schedule)	925	0	0	925
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	6,182	6,182	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	54,535	44,897	0	9,638
24 Total operating and administrative expenses. Add lines 13 through 23	61,666	51,085	0	10,581
25 Contributions, gifts, grants paid	581,600			581,600
26 Total expenses and disbursements. Add lines 24 and 25	643,266	51,085	0	592,181
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-510,198			
b Net investment income (if negative, enter -0-)		320,098		
c Adjusted net income (if negative, enter -0-)			0	

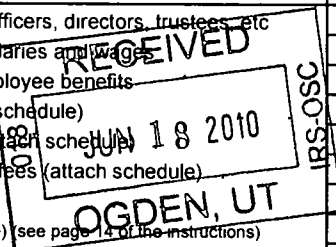
For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form 990-PF (2009)

(HTA)

ENVELOPE
 POSTMARK DATE
 JUN 15 2010

SCANNED JUN 23 2010



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 22

Form 990-PF (2009) COPE, RON & CAROL FOUNDATION TRUST

36-3693227

Page 2

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				
	2	Savings and temporary cash investments		890,727	273,609	273,609
	3	Accounts receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use			0	
	9	Prepaid expenses and deferred charges			0	
	10 a	Investments—U S and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		3,839,644	3,629,497	5,258,361
	c	Investments—corporate bonds (attach schedule)		5,384,884	5,380,252	5,616,011
	Liabilities	11	Investments—land, buildings, and equipment basis ▶	0		
		Less accumulated depreciation (attach schedule) ▶	0	0	0	0
12		Investments—mortgage loans				
13		Investments—other (attach schedule)		0	300,000	330,622
14		Land, buildings, and equipment basis ▶	0			
		Less accumulated depreciation (attach schedule) ▶	0	0	0	0
15		Other assets (describe ▶)	0	0	0	0
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		10,115,255	9,583,358	11,478,603
17		Accounts payable and accrued expenses			0	
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue			0	
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ▶)		0	0	
	23	Total liabilities (add lines 17 through 22)		0	0	
		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. ▶ ☒				
27	Capital stock, trust principal, or current funds		10,115,255	9,583,358		
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)		10,115,255	9,583,358		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		10,115,255	9,583,358		

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	10,115,255
2	Enter amount from Part I, line 27a	2	-510,198
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	5,377
4	Add lines 1, 2, and 3	4	9,610,434
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	27,076
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,583,358

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a	0	0	0		
b	0	0	0		
c	0	0	0		
d	0	0	0		
e	0	0	0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV 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	0	0	0		
b	0	0	0		
c	0	0	0		
d	0	0	0		
e	0	0	0		
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-239,684	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	0	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	595,562	11,952,286	0.049828
2007	573,853	12,845,630	0.044673
2006	571,855	11,835,503	0.048317
2005	572,053	11,700,386	0.048892
2004	579,861	11,823,889	0.049041
2 Total of line 1, column (d)			2 0.240751
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 0.048150
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 10,495,649
5 Multiply line 4 by line 3			5 505,365
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,201
7 Add lines 5 and 6			7 508,566
8 Enter qualifying distributions from Part XII, line 4			8 592,181

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,201	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	3,201	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,201	
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,832		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	0		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d		7	3,832	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	631	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☐ 631 Refunded ☐		11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ NE		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► Wells Fargo Bank, N A	Telephone no ► (800) 352-3705		
Located at ► 1919 Douglas St 2nd Fl, MACN8000-027 Omaha NE		ZIP+4 ► 68102		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15 ►		

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)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	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 ► 20____, 20____, 20____, 20____		
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	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	N/A
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)? ☐ Yes ☒ No
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) N/A

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? ☐ Yes ☒ No
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? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1919 Douglas St 2nd Fl Omaha NE 68102	Trustee 4 00	38,551	0	0
Carol Cope 4622 Parklane Drive Kearney NE 68508	Trustee 1 00	0	0	0
Larry Jepson 21 W 21st Street Kearney NE 68508	Trustee 1 00	0	0	0
	00	0	0	0

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
.....		0
.....		0
.....		0
.....		0
.....		0

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
.....	
2	
.....	
All other program-related investments See page 24 of the instructions	
3 NONE	0
.....	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	10,287,564
b	Average of monthly cash balances	1b	367,917
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	10,655,481
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	10,655,481
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	159,832
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,495,649
6	Minimum investment return. Enter 5% of line 5	6	524,782

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	524,782
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,201
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,201
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	521,581
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	521,581
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	521,581

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	592,181
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	592,181
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	3,201
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	588,980

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				521,581
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			581,463	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 592,181				
a Applied to 2008, but not more than line 2a			581,463	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				10,718
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				510,863
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)**N/A****1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
0				0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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))

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number of the person to whom applications should be addressed**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 XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	372,848	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-239,684	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a PARTNERSHIP LOSS		0	01	-96	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal Add columns (b), (d), and (e)		0		133,068	0
13	Total. Add line 12, columns (b), (d), and (e)				13	133,068

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

[illegible]

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

- | | | | |
|---|--------------|------------|-----------|
| <p>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?</p> | | Yes | No |
| <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> | | | |
| <p> (1) Cash</p> | 1a(1) | | X |
| <p> (2) Other assets</p> | 1a(2) | | X |
| <p>b Other transactions</p> | | | |
| <p> (1) Sales of assets to a noncharitable exempt organization</p> | 1b(1) | | X |
| <p> (2) Purchases of assets from a noncharitable exempt organization</p> | 1b(2) | | X |
| <p> (3) Rental of facilities, equipment, or other assets</p> | 1b(3) | | X |
| <p> (4) Reimbursement arrangements</p> | 1b(4) | | X |
| <p> (5) Loans or loan guarantees</p> | 1b(5) | | X |
| <p> (6) Performance of services or membership or fundraising solicitations</p> | 1b(6) | | X |
| <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | 1c | | X |
| <p>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</p> | | | |

[illegible]

- 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

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.

John A Sulentic

5/20/2010

VP and Trust Officer

Signature of officer or trustee

Date _____

Title

Sign Here

**Paid
Preparer's
Use Only**Preparer's
signature

[Handwritten signature]

Date _____

5/20/2010

Check if self-employed ☒

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)
P00364310

Firm's name (or yours if self-employed), address, and ZIP code

PRICEWATERHOUSECOOPERS, LLP
600 GRANT STREET, PITTSBURGH 15219-2777

EIN ▶ 13-4008324

Phone no 412-355-6000

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

Recipient(s) paid during the year

Name

KEARNEY CATHOLIC HIGH FOUNDATION

☐ Person ☒ Business

Street

PO BOX 1261

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

125,000

Name

KEARNEY PUBLIC SCHOOLS FOUNDATION

☐ Person ☒ Business

Street

PO BOX 1295

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

40,000

Name

NEWMAN CENTER

☐ Person ☒ Business

Street

320 NORTH 16TH STREET

City

LINCOLN

State
NEZip code
68508

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

25,000

Name

BUFFALO COUNTY COM. HEALTH PARTNERS

☐ Person ☒ Business

Street

PO BOX 1466

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

25,000

Name

KEARNEY COMMUNITY FOUNDATION

☐ Person ☒ Business

Street

PO BOX 607

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

11,000

Name

YANNEY HERITAGE PARK FOUNDATION

☐ Person ☒ Business

Street

PO BOX 607

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

50,000

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

Recipient(s) paid during the year

Name

KEARNEY FAMILY YMCA ENDOWMENT

☐ Person ☒ Business

Street

4500 6TH AVENUE

City

KEARNEY

State

NE

Zip code

68845

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

27,000

Name

MINDEN OPERA HOUSE

☐ Person ☒ Business

Street

322 EAST 5TH STREET

City

MINDEN

State

NE

Zip code

68959

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

25,000

Name

KEARNEY PUBLIC LIBRARY FOUNDATION

☐ Person ☒ Business

Street

2020 1ST AVENUE

City

KEARNEY

State

NE

Zip code

68847

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

94,500

Name

KEARNEY AREA COMMUNITY FOUNDATION

☐ Person ☒ Business

Street

2207 CENTRAL AVENUE

City

KEARNEY

State

NE

Zip code

68847

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

25,000

Name

KEARNEY AREA ARTS COUNCIL

☐ Person ☒ Business

Street

PO BOX 842

City

KEARNEY

State

NE

Zip code

68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

3,600

Name

WILLA CATHER FOUNDATION

☐ Person ☒ Business

Street

413 N WEBSTER STREET

City

RED CLOUD

State

NE

Zip code

68970

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

25,000

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

Recipient(s) paid during the year

Name

NEBRASKA FOUNDATION FOR THE HUMANITIES

☐ Person ☒ Business

Street

215 CENTENNIAL MALL SOUTH STE 330

City

LINCOLN

State
NEZip code
68508

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

1,000

Name

BUFFALO COUNTY CITIZENS ADVOCACY

☐ Person ☒ Business

Street

PO BOX 1343

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

5,000

Name

GREAT PLATTE RIVER ROAD ARCHWAY FDN

☐ Person ☒ Business

Street

3060 1ST STREET

City

KEARNEY

State
NEZip code
68847

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

26,000

Name

UNIVERSITY OF NEBRASKA FOUNDATION

☐ Person ☒ Business

Street

PO BOX 1955

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

35,000

Name

HUMANE SOCIETY

☐ Person ☒ Business

Street

PO BOX 1955

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

25,000

Name

KEARNEY WOMEN'S CLUB

☐ Person ☒ Business

Street

PO BOX 1955

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

10,000

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

Recipient(s) paid during the year

Name

KEARNEY AREA UNITED WAY

☐ Person ☒ Business

Street

PO BOX 1955

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

1,000

Name

THE WORLD THEATRE FOUNDATION

☐ Person ☒ Business

Street

PO BOX 1694

City

KEARNEY

State
NEZip code
68848

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) Exempt

Purpose of grant/contribution

General Support Grant

Amount

2,500

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Account Statement For:
COPE, RON & CAROL FNDT-COMBINED ASSE

Period Covered December 1, 2009 - December 31, 2009

Consolidated Account Number 12126199

**WELLS
FARGO**

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

CASH

INCOME

Total Cash

MONEY MARKET

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Asset held in Invested Income Portfolio
ACCOUNT NUMBER 12126100

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

ACCOUNT NUMBER 12126100

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

ACCOUNT NUMBER 4115237K3

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Asset held in Invested Income Portfolio
ACCOUNT NUMBER 4115237K3

Total Money Market

Total Cash & Equivalents

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
			\$5,742.66	\$5,742.66	\$0.00		
			\$5,742.66	\$5,742.66	\$0.00		
	42,007.300		\$42,007.30	\$42,007.30	\$0.00	\$4.20	0.01%
			55,741.84	55,741.84	0.00	5.57	0.01
	134,525.840		134,525.84	134,525.84	0.00	13.45	0.01
	35,590.880		35,590.88	35,590.88	0.00	3.56	0.01
			\$267,865.86	\$267,865.86	\$0.00	\$26.78	0.01%
			\$273,608.52	\$273,608.52	\$0.00	\$26.78	0.01%

Account Statement For:
COPE, RON & CAROL FNDT-COMBINED ASSE

Period Covered December 1, 2009 - December 31, 2009

Consolidated Account Number 12126199

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income

GOVERNMENT OBLIGATIONS

	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
FED FARM CREDIT BK DTD 08/25/06 5.125 08/25/2016 CUSIP: 31331V2U9	500,000,000	\$107.969	\$539,845.00	\$503,442.25	\$36,402.75	\$25,625.00	3.76%
MOODY'S RATING: AAA STANDARD & POOR'S RATING: AAA ACCOUNT NUMBER: 4115237K3							
FED HOME LN BK DTD 05/08/06 5.375 06/14/2013 CUSIP: 3133XFLF1	200,000,000	110.500	221,000.00	200,361.80	20,638.20	10,750.00	2.20
MOODY'S RATING: AAA STANDARD & POOR'S RATING: AAA ACCOUNT NUMBER: 4115237K3							
FED HOME LN BK DTD 08/22/02 4.750 08/13/2010 CUSIP: 3133MRCM2	250,000,000	102.563	256,407.50	252,495.00	3,912.50	11,875.00	0.58
MOODY'S RATING: AAA STANDARD & POOR'S RATING: AAA ACCOUNT NUMBER: 4115237K3							
FED HOME LN BK SER 363 DTD 11/22/02 4.500 11/15/2012 CUSIP: 3133MTZL5	250,000,000	107.281	268,202.50	256,019.00	12,183.50	11,250.00	1.88
MOODY'S RATING: AAA STANDARD & POOR'S RATING: AAA ACCOUNT NUMBER: 4115237K3							
FED HOME LN MTG CORP DTD 01/17/03 4.500 01/15/2013 CUSIP: 3134A4SA3	250,000,000	107.406	268,515.00	250,176.25	18,338.75	11,250.00	1.98
MOODY'S RATING: AAA STANDARD & POOR'S RATING: AAA ACCOUNT NUMBER: 4115237K3							

Account Statement For:
COPE, RON & CAROL FNDT-COMBINED ASSE

Period Covered December 1, 2009 - December 31, 2009

Consolidated Account Number 12126199

ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income (continued)

GOVERNMENT OBLIGATIONS (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
FED HOME LN MTG CORP DTD 07/16/04 5.000 07/15/2014 CUSIP: 3134A4UU6 MOODY'S RATING AAA STANDARD & POOR'S RATING AAA ACCOUNT NUMBER 4115237K3	250,000,000	109.875	274,687.50	255,304.75	19,382.75	12,500.00	2.68
FED HOME LN MTG CORP DTD 09/25/01 5.500 09/15/2011 CUSIP: 3134A4HF4 MOODY'S RATING AAA STANDARD & POOR'S RATING AAA ACCOUNT NUMBER 4115237K3	400,000,000	107.375	429,500.00	394,840.00	34,660.00	22,000.00	1.12
FED NATL MTG ASSN DTD 03/30/05 5.000 04/15/2015 CUSIP: 31359MA45 MOODY'S RATING AAA STANDARD & POOR'S RATING AAA ACCOUNT NUMBER 4115237K3	250,000,000	109.906	274,765.00	247,263.75	27,501.25	12,500.00	2.96
FED NATL MTG ASSN DTD 09/17/04 4.625 10/15/2014 CUSIP: 31359MWJ8 MOODY'S RATING AAA STANDARD & POOR'S RATING AAA ACCOUNT NUMBER 4115237K3	250,000,000	108.344	270,860.00	251,415.25	19,444.75	11,562.50	2.75
FED NATL MTG ASSN DTD 09/23/02 4.375 09/15/2012 CUSIP: 31359MPF4 MOODY'S RATING AAA STANDARD & POOR'S RATING AAA ACCOUNT NUMBER 4115237K3	250,000,000	107.094	267,735.00	248,535.25	19,199.75	10,937.50	1.68
Total Government Obligations			\$3,071,517.50	\$2,859,853.30	\$211,664.20	\$140,250.00	

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Fixed Income *(continued)*

CORPORATE OBLIGATIONS

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
AMERICAN GEN FIN CORP MED TERM NOTE TRANCHE # TR00411 SER1 DTD 12/01/05 5.400 12/01/2015 CUSIP: 02635PTC7	250,000,000	\$68.751	\$171,877.50	\$247,917.50	-\$76,040.00	\$13,500.00	13.16%
MOODY'S RATING B2 STANDARD & POOR'S RATING BB+ ACCOUNT NUMBER 4115237K3							
BOEING CO DTD 03/13/09 6.000 03/15/2019 CUSIP: 097023AW5	100,000,000	108.516	108,516.00	98,466.00	10,050.00	6,000.00	4.84
MOODY'S RATING A2 STANDARD & POOR'S RATING A ACCOUNT NUMBER 4115237K3							
CATERPILLAR FINANCIAL SE MED TERM NOTE DTD 02/12/09 6.125 02/17/2014 CUSIP: 14912L4F5	100,000,000	111.754	111,754.00	99,879.00	11,875.00	6,125.00	3.07
MOODY'S RATING A2 STANDARD & POOR'S RATING A ACCOUNT NUMBER 4115237K3							
CATERPILLAR FINL SVCS MED TERM NOTES TRANCHE #TR 00789 DTD 12/05/05 5.050 12/01/2010 CUSIP: 14912L2W0	250,000,000	104.036	260,090.00	248,801.00	11,289.00	12,625.00	0.63
MOODY'S RATING A2 STANDARD & POOR'S RATING A ACCOUNT NUMBER 4115237K3							
CONOCOPHILLIPS DTD 02/03/09 4.750 02/01/2014 CUSIP: 20825CA53	100,000,000	107.369	107,369.00	99,719.00	7,650.00	4,750.00	2.83
MOODY'S RATING A1 STANDARD & POOR'S RATING A ACCOUNT NUMBER 4115237K3							

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Fixed Income *(continued)***CORPORATE OBLIGATIONS** *(continued)*

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
GENERAL ELEC CAP CORP DTD 11/16/09 3.750 11/14/2014 CUSIP: 36962G4G6 MOODY'S RATING: AA2 STANDARD & POOR'S RATING: AA+ ACCOUNT NUMBER 4115237K3	100,000,000	99.825	99,825.00	99,604.00	221.00	3,750.00	3.79
JOHN DEERE CAPITAL CORP MED TERM NOTE DTD 12/17/07 4.950 12/17/2012 CUSIP: 24422EQM4 MOODY'S RATING: A2 STANDARD & POOR'S RATING: A ACCOUNT NUMBER 4115237K3	250,000,000	107.243	268,107.50	256,932.50	11,175.00	12,375.00	2.40
JP MORGAN CHASE & CO DTD 11/25/02 5.750 01/02/2013 CUSIP: 46625HAT7 MOODY'S RATING: A1 STANDARD & POOR'S RATING: A ACCOUNT NUMBER 4115237K3	250,000,000	106.649	266,622.50	254,865.00	11,757.50	14,375.00	3.40
LEHMAN BROTHERS HOLDINGS DTD 02/11/08 02/11/2010 3X XLF 39.75% CAP 10% BUFFER THEN 1/1 SECURITY IN DEFAULT CUSIP: 52517P5Z0 MOODY'S RATING: B3 ACCOUNT NUMBER 4115237K3	50,000,000	19.250	9,625.00	50,000.00	-40,375.00	0.00	0.00
MORGAN STANLEY MED TERM NOTE DTD 04/28/08 6.000 04/28/2015 CUSIP: 61747YCE3 MOODY'S RATING: A2 STANDARD & POOR'S RATING: A ACCOUNT NUMBER 4115237K3	100,000,000	106.522	106,522.00	99,876.00	6,646.00	6,000.00	4.60

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Fixed Income *(continued)***CORPORATE OBLIGATIONS** *(continued)*

	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
ORACLE CORP DTD 04/09/08 4 950 04/15/2013 CUSIP: 68389XAD7 MOODY'S RATING A2 STANDARD & POOR'S RATING A ACCOUNT NUMBER 4115237K3	250,000 000	107 306	268,265 00	255,547 50	12,717 50	12,375 00	2 62
PEPSI BOTTLING GROUP INC DTD 10/24/08 6 950 03/15/2014 CUSIP: 10138MAH8 MOODY'S RATING AA2 STANDARD & POOR'S RATING A+ ACCOUNT NUMBER: 4115237K3	100,000 000	115 061	115,061 00	99,793 00	15,268 00	6,950 00	3 10
UNITED TECHNOLOGIES CORP DTD 04/29/05 4 875 05/01/2015 CUSIP: 913017BH1 MOODY'S RATING A2 STANDARD & POOR'S RATING A ACCOUNT NUMBER 4115237K3	100,000 000	107 339	107,339 00	102,732 00	4,607 00	4,875 00	3 36
Total Corporate Obligations			\$2,000,973.50	\$2,014,132.50	-\$13,159.00	\$103,700.00	

Account Statement For:
COPE, RON & CAROL FNDD-COMBINED ASSE

Period Covered December 1, 2009 - December 31, 2009

Consolidated Account Number 12126199

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income

MUTUAL FUNDS

TEMPLETON GLOBAL BOND FUND - ADVISOR
CLASS #616

CUSIP: 880208400

ACCOUNT NUMBER 4115237K3

WELLS FARGO ADVANTAGE TOTAL RETURN
BOND FUND ADMIN CLASS - #943

CUSIP: 94975J599

ACCOUNT NUMBER 4115237K3

Total Mutual Funds

Total Fixed Income

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616	12,931,034	\$12.690	\$164,094.82	\$150,000.00	\$14,094.82	\$7,357.76	4.48%
CUSIP: 880208400 ACCOUNT NUMBER 4115237K3							
WELLS FARGO ADVANTAGE TOTAL RETURN BOND FUND ADMIN CLASS - #943	29,994,100	12.650	379,425.37	356,266.32	23,159.05	17,516.55	4.62
CUSIP: 94975J599 ACCOUNT NUMBER 4115237K3							
Total Mutual Funds			\$543,520.19	\$506,266.32	\$37,253.87	\$24,874.31	4.58%
Total Fixed Income			\$5,616,011.19	\$5,380,252.12	\$235,759.07	\$268,824.31	

ASSET DESCRIPTION

Equities

CONSUMER DISCRETIONARY

AOL INC
SYMBOL: AOL CUSIP: 00184X105
ACCOUNT NUMBER 4115237K3

CARNIVAL CORP

SYMBOL: CCL CUSIP: 143658300
ACCOUNT NUMBER 4115237K3

COMCAST CORP CLASS A

SYMBOL: CMCSA CUSIP: 20030N101
ACCOUNT NUMBER 4115237K3

PEARSON PLC - ADR

SPONSORED ADR

SYMBOL: PSO CUSIP: 705015105
ACCOUNT NUMBER 4115237K3

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
AOL INC	60,000	\$23.280	\$1,396.80	\$1,805.76	-\$408.96	\$0.00	0.00%
SYMBOL: AOL CUSIP: 00184X105 ACCOUNT NUMBER 4115237K3							
CARNIVAL CORP	1,400,000	31.690	44,366.00	38,968.00	5,398.00	0.00	0.00
SYMBOL: CCL CUSIP: 143658300 ACCOUNT NUMBER 4115237K3							
COMCAST CORP CLASS A	2,250,000	16.860	37,935.00	45,895.20	-7,960.20	850.50	2.24
SYMBOL: CMCSA CUSIP: 20030N101 ACCOUNT NUMBER 4115237K3							
PEARSON PLC - ADR	2,000,000	14.360	28,720.00	22,201.60	6,518.40	1,056.00	3.68
SPONSORED ADR							
SYMBOL: PSO CUSIP: 705015105 ACCOUNT NUMBER 4115237K3							

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)***CONSUMER DISCRETIONARY** *(continued)*TIME WARNER CABLE INC
SYMBOL: TWC CUSIP: 887321207
ACCOUNT NUMBER: 4115237K3TIME WARNER INC
SYMBOL: TWX CUSIP: 887317303
ACCOUNT NUMBER: 4115237K3TRACTOR SUPPLY CO COM
SYMBOL: TSCO CUSIP: 892356106
ACCOUNT NUMBER: 4115237K3WALT DISNEY CO
SYMBOL: DIS CUSIP: 254687106
ACCOUNT NUMBER: 4115237K3**Total Consumer Discretionary**

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	167 000	41.390	6,912.13	8,799.84	- 1,887.71	0.00	0.00
	666 000	29.140	19,407.24	24,913.32	- 5,506.08	499.50	2.57
	550.000	52.970	29,133.50	20,325.68	8,807.82	0.00	0.00
	1,500 000	32.250	48,375.00	36,688.19	11,686.81	525.00	1.08
			\$216,245.67	\$199,597.59	\$16,648.08	\$2,931.00	1.36%

ASSET DETAIL *(continued)***ASSET DESCRIPTION****Equities** *(continued)***CONSUMER STAPLES**

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CVS/CAREMARK CORPORATION SYMBOL CVS CUSIP 126650100 ACCOUNT NUMBER 4115237K3	1,800 000	\$32 210	\$57,978 00	\$37,500 88	\$20,477 12	\$549 00	0 95%
DIAGEO PLC - ADR SPONSORED ADR SYMBOL: DEO CUSIP: 25243Q205 ACCOUNT NUMBER 4115237K3	700 000	69 410	48,587 00	49,360 26	- 773 26	1,585 50	3 26
KRAFT FOODS INC CL A SYMBOL KFT CUSIP 50075N104 ACCOUNT NUMBER 4115237K3	484 000	27 180	13,155 12	7,867 45	5,287 67	561 44	4 27
PHILIP MORRIS INTERNATIONAL IN SYMBOL PM CUSIP: 718172109 ACCOUNT NUMBER 4115237K3	700 000	48 190	33,733 00	17,482 91	16,250 09	1,624 00	4 81
SYSCO CORP SYMBOL SY CUSIP 871829107 ACCOUNT NUMBER 4115237K3	1,400 000	27 940	39,116 00	40,815 04	- 1,699 04	1,400 00	3 58
Total Consumer Staples			\$192,569.12	\$153,026.54	\$39,542.58	\$5,719.94	2.97%
ENERGY							
APACHE CORP SYMBOL: APA CUSIP 037411105 ACCOUNT NUMBER 4115237K3	350 000	\$103 170	\$36,109 50	\$32,456 52	\$3,652 98	\$210 00	0 58%
BAKER HUGHES INC COM SYMBOL: BHI CUSIP: 057224107 ACCOUNT NUMBER 4115237K3	1,000 000	40 480	40,480 00	70,592 57	-30,112 57	600 00	1 48
CHEVRON CORP SYMBOL: CVX CUSIP: 166764100 ACCOUNT NUMBER 4115237K3	466 000	76 990	35,877 34	22,056 32	13,821 02	1,267 52	3 53
HALLIBURTON CO SYMBOL: HAL CUSIP: 406216101 ACCOUNT NUMBER 4115237K3	900 000	30 090	27,081 00	28,723 86	- 1,642 86	324 00	1 20

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

CURRENT
YIELDESTIMATED
ANNUAL INCOMEUNREALIZED
GAIN/LOSS

COST BASIS

MARKET VALUE
AS OF 12/31/09

PRICE

QUANTITY

Equities *(continued)***ENERGY** *(continued)*PETROLEO BRASILEIRO S.A. - COMM - ADR
SPONSORED ADRSYMBOL: PBR CUSIP: 71654V408
ACCOUNT NUMBER 4115237K3ROYAL DUTCH SHELL PLC
SPONSORED ADR REPSTG A SHS
SYMBOL: RDSA CUSIP: 780259206
ACCOUNT NUMBER 4115237K3SCHLUMBERGER LTD
SYMBOL: SLB CUSIP: 806857108
ACCOUNT NUMBER 4115237K3**Total Energy****FINANCIALS**

AFLAC INC

SYMBOL: AFL CUSIP: 001055102
ACCOUNT NUMBER 4115237K3BANK NEW YORK MELLON CORP COM
COMSYMBOL: BK CUSIP: 064058100
ACCOUNT NUMBER 4115237K3BERKSHIRE HATHAWAY INC DEL
CLASS A COMSYMBOL: BRKA CUSIP: 084670108
ACCOUNT NUMBER 4115237K3

Account Statement For:
COPE, RON & CAROL FNDT-COMBINED ASSE

Period Covered December 1, 2009 - December 31, 2009

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**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

FINANCIALS *(continued)*

CAPITAL ONE FINANCIAL CORP
SYMBOL: COF CUSIP: 14040H105
ACCOUNT NUMBER 4115237K3

JPMORGAN CHASE & CO
SYMBOL: JPM CUSIP: 46625H100
ACCOUNT NUMBER 4115237K3

MORGAN STANLEY
COM
SYMBOL: MS CUSIP: 61746448
ACCOUNT NUMBER 4115237K3

Total Financials

HEALTH CARE

BRISTOL MYERS SQUIBB CO
SYMBOL: BMY CUSIP: 110122108
ACCOUNT NUMBER 4115237K3

JOHNSON & JOHNSON
SYMBOL: JNJ CUSIP: 478160104
ACCOUNT NUMBER 4115237K3

NOVARTIS AG - ADR
SPONSORED ADR
SYMBOL: NVS CUSIP: 66987V109
ACCOUNT NUMBER 4115237K3

PFIZER INC
SYMBOL: PFE CUSIP: 717081103
ACCOUNT NUMBER 4115237K3

QUEST DIAGNOSTICS INC
SYMBOL: DGX CUSIP: 74834L100
ACCOUNT NUMBER 4115237K3

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
725 000	38 340	27,796 50	41,774 98	- 13,978 48	145 00	0 52
900 000	41 670	37,503 00	14,337 00	23,166 00	180 00	0 48
700 000	29 600	20,720 00	31,420 64	- 10,700 64	140 00	0 68
		\$1,685,349.50	\$245,962.05	\$1,439,387.45	\$2,685.00	0.16%
1,200 000	\$25 250	\$30,300 00	\$56,094 32	- \$25,794.32	\$1,536 00	5 07%
900 000	64 410	57,969 00	48,339 00	9,630 00	1,764 00	3 04
700 000	54 430	38,101 00	37,215 29	885 71	1,017 80	2 67
3,100 000	18 190	56,389 00	101,633 27	- 45,244 27	2,232 00	3 96
600 000	60 380	36,228 00	31,721 85	4,506 15	240 00	0 66

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)***HEALTH CARE** *(continued)*

TEVA PHARMACEUTICAL INDUSTRIES - ADR

SPONSORED ADR

SYMBOL: TEVA CUSIP: 881624209

ACCOUNT NUMBER 4115237K3

THERMO FISHER SCIENTIFIC INC

SYMBOL: TMO CUSIP: 883556102

ACCOUNT NUMBER 4115237K3

UNITEDHEALTH GROUP INC

SYMBOL: UNH CUSIP: 91324P102

ACCOUNT NUMBER: 4115237K3

Total Health Care**INDUSTRIALS**

COOPER INDUSTRIES PLC NEW IRELAND

SYMBOL: CBE CUSIP: G24140108

ACCOUNT NUMBER 4115237K3

GENERAL ELECTRIC CO

SYMBOL: GE CUSIP: 369604103

ACCOUNT NUMBER 4115237K3

HARSCO CORP

SYMBOL: HSC CUSIP: 415864107

ACCOUNT NUMBER 4115237K3

IRON MOUNTAIN INC

SYMBOL: IRM CUSIP: 462846106

ACCOUNT NUMBER 4115237K3

L-3 COMMUNICATIONS CORP COM

SYMBOL: LLL CUSIP: 502424104

ACCOUNT NUMBER 4115237K3

UNION PACIFIC CORP

SYMBOL: UNP CUSIP: 907818108

ACCOUNT NUMBER 4115237K3

Total Industrials

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
HEALTH CARE <i>(continued)</i>							
TEVA PHARMACEUTICAL INDUSTRIES - ADR	350 000	56 180	19,663 00	17,910 69	1,752 31	168 70	0 86
SPONSORED ADR							
SYMBOL: TEVA CUSIP: 881624209							
ACCOUNT NUMBER 4115237K3							
THERMO FISHER SCIENTIFIC INC	500 000	47 690	23,845 00	19,481 25	4,363 75	0 00	0 00
SYMBOL: TMO CUSIP: 883556102							
ACCOUNT NUMBER 4115237K3							
UNITEDHEALTH GROUP INC	1,400 000	30 480	42,672 00	67,639 96	- 24,967 96	42 00	0 10
SYMBOL: UNH CUSIP: 91324P102							
ACCOUNT NUMBER: 4115237K3							
Total Health Care			\$305,167.00	\$380,035.63	- \$74,868.63	\$7,000.50	2.29%
INDUSTRIALS							
COOPER INDUSTRIES PLC NEW IRELAND	1,200 000	\$42.640	\$51,168 00	\$50,507 28	\$660 72	\$1,200 00	2 34%
SYMBOL: CBE CUSIP: G24140108							
ACCOUNT NUMBER 4115237K3							
GENERAL ELECTRIC CO	1,200 000	15 130	18,156 00	42,810 66	- 24,654 66	480 00	2 64
SYMBOL: GE CUSIP: 369604103							
ACCOUNT NUMBER 4115237K3							
HARSCO CORP	1,200 000	32.230	38,676 00	34,571 46	4,104 54	984 00	2 54
SYMBOL: HSC CUSIP: 415864107							
ACCOUNT NUMBER 4115237K3							
IRON MOUNTAIN INC	1,725 000	22 760	39,261 00	47,295 99	- 8,034 99	0 00	0 00
SYMBOL: IRM CUSIP: 462846106							
ACCOUNT NUMBER 4115237K3							
L-3 COMMUNICATIONS CORP COM	800 000	86.950	69,560 00	51,800 88	17,759 12	1,120 00	1 61
SYMBOL: LLL CUSIP: 502424104							
ACCOUNT NUMBER 4115237K3							
UNION PACIFIC CORP	1,200 000	63 900	76,680 00	34,408 92	42,271 08	1,296 00	1 69
SYMBOL: UNP CUSIP: 907818108							
ACCOUNT NUMBER 4115237K3							
Total Industrials			\$293,501.00	\$261,395.19	\$32,105.81	\$5,080.00	1.73%

Account Statement For:
COPE, RON & CAROL FNDT-COMBINED ASSE

Period Covered December 1, 2009 - December 31, 2009

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ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

INFORMATION TECHNOLOGY

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
APPLE INC SYMBOL: AAPL CUSIP: 037833100 ACCOUNT NUMBER 4115237K3	250,000	\$210.732	\$52,683.00	\$27,981.33	\$24,701.67	\$0.00	0.00%
FISERV INC SYMBOL: FISV CUSIP: 337738108 ACCOUNT NUMBER 4115237K3	700,000	48.480	33,936.00	33,151.44	784.56	0.00	0.00
INTEL CORP COMM SYMBOL: INTC CUSIP: 458140100 ACCOUNT NUMBER 4115237K3	1,600,000	20.400	32,640.00	45,103.68	-12,463.68	896.00	2.74
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104 ACCOUNT NUMBER 4115237K3	1,800,000	30.480	54,864.00	46,074.96	8,789.04	936.00	1.71
NOKIA CORPORATION - ADR SPONSORED ADR SYMBOL: NOK CUSIP: 654902204 ACCOUNT NUMBER 4115237K3	2,000,000	12.850	25,700.00	23,900.00	1,800.00	786.00	3.06
Total Information Technology			\$199,823.00	\$176,211.41	\$23,611.59	\$2,618.00	1.31%

MATERIALS

ECOLAB INC
SYMBOL: ECL CUSIP: 278865100
ACCOUNT NUMBER 4115237K3

Total Materials

TELECOMMUNICATION SERVICES

VODAFONE GROUP PLC NEW
SYMBOL: VOD CUSIP: 92857W209
ACCOUNT NUMBER 4115237K3

Total Telecommunication Services

\$34,334.83
\$39,834.61
-\$5,499.78
\$1,919.72
\$1,919.72
5.59%

Account Statement For:
COPE, RON & CAROL FNDT-COMBINED ASSE

Period Covered December 1, 2009 - December 31, 2009

Consolidated Account Number 12126199

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

UTILITIES

FPL GROUP INC
SYMBOL: FPL CUSIP: 302571104
ACCOUNT NUMBER: 4115237K3

Total Utilities

MUTUAL FUNDS

DODGE & COX INTERNATIONAL STOCK FUND
SYMBOL: DODFX CUSIP: 256206103
ACCOUNT NUMBER 12126100

FIRST EAGLE OVERSEAS FUND-
CLASS A
SYMBOL: SGOVX CUSIP: 32008F101
ACCOUNT NUMBER 12126100

ISHARES MSCI EAFE
SYMBOL: EFA CUSIP: 464287465
ACCOUNT NUMBER 12126100

ISHARES MSCI EAFE GROWTH
SYMBOL: EFG CUSIP: 464288885
ACCOUNT NUMBER 12126100

ISHARES TR MSCI EMERGING MARKETS
INDEX FUND

SYMBOL: EEM CUSIP: 464287234
ACCOUNT NUMBER 12126100

ISHARES TR MSCI EMERGING MARKETS
INDEX FUND

SYMBOL: EEM CUSIP: 464287234
ACCOUNT NUMBER 4115237K3

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	700 000	\$52 820	\$36,974.00	\$32,633.02	\$4,340.98	\$1,323.00	3.58%
Total Utilities			\$36,974.00	\$32,633.02	\$4,340.98	\$1,323.00	3.58%
	6,861 188	\$31 850	\$218,528.84	\$171,000.00	\$47,528.84	\$2,991.48	1.37%
	9,963 817	19 460	193,895.88	171,000.00	22,895.88	5,958.36	3.07
	4,100 000	55 280	226,648.00	191,727.84	34,920.16	5,908.10	2.61
	4,975 000	55 120	274,222.00	231,741.82	42,480.18	3,870.55	1.41
	4,300.000	41 500	178,450.00	126,947.48	51,502.52	103.20	0.06
	1,200.000	41 500	49,800.00	33,844.20	15,955.80	28.80	0.06

Account Statement For:
COPE, RON & CAROL FNDT-COMBINED ASSE

Period Covered December 1, 2009 - December 31, 2009

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**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

MUTUAL FUNDS *(continued)*

T ROWE PRICE MID-CAP VALUE FUND
SYMBOL TRMCX CUSIP 77957Y106
ACCOUNT NUMBER 4115237K3

THORNBURG INTERNATIONAL VALUE FUND-
CLASS I #209

SYMBOL TGVIK CUSIP 885215566
ACCOUNT NUMBER 12126100

VANGUARD INDEX TR SMALL CAP STK FD
SYMBOL NAESX CUSIP: 922908702
ACCOUNT NUMBER 4115237K3

Total Mutual Funds

Total Equities

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	15,757.571	20.720	326,496.87	357,420.00	- 30,923.13	3,309.09	1.01
	8,928.665	25.370	226,520.23	187,500.00	39,020.23	2,741.10	1.21
	11,709.602	27.490	321,896.96	400,000.00	- 78,103.04	3,231.85	1.00
			\$2,016,458.78	\$1,871,181.34	\$145,277.44	\$28,142.53	1.40%
			\$5,258,361.49	\$3,629,497.31	\$1,628,864.18	\$63,998.41	1.22%

ASSET DESCRIPTION

Alternative Investments

OTHER

RICI LINKED PAM TOTAL INDEX SERIES
ACCOUNT NUMBER 4115237K3

Total Other

Total Alternative Investments

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	361.792	\$913.846	\$330,622.43	\$300,000.00	\$30,622.43	\$0.00	0.00%
			\$330,622.43	\$300,000.00	\$30,622.43	\$0.00	0.00%
			\$330,622.43	\$300,000.00	\$30,622.43	\$0.00	0.00%

ACCOUNT VALUE
AS OF 12/31/09
\$11,478,603.63

COST BASIS
\$9,583,357.95

UNREALIZED
GAIN/LOSS
\$1,895,245.68

ESTIMATED
ANNUAL INCOME
\$332,849.50

TOTAL ASSETS

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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Securities										1,773,422		2,013,106		-239,684	
Other sales										0		0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)		Expense of Sale and Cost of Improvements	Depreciation		
										Cost	Donated Value				
1	X	INTERCONTINENTAL HOTELS	45857P301			6/12/2002		5/20/2009	3,041	4,910					
2	X	INTERCONTINENTAL HOTELS	45857P301			1/17/2005		5/20/2009	1,368	2,323					
3	X	BANK OF IRELAND - ADR	46267Q103			9/26/2002		5/20/2009	168	835					
4	X	BANK OF IRELAND - ADR	46267Q103			7/30/2004		5/20/2009	1,676	10,596					
5	X	BANK OF IRELAND - ADR	46267Q103			1/17/2005		5/20/2009	419	3,074					
6	X	ISHARES MSCI JAPAN	464286848			4/25/2002		5/20/2009	5,766	5,332					
7	X	ISHARES MSCI JAPAN	464286848			6/12/2002		5/20/2009	4,650	4,295					
8	X	ISHARES MSCI JAPAN	464286848			9/26/2002		5/20/2009	2,604	2,069					
9	X	ISHARES MSCI JAPAN	464286848			2/13/2004		5/20/2009	7,440	7,760					
10	X	ISHARES MSCI JAPAN	464286848			3/29/2005		5/20/2009	13,020	14,700					
11	X	ISHARES MSCI JAPAN	464286848			1/17/2005		5/20/2009	18,414	24,592					
12	X	ISHARES MSCI JAPAN	464286848			2/17/2006		5/20/2009	8,323	11,904					
13	X	ISHARES TR MSCI EMERGING	464287234			5/20/2009		5/20/2009	42,678	42,744					
14	X	ISHARES S&P EUROPE 350	464287861			4/25/2002		5/20/2009	5,152	4,726					
15	X	ISHARES S&P EUROPE 350	464287861			6/12/2002		5/20/2009	5,152	4,502					
16	X	ISHARES S&P EUROPE 350	464287861			9/26/2002		5/20/2009	6,439	4,530					
17	X	ISHARES S&P EUROPE 350	464287861			3/9/2005		5/20/2009	22,538	27,416					
18	X	KAO CORP ADR	485537302			2/25/2002		5/20/2009	2,108	1,855					
19	X	KAO CORP ADR	485537302			3/26/2002		5/20/2009	2,108	1,915					
20	X	KAO CORP ADR	485537302			4/25/2002		5/20/2009	2,108	1,960					
21	X	KAO CORP ADR	485537302			9/5/2003		5/20/2009	4,215	4,101					
22	X	KAO CORP ADR	485537302			12/31/2003		5/20/2009	4,215	4,117					
23	X	KAO CORP ADR	485537302			2/13/2004		5/20/2009	4,215	4,401					
24	X	KAO CORP ADR	485537302			10/13/2006		5/20/2009	4,215	5,541					
25	X	KONINKLIJKE PHILIPS ELECT	500472303			2/25/2002		5/20/2009	2,961	3,807					
26	X	KONINKLIJKE PHILIPS ELECT	500472303			1/17/2005		5/20/2009	5,133	6,958					
27	X	MERRILL LYNCH & CO 6 000	590188JP4			10/16/2001		2/17/2009	250,000	253,968					
28	X	MOODYS CORP	615369105			8/21/2007		11/5/2009	23,618	47,616					
29	X	MOODYS CORP	615369105			3/11/2008		11/5/2009	9,447	14,023					
30	X	NESTLE S.A. REGISTERED SH	641069406			12/6/2006		5/20/2009	27,766	26,775					
31	X	NESTLE S.A. REGISTERED SH	641069406			12/1/2008		5/20/2009	10,181	9,749					
32	X	NOKIA CORPORATION - ADR	654902204			2/25/2002		5/20/2009	1,557	2,062					
33	X	NOKIA CORPORATION - ADR	654902204			4/25/2002		5/20/2009	701	737					
34	X	NOKIA CORPORATION - ADR	654902204			6/12/2002		5/20/2009	701	566					
35	X	NOKIA CORPORATION - ADR	654902204			1/30/2003		5/20/2009	1,557	1,491					
36	X	NOKIA CORPORATION - ADR	654902204			7/30/2004		5/20/2009	4,671	3,468					
37	X	NOKIA CORPORATION - ADR	654902204			1/17/2005		5/20/2009	3,581	3,949					
38	X	NOKIA CORPORATION - ADR	654902204			2/15/2007		5/20/2009	9,342	13,746					
39	X	NOVARTIS AG - ADR	66987V109			3/9/2005		5/20/2009	11,124	13,478					
40	X	TELECOM ITALIA S P A - ADR	87927Y102			1/17/2005		5/20/2009	3,898	8,012					
41	X	TELEFONICA SA - ADR	879382208			2/25/2002		5/20/2009	6,962	3,230					
42	X	TELEFONICA SA - ADR	879382208			4/25/2002		5/20/2009	3,931	1,918					
43	X	TELEFONICA SA - ADR	879382208			6/12/2002		5/20/2009	3,838	1,541					
44	X	TELEFONICA SA - ADR	879382208			2/25/2002		5/20/2009	1	0					
45	X	TELEFONICA SA - ADR	879382208			7/30/2004		5/20/2009	4,580	3,152					
46	X	TELEFONICA SA - ADR	879382208			2/16/2006		5/20/2009	4,023	3,027					
47	X	TELUS CORPORATION	87971M202			2/15/2007		5/20/2009	26,084	48,340					
48	X	TEVA PHARMACEUTICAL IND	881624209			3/13/2003		5/20/2009	9,040	3,620					
49	X	TEVA PHARMACEUTICAL IND	881624209			1/17/2005		5/20/2009	8,136	6,928					

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

										Amount			
										Long Term CG Distributions			
										Short Term CG Distributions			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals		Expense of Sale and Cost of Improvements	Net Gain or Loss		
								Gross Sales	Cost, Other Basis and Expenses				
								1,773,422	2,013,106				
Securities								0	0	-239,684			
Other sales								0	0	0			
50	X	TEVA PHARMACEUTICAL IND	881624209			10/13/2006		Date Sold	Gross Sales Price	Cost	Depreciation		
51	X	TEVA PHARMACEUTICAL IND	881624209			12/6/2006		5/20/2009	2,260	1,780			
52	X	TIME WARNER INC	887317303			1/6/2006		5/20/2009	2,260	1,634			
53	X	TIME WARNER CABLE INC	88732J207			1/6/2006		4/6/2009	14	27			
54	X	TOKIO MARINE HOLDINGS IN	889094108			2/25/2002		4/6/2009	9	18			
55	X	TOKIO MARINE HOLDINGS IN	889094108			4/25/2003		5/20/2009	3,736	1,735			
56	X	UNILEVER PLC - ADR	904767704			2/25/2002		5/20/2009	11,209	4,786			
57	X	UNILEVER PLC - ADR	904767704			2/25/2002		5/20/2009	4,210	3,430			
58	X	UNILEVER PLC - ADR	904767704			4/25/2002		5/20/2009	4,631	3,727			
59	X	UNILEVER PLC - ADR	904767704			11/7/2005		5/20/2009	8,842	8,318			
60	X	UNILEVER PLC - ADR	904767704			10/13/2006		5/20/2009	4,678	4,951			
61	X	UPM-KYMMENE CORP - ADR	915436109			12/6/2006		5/20/2009	1,170	1,345			
62	X	UPM-KYMMENE CORP - ADR	915436109			10/10/2002		5/20/2009	4,016	5,256			
63	X	NOVARTIS AG - ADR	66987V109			12/31/2003		5/20/2009	2,008	3,848			
64	X	NOVARTIS AG - ADR	66987V109			11/7/2005		5/20/2009	1,820	2,463			
65	X	NOVARTIS AG - ADR	66987V109			2/15/2007		5/20/2009	20,226	29,800			
66	X	OLYMPUS CORPORATION - A	68163W109			5/13/2008		5/20/2009	12,135	15,153			
67	X	OLYMPUS CORPORATION - A	68163W109			3/9/2005		5/20/2009	11,406	13,710			
68	X	OLYMPUS CORPORATION - A	68163W109			11/7/2005		5/20/2009	4,942	6,006			
69	X	PEARSON PLC - ADR	705015105			12/6/2006		5/20/2009	950	1,535			
70	X	PEARSON PLC - ADR	705015105			2/25/2002		5/20/2009	3,309	3,234			
71	X	PEARSON PLC - ADR	705015105			3/26/2002		5/20/2009	1,103	1,285			
72	X	PEARSON PLC - ADR	705015105			4/25/2002		5/20/2009	2,096	2,413			
73	X	PEARSON PLC - ADR	705015105			6/12/2002		5/20/2009	2,206	2,402			
74	X	PEARSON PLC - ADR	705015105			9/24/2004		5/20/2009	2,758	2,775			
75	X	PEARSON PLC - ADR	705015105			11/7/2005		5/20/2009	3,419	3,597			
76	X	PEARSON PLC - ADR	705015105			2/16/2006		5/20/2009	2,868	3,290			
77	X	PETROLEO BRASILEIRO SA -	71654V408			5/13/2008		5/20/2009	15,442	18,760			
78	X	PETROLEO BRASILEIRO SA -	71654V408			9/26/2002		5/20/2009	50,219	3,438			
79	X	PETROLEO BRASILEIRO SA -	71654V408			10/13/2006		5/20/2009	15,066	7,677			
80	X	QUEST DIAGNOSTICS INC	74834L100			9/10/2008		10/5/2009	22,655	19,751			
81	X	ROYAL DUTCH SHELL PLC AL	780259206			2/15/2007		7/13/2009	8,093	8,109			
82	X	ROYAL DUTCH SHELL PLC AL	780259206			6/12/2002		5/20/2009	4,156	4,209			
83	X	ROYAL DUTCH SHELL PLC AL	780259206			4/25/2002		5/20/2009	4,156	4,207			
84	X	ROYAL DUTCH SHELL PLC AL	780259206			2/25/2002		5/20/2009	5,194	5,121			
85	X	ROYAL DUTCH SHELL PLC AL	780259206			2/13/2004		5/20/2009	3,896	3,583			
86	X	SANOFI-AVENTIS - ADR	80105N105			10/13/2006		5/20/2009	4,156	5,239			
87	X	SANOFI-AVENTIS - ADR	80105N105			8/25/2004		5/20/2009	4,840	5,411			
88	X	SANOFI-AVENTIS - ADR	80105N105			8/25/2004		5/20/2009	4,868	5,441			
89	X	SANOFI-AVENTIS - ADR	80105N105			11/7/2005		5/20/2009	2,319	3,025			
90	X	SANOFI-AVENTIS - ADR	80105N105			10/13/2006		5/20/2009	2,319	3,246			
91	X	SANOFI-AVENTIS - ADR	80105N105			12/6/2006		5/20/2009	3,092	4,513			
92	X	SAP AG - ADR	803054204			2/15/2007		5/20/2009	18,552	26,328			
93	X	SAP AG - ADR	803054204			5/13/2008		5/20/2009	21,934	26,323			
94	X	SOUTHWEST AIRLINES CO	844741108			12/1/2008		5/20/2009	6,267	4,920			
95	X	SOUTHWEST AIRLINES CO	844741108			8/18/2005		9/4/2009	17,467	29,008			
96	X	SOUTHWEST AIRLINES CO	844741108			2/15/2007		9/4/2009	3,327	6,320			
97	X	STMICROELECTRONICS NV	861012102			3/14/2007		9/4/2009	6,654	11,829			
98	X	STMICROELECTRONICS NV	861012102			2/25/2002		5/20/2009	359	1,459			
						3/26/2002		5/20/2009	359	1,688			

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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Securities										1,773,422		2,013,106		-239,684	
Other sales										0		0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)		Expense of Sale and Cost of Improve-ments	Depreciation		
										Cost	Donated Value				
99	X	STMICROELECTRONICS NV	861012102			4/25/2002		5/20/2009	215	934					
100	X	STMICROELECTRONICS NV	861012102			6/12/2002		5/20/2009	503	1,591					
101	X	STMICROELECTRONICS NV	861012102			11/7/2005		5/20/2009	2,944	6,855					
102	X	STMICROELECTRONICS NV	861012102			2/16/2006		5/20/2009	3,016	7,522					
103	X	TELECOM ITALIA S P A - ADR	87927Y102			2/25/2002		5/20/2009	2,228	3,899					
104	X	TELECOM ITALIA S P A - ADR	87927Y102			7/30/2004		5/20/2009	1,392	2,977					
105	X	ING GROEP NV - ADR	456837103			3/26/2002		5/20/2009	565	1,355					
106	X	ING GROEP NV - ADR	456837103			4/25/2002		5/20/2009	1,017	2,372					
107	X	ING GROEP NV - ADR	456837103			6/12/2002		5/20/2009	1,017	2,210					
108	X	ING GROEP NV - ADR	456837103			12/31/2003		5/20/2009	1,978	4,118					
109	X	ING GROEP NV - ADR	456837103			11/7/2005		5/20/2009	2,430	6,379					
110	X	ING GROEP NV - ADR	456837103			9/26/2003		5/20/2009	113	205					
111	X	ING GROEP NV - ADR	456837103			9/17/2004		5/20/2009	147	319					
112	X	INTERCONTINENTAL HOTELS	45857P301			2/25/2002		5/20/2009	1,905	2,903					
113	X	AUTOLIV INC COM	052800109			11/7/2005		5/20/2009	1,040	1,748					
114	X	AXA - ADR	054536107			2/25/2002		5/20/2009	3,638	3,612					
115	X	AXA - ADR	054536107			3/26/2002		5/20/2009	1,819	2,238					
116	X	AXA - ADR	054536107			4/25/2002		5/20/2009	2,183	2,543					
117	X	AXA - ADR	054536107			6/12/2002		5/20/2009	2,365	2,356					
118	X	AXA - ADR	054536107			11/7/2005		5/20/2009	3,274	5,329					
119	X	AXA - ADR	054536107			12/6/2006		5/20/2009	909	1,939					
120	X	BP PLC - ADR	055622104			3/9/2005		5/20/2009	16,888	22,984					
121	X	BP PLC - ADR	055622104			10/13/2006		5/20/2009	965	1,318					
122	X	BP PLC - ADR	055622104			9/27/2007		5/20/2009	17,853	25,536					
123	X	BANCO SANTANDER CEN-SP	05964H105			10/13/2006		5/20/2009	17,204	28,722					
124	X	BANCO SANTANDER CEN-SP	05964H105			2/15/2007		5/20/2009	10,120	19,270					
125	X	BARCLAYS PLC - ADR	06738E204			2/15/2007		5/20/2009	11,004	36,996					
126	X	BHP BILLITON LIMITED - ADR	088606108			10/12/2006		5/20/2009	15,352	11,169					
127	X	CEMEX S A B DE C C ADR	151290889			9/26/2002		5/20/2009	205	210					
128	X	CEMEX S A B DE C C ADR	151290889			3/13/2003		5/20/2009	3,072	2,541					
129	X	CEMEX S A B DE C C ADR	151290889			11/7/2005		5/20/2009	2,048	5,398					
130	X	CEMEX S A B DE C C ADR	151290889			2/16/2006		5/20/2009	1,434	4,207					
131	X	CEMEX S A B DE C C ADR	151290889			6/9/2005		5/20/2009	126	192					
132	X	CEMEX S A B DE C C ADR	151290889			6/6/2003		5/20/2009	500	411					
133	X	CEMEX S A B DE C C ADR	151290889			6/9/2005		5/20/2009	10	29					
134	X	CORNING INC	219350105			1/6/2006		11/25/2009	32,004	40,523					
135	X	CORNING INC	219350105			12/21/2006		11/25/2009	13,476	15,232					
136	X	DAI NIPPON PRINTING CO A	233806306			2/25/2002		5/20/2009	2,492	1,890					
137	X	DAI NIPPON PRINTING CO A	233806306			3/26/2002		5/20/2009	2,492	2,305					
138	X	DAI NIPPON PRINTING CO A	233806306			9/26/2002		5/20/2009	1,246	1,103					
139	X	DAI NIPPON PRINTING CO A	233806306			2/13/2004		5/20/2009	3,240	3,960					
140	X	DAI NIPPON PRINTING CO A	233806306			11/7/2005		5/20/2009	748	981					
141	X	DAI NIPPON PRINTING CO A	233806306			10/12/2006		5/20/2009	6,230	7,838					
142	X	DAI NIPPON PRINTING CO A	233806306			12/6/2006		5/20/2009	6,230	7,475					
143	X	DANSKE BANK A/S - ADR	236363107			2/25/2002		5/20/2009	3,480	2,990					
144	X	DANSKE BANK A/S - ADR	236363107			3/26/2002		5/20/2009	1,740	1,600					
145	X	DANSKE BANK A/S - ADR	236363107			4/25/2002		5/20/2009	2,262	2,249					
146	X	DANSKE BANK A/S - ADR	236363107			6/12/2002		5/20/2009	2,262	2,444					
147	X	DANSKE BANK A/S - ADR	236363107			11/7/2005		5/20/2009	2,958	5,364					

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Net Gain or Loss
								Long Term CG Distributions		Short Term CG Distributions		
								Amount				
								Gross Sales	Cost, Other Basis and Expenses	Expense of Sale and Cost of Improvements		
								1,773,422	2,013,106	-239,684		
Securities								0	0	0		
Other sales												
148	X	DANSKE BANK A/S - ADR	236363107			2/16/2006						
149	X	DANSKE BANK A/S - ADR	236363107			10/13/2006						
150	X	DANSKE BANK A/S - ADR	236363107			12/6/2006						
151	X	DELL INC	24702R101			8/24/2005						
152	X	DELL INC	24702R101			8/22/2006						
153	X	DIAGEO PLC - ADR	25243Q205			2/25/2002						
154	X	DIAGEO PLC - ADR	25243Q205			12/31/2003						
155	X	DIAGEO PLC - ADR	25243Q205			2/13/2004						
156	X	DIAGEO PLC - ADR	25243Q205			1/17/2005						
157	X	DIAGEO PLC - ADR	25243Q205			10/13/2006						
158	X	UPM-KYMMENE CORP - ADR	915436109			2/13/2004						
159	X	VALERO ENERGY CORP	91913Y100			7/18/2008						
160	X	VANGUARD PACIFIC ETF	922042866			12/1/2008						
161	X	VODAFONE GROUP PLC NEW	92857W209			10/25/2004						
162	X	VODAFONE GROUP PLC NEW	92857W209			11/7/2005						
163	X	VODAFONE GROUP PLC NEW	92857W209			10/12/2006						
164	X	WF ADV SHT DUR GOVT BD-A	94975J540			9/4/2003						
165	X	WF ADV TOTAL RETURN BD-A	94975J599			3/31/1994						
166	X	DEUTSCHE BANK AG REG SH	D18190898			2/25/2002						
167	X	DEUTSCHE BANK AG REG SH	D18190898			4/25/2002						
168	X	DEUTSCHE BANK AG REG SH	D18190898			6/12/2002						
169	X	DEUTSCHE BANK AG REG SH	D18190898			3/13/2003						
170	X	SCHINDLER HOLDING AG CH	H7258G209			3/10/2005						
171	X	SCHINDLER HOLDING AG CH	H7258G209			11/8/2005						
172	X	AOL INC	00184X105			1/6/2006						
173	X	AKZO NOBEL N V - ADR	010199305			3/9/2005						
174	X	AKZO NOBEL N V - ADR	010199305			11/7/2005						
175	X	ALCOA INC	013817101			2/2/2005						
176	X	ALTRIA GROUP INC	02209S103			9/24/1998						
177	X	ASAHI GLASS COMPANY, LIM	043393206			10/12/2006						
178	X	ASAHI GLASS COMPANY, LIM	043393206			12/6/2006						
179	X	AUTOLIV INC COM	052800109			2/25/2002						
180	X	AUTOLIV INC COM	052800109			4/25/2002						
181	X	EMBRAER - ADR	29081M102			2/25/2002						
182	X	EMBRAER - ADR	29081M102			2/25/2002						
183	X	EMBRAER - ADR	29081M102			3/26/2002						
184	X	EMBRAER - ADR	29081M102			7/30/2004						
185	X	EMBRAER - ADR	29081M102			9/24/2004						
186	X	EMBRAER - ADR	29081M102			11/7/2005						
187	X	EMBRAER - ADR	29081M102			2/16/2006						
188	X	GLAXOSMITHKLINE PLC - ADI	37733W105			6/11/2003						
189	X	GLAXOSMITHKLINE PLC - ADI	37733W105			11/7/2005						
190	X	GLAXOSMITHKLINE PLC - ADI	37733W105			2/16/2006						
191	X	HENKEL AG AND CO. KGAA A	42550U109			10/12/2006						
192	X	HENKEL AG AND CO. KGAA A	42550U109			12/6/2006						
193	X	HONDA MOTOR CO., LTD - AI	438128308			6/12/2002						
194	X	HONDA MOTOR CO., LTD - AI	438128308			12/31/2003						
195	X	HONDA MOTOR CO., LTD - AI	438128308			2/13/2004						
196	X	HONDA MOTOR CO., LTD - AI	438128308			11/7/2005						

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost, Other Basis and Expenses		Net Gain or Loss
										Cost	Other Basis (Enter one field only)	
197	X	HONDA MOTOR CO , LTD - A	438128308			10/12/2006		5/20/2009	2,849	3,540		
198	X	HONDA MOTOR CO , LTD - A	438128308			12/6/2006		5/20/2009	2,849	3,500		
199	X	ING GROEP N V - ADR	456837103			2/25/2002		5/20/2009	1,695	3,444		
200	X	Long Term CG Distribution							1,513			
201	X	SHORT TERM PARTERSHIP							12,261			
202	X	LONG TERM PARTERSHIP GA							15,172			
203												
204												
205												
Totals										Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities										1,773,422	2,013,106	-239,684
Other sales										0	0	0

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	PARTNERSHIP LOSS	-96	-96	
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16a (990-PF) - Legal Fees

		24	6	0	18
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	24	6		18
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

		925	0	0	925
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only) 925
1	TAX PREPARATION FEES	925			925
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	6,182	6,182		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	38,551	28,913		9,638
3	ADR FEES	224	224		
4	INVESTMENT FEES	15,000	15,000		
5	PARTNERSHIP EXPENSES	760	760		
6					
7					
8					
9					
10					

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

	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	CORPORATE STOCK		3,839,644	3,629,497	4,346,340	5,258,361
2			3,839,644	3,629,497	4,346,340	5,258,361
3						
4						
5						
6						
7						
8						
9						
10						

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

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	CORPORATE BONDS			5,384,884	5,380,252	5,452,630	5,616,011
2				5,384,884	5,380,252	5,452,630	5,616,011
3							
4							
5							
6							
7							
8							
9							
10							

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	0	300,000	330,622
1	OTHER INVESTMENTS				Book Value End of Year	FMV End of Year
2					300,000	330,622
3						
4						
5						
6						
7						
8						
9						
10						

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Class Action Proceeds Adjustment	1	231
2	Mutual Fund Timing Difference	2	1,807
3	Federal Excise Tax Refund	3	3,339
4	Total	4	5,377

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

1	Prior Year Return of Capital	1	16
2	Cost Basis Adjustment	2	401
3	Partnership Income Adjustment	3	26,659
4	Total	4	27,076

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions								
						0	0								
1	INTERCONTINENTAL HOTELS ADR	45857P301		6/12/2002	5/20/2009			3,041	0	4,910	-1,869			0	-239,684
2	INTERCONTINENTAL HOTELS ADR	45857P301		1/17/2005	5/20/2009			1,368	0	2,323	-955			0	-1,869
3	BANK OF IRELAND - ADR	46267Q103		9/26/2002	5/20/2009			168	0	835	-667			0	-667
4	BANK OF IRELAND - ADR	46267Q103		7/30/2004	5/20/2009			1,676	0	10,596	-8,920			0	-8,920
5	BANK OF IRELAND - ADR	46267Q103		1/17/2005	5/20/2009			419	0	3,074	-2,655			0	-2,655
6	ISHARES MSCI JAPAN	464286848		4/25/2002	5/20/2009			5,766	0	5,332	434			0	434
7	ISHARES MSCI JAPAN	464286848		6/12/2002	5/20/2009			4,650	0	4,295	355			0	355
8	ISHARES MSCI JAPAN	464286848		9/26/2002	5/20/2009			2,604	0	2,069	535			0	535
9	ISHARES MSCI JAPAN	464286848		2/13/2004	5/20/2009			7,440	0	7,760	-320			0	-320
10	ISHARES MSCI JAPAN	464286848		3/29/2005	5/20/2009			13,020	0	14,700	-1,680			0	-1,680
11	ISHARES MSCI JAPAN	464286848		1/17/2005	5/20/2009			18,414	0	24,592	-6,178			0	-6,178
12	ISHARES MSCI JAPAN	464286848		2/17/2006	5/20/2009			8,323	0	11,904	-3,581			0	-3,581
13	ISHARES TR MSCI EMERGING MARKET	464287234		5/20/2009	5/20/2009			42,678	0	42,744	-66			0	-66
14	ISHARES S&P EUROPE 350	464287861		4/25/2002	5/20/2009			5,152	0	4,726	426			0	426
15	ISHARES S&P EUROPE 350	464287861		6/12/2002	5/20/2009			5,152	0	4,502	650			0	650
16	ISHARES S&P EUROPE 350	464287861		9/26/2002	5/20/2009			6,439	0	4,530	1,909			0	1,909
17	ISHARES S&P EUROPE 350	464287861		3/9/2005	5/20/2009			22,538	0	27,416	-4,878			0	-4,878
18	KAO CORP ADR	485537302		2/25/2002	5/20/2009			2,108	0	1,855	253			0	253
19	KAO CORP ADR	485537302		3/26/2002	5/20/2009			2,108	0	1,915	193			0	193
20	KAO CORP ADR	485537302		4/25/2002	5/20/2009			2,108	0	1,960	148			0	148
21	KAO CORP ADR	485537302		9/5/2003	5/20/2009			4,215	0	4,101	114			0	114
22	KAO CORP ADR	485537302		12/31/2003	5/20/2009			4,215	0	4,117	98			0	98
23	KAO CORP ADR	485537302		2/13/2004	5/20/2009			4,215	0	4,401	-186			0	-186
24	KAO CORP ADR	485537302		10/13/2006	5/20/2009			4,215	0	5,541	-1,326			0	-1,326
25	KONINKLIJKE PHILIPS ELECTRONIC - A	500472303		2/25/2002	5/20/2009			2,961	0	3,807	-846			0	-846
26	KONINKLIJKE PHILIPS ELECTRONIC - A	500472303		1/17/2005	5/20/2009			5,133	0	6,958	-1,825			0	-1,825
27	MERRILL LYNCH & CO. 6.000% 2/17/09	590188JP4		10/16/2001	2/17/2009			250,000	0	253,968	-3,968			0	-3,968
28	MOODYS CORP	615369105		8/21/2007	11/5/2009			23,618	0	47,616	-23,998			0	-23,998
29	MOODYS CORP	615369105		3/11/2008	11/5/2009			9,447	0	14,023	-4,576			0	-4,576
30	NESTLE S.A. REGISTERED SHARES - A	641069406		12/6/2006	5/20/2009			27,766	0	26,775	991			0	991
31	NESTLE S.A. REGISTERED SHARES - A	641069406		12/11/2008	5/20/2009			10,181	0	9,749	432			0	432
32	NOKIA CORPORATION - ADR	654902204		2/25/2002	5/20/2009			1,557	0	2,062	-505			0	-505
33	NOKIA CORPORATION - ADR	654902204		4/25/2002	5/20/2009			701	0	737	-36			0	-36
34	NOKIA CORPORATION - ADR	654902204		6/12/2002	5/20/2009			701	0	566	135			0	135
35	NOKIA CORPORATION - ADR	654902204		1/30/2003	5/20/2009			1,557	0	1,491	66			0	66
36	NOKIA CORPORATION - ADR	654902204		7/30/2004	5/20/2009			4,671	0	3,468	1,203			0	1,203
37	NOKIA CORPORATION - ADR	654902204		1/17/2005	5/20/2009			3,581	0	3,949	-368			0	-368
38	NOKIA CORPORATION - ADR	654902204		2/15/2007	5/20/2009			9,342	0	13,746	-4,404			0	-4,404
39	NOVARTIS AG - ADR	66987V109		3/9/2005	5/20/2009			11,124	0	13,478	-2,354			0	-2,354
40	TELECOM ITALIA S.P.A. - ADR	87927Y102		1/17/2005	5/20/2009			3,898	0	8,012	-4,114			0	-4,114
41	TELEFONICA SA - ADR	87938Z208		2/25/2002	5/20/2009			6,962	0	3,230	3,732			0	3,732
42	TELEFONICA SA - ADR	87938Z208		4/25/2002	5/20/2009			3,931	0	1,918	2,013			0	2,013
43	TELEFONICA SA - ADR	87938Z208		6/12/2002	5/20/2009			3,838	0	1,541	2,297			0	2,297
44	TELEFONICA SA - ADR	87938Z208		2/25/2002	5/20/2009			1	0	0	1			0	1
45	TELEFONICA SA - ADR	87938Z208		7/30/2004	5/20/2009			4,580	0	3,152	1,428			0	1,428
46	TELEFONICA SA - ADR	87938Z208		2/16/2006	5/20/2009			4,023	0	3,027	996			0	996
47	TELUUS CORPORATION	87971M202		2/15/2007	5/20/2009			26,084	0	48,340	-22,256			0	-22,256
48	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		3/13/2003	5/20/2009			9,040	0	3,620	5,420			0	5,420
49	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		1/17/2005	5/20/2009			8,136	0	6,928	1,208			0	1,208
50	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		10/13/2006	5/20/2009			2,260	0	1,780	480			0	480
51	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		12/6/2006	5/20/2009			2,260	0	1,634	626			0	626
52	TIME WARNER INC	887317303		1/6/2006	4/6/2009			14	0	27	-13			0	-13
53	TIME WARNER CABLE INC	88732J207		1/6/2006	4/6/2009			9	0	18	-9			0	-9
54	TOKIO MARINE HOLDINGS INC ADR	889094108		2/25/2002	5/20/2009			3,736	0	1,735	2,001			0	2,001
55	TOKIO MARINE HOLDINGS INC ADR	889094108		4/25/2003	5/20/2009			11,209	0	4,786	6,423			0	6,423
56	UNILEVER PLC - ADR	904767704		2/25/2002	5/20/2009			4,210	0	3,430	780			0	780
57	UNILEVER PLC - ADR	904767704		4/25/2002	5/20/2009			4,631	0	3,727	904			0	904
58	UNILEVER PLC - ADR	904767704		1/17/2005	5/20/2009			8,842	0	8,318	524			0	524
59	UNILEVER PLC - ADR	904767704		10/13/2006	5/20/2009			4,678	0	4,951	-273			0	-273
60	UNILEVER PLC - ADR	904767704		12/6/2006	5/20/2009			1,170	0	1,345	-175			0	-175

Amount

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

Amount													
Long Term CG Distributions													
Short Term CG Distributions													
Totals													
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
121	BP PLC - ADR	055622104		10/13/2006	5/20/2009	965	0	1,318	-353			0	-353
122	BP PLC - ADR	055622104		9/27/2007	5/20/2009	17,853	0	25,536	-7,683			0	-7,683
123	BANCO SANTANDER CEN-SPON - ADR	05964H105		10/13/2006	5/20/2009	17,204	0	28,722	-11,518			0	-11,518
124	BANCO SANTANDER CEN-SPON - ADR	05964H105		2/15/2007	5/20/2009	10,120	0	19,270	-9,150			0	-9,150
125	BARCLAYS PLC - ADR	06738E204		2/15/2007	5/20/2009	11,004	0	36,996	-25,992			0	-25,992
126	BHP BILLITON LIMITED - ADR	088606108		10/12/2006	5/20/2009	15,352	0	11,169	4,183			0	4,183
127	CEMEX S A B DE C C ADR	151290889		9/26/2002	5/20/2009	205	0	210	-5			0	-5
128	CEMEX S A B DE C C ADR	151290889		3/13/2003	5/20/2009	3,072	0	2,541	531			0	531
129	CEMEX S A B DE C C ADR	151290889		11/7/2005	5/20/2009	2,048	0	5,398	-3,350			0	-3,350
130	CEMEX S A B DE C C ADR	151290889		2/16/2006	5/20/2009	1,434	0	4,207	-2,773			0	-2,773
131	CEMEX S A B DE C C ADR	151290889		6/9/2005	5/20/2009	126	0	192	-66			0	-66
132	CEMEX S A B DE C C ADR	151290889		6/6/2003	5/20/2009	500	0	411	89			0	89
133	CEMEX S A B DE C C ADR	151290889		6/9/2005	5/20/2009	10	0	29	-19			0	-19
134	CORNING INC	219350105		1/6/2006	11/25/2009	32,004	0	40,523	-8,519			0	-8,519
135	CORNING INC	219350105		12/21/2006	11/25/2009	13,476	0	15,232	-1,756			0	-1,756
136	DAI NIPPON PRINTING CO ADR	233806306		2/25/2002	5/20/2009	2,492	0	1,890	602			0	602
137	DAI NIPPON PRINTING CO ADR	233806306		3/26/2002	5/20/2009	2,492	0	2,305	187			0	187
138	DAI NIPPON PRINTING CO ADR	233806306		9/26/2002	5/20/2009	1,246	0	1,103	143			0	143
139	DAI NIPPON PRINTING CO ADR	233806306		2/13/2004	5/20/2009	3,240	0	3,960	-720			0	-720
140	DAI NIPPON PRINTING CO ADR	233806306		1/17/2005	5/20/2009	748	0	981	-233			0	-233
141	DAI NIPPON PRINTING CO ADR	233806306		10/12/2006	5/20/2009	6,230	0	7,838	-1,608			0	-1,608
142	DAI NIPPON PRINTING CO ADR	233806306		12/6/2006	5/20/2009	6,230	0	7,475	-1,245			0	-1,245
143	DANSKE BANK A/S - ADR	236363107		2/25/2002	5/20/2009	3,480	0	2,990	490			0	490
144	DANSKE BANK A/S - ADR	236363107		3/26/2002	5/20/2009	1,740	0	1,600	140			0	140
145	DANSKE BANK A/S - ADR	236363107		4/25/2002	5/20/2009	2,262	0	2,249	13			0	13
146	DANSKE BANK A/S - ADR	236363107		6/12/2002	5/20/2009	2,262	0	2,444	-182			0	-182
147	DANSKE BANK A/S - ADR	236363107		11/7/2005	5/20/2009	2,958	0	5,364	-2,406			0	-2,406
148	DANSKE BANK A/S - ADR	236363107		2/16/2006	5/20/2009	1,914	0	3,850	-1,936			0	-1,936
149	DANSKE BANK A/S - ADR	236363107		10/13/2006	5/20/2009	870	0	2,010	-1,140			0	-1,140
150	DANSKE BANK A/S - ADR	236363107		12/6/2006	5/20/2009	435	0	1,095	-660			0	-660
151	DELL INC	24702R101		8/24/2005	2/20/2009	6,426	0	28,432	-22,006			0	-22,006
152	DELL INC	24702R101		8/22/2006	2/20/2009	4,819	0	12,990	-8,171			0	-8,171
153	DIAGEO PLC - ADR	25243Q205		2/25/2002	5/20/2009	5,442	0	4,671	771			0	771
154	DIAGEO PLC - ADR	25243Q205		12/31/2003	5/20/2009	6,802	0	6,631	171			0	171
155	DIAGEO PLC - ADR	25243Q205		2/13/2004	5/20/2009	4,081	0	4,095	-14			0	-14
156	DIAGEO PLC - ADR	25243Q205		1/17/2005	5/20/2009	3,809	0	4,173	-364			0	-364
157	DIAGEO PLC - ADR	25243Q205		10/13/2006	5/20/2009	20,135	0	26,366	-6,231			0	-6,231
158	UPM-KYMMENE CORP - ADR	915436109		2/13/2004	5/20/2009	3,012	0	5,874	-2,862			0	-2,862
159	VALERO ENERGY CORP	91913Y100		7/18/2008	9/17/2009	18,739	0	29,811	-11,072			0	-11,072
160	VANGUARD PACIFIC ETF	922042866		12/11/2008	5/20/2009	22,639	0	19,310	3,329			0	3,329
161	VODAFONE GROUP PLC NEW ADR	92857W209		10/25/2004	5/20/2009	6,504	0	10,050	-3,546			0	-3,546
162	VODAFONE GROUP PLC NEW ADR	92857W209		1/17/2005	5/20/2009	4,074	0	6,588	-2,514			0	-2,514
163	VODAFONE GROUP PLC NEW ADR	92857W209		10/12/2006	5/20/2009	13,781	0	17,960	-4,179			0	-4,179
164	WF ADV SHT DUR GOVT BD-ADMIN #94975J540	94975J540		9/4/2003	9/25/2009	162,330	0	158,771	3,559			0	3,559
166	WF ADV TOTAL RETURN BD-ADMIN #94975J599	94975J599		3/31/1994	11/11/2009	100,000	0	92,293	7,707			0	7,707
166	DEUTSCHE BANK AG REG SHS	D18190898		2/25/2002	5/20/2009	3,257	0	2,864	393			0	393
167	DEUTSCHE BANK AG REG SHS	D18190898		4/25/2002	5/20/2009	3,257	0	3,164	93			0	93
168	DEUTSCHE BANK AG REG SHS	D18190898		6/12/2002	5/20/2009	3,257	0	3,364	-107			0	-107
169	DEUTSCHE BANK AG REG SHS	D18190898		3/13/2003	5/20/2009	4,559	0	2,703	1,856			0	1,856
170	SCHINDLER HOLDING AG CHF 0 1	H7258G209		3/10/2005	5/20/2009	17,121	0	12,455	4,666			0	4,666
171	SCHINDLER HOLDING AG CHF 0 1	H7258G209		1/18/2005	5/20/2009	17,121	0	11,490	5,631			0	5,631
172	AOL INC	00184X105		1/6/2006	12/16/2009	14	0	16	-2			0	-2
173	AKZO NOBEL N V - ADR	010199305		3/9/2005	5/20/2009	14,227	0	13,672	555			0	555
174	AKZO NOBEL N V - ADR	010199305		1/17/2005	5/20/2009	11,865	0	10,848	1,017			0	1,017
175	ALCOA INC	013817101		2/2/2005	4/13/2009	15,723	0	50,014	-34,291			0	-34,291
176	ALTRIA GROUP INC	02209S103		9/24/1998	9/3/2009	12,726	0	7,672	5,054			0	5,054
177	ASAHI GLASS COMPANY, LIMITED - ADR	043393206		10/12/2006	5/20/2009	6,940	0	11,530	-4,590			0	-4,590
178	ASAHI GLASS COMPANY, LIMITED - ADR	043393206		12/6/2006	5/20/2009	5,205	0	8,892	-3,687			0	-3,687
179	AUTOLIV INC COM	052800T09		2/25/2002	5/20/2009	3,639	0	3,161	478			0	478
180	AUTOLIV INC COM	052800T09		4/25/2002	5/20/2009	3,379	0	2,895	484			0	484

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions									
						Amount	0									
181	EMBRAER - ADR	29081M102		2/25/2002	5/20/2009			1,937	0	1,937	-19			0	0	-239,684
182	EMBRAER - ADR	29081M102		2/25/2002	5/20/2009			269	0	270	-1			0	0	-1
183	EMBRAER - ADR	29081M102		3/26/2002	5/20/2009			499	0	549	-50			0	0	-50
184	EMBRAER - ADR	29081M102		7/30/2004	5/20/2009			2,110	0	3,176	-1,066			0	0	-1,066
185	EMBRAER - ADR	29081M102		9/24/2004	5/20/2009			1,918	0	2,627	-709			0	0	-709
186	EMBRAER - ADR	29081M102		11/7/2005	5/20/2009			1,918	0	3,886	-1,968			0	0	-1,968
187	EMBRAER - ADR	29081M102		2/16/2006	5/20/2009			384	0	766	-382			0	0	-382
188	GLAXOSMITHKLINE PLC - ADR	37733W105		6/11/2003	5/20/2009			4,947	0	6,328	-1,381			0	0	-1,381
189	GLAXOSMITHKLINE PLC - ADR	37733W105		11/7/2005	5/20/2009			4,617	0	7,489	-2,872			0	0	-2,872
190	GLAXOSMITHKLINE PLC - ADR	37733W105		2/16/2006	5/20/2009			4,947	0	7,700	-2,753			0	0	-2,753
191	HENKEL AG AND CO KGAA ADR	42550U109		10/12/2006	5/20/2009			8,601	0	12,030	-3,429			0	0	-3,429
192	HENKEL AG AND CO KGAA ADR	42550U109		12/6/2006	5/20/2009			12,901	0	18,998	-6,097			0	0	-6,097
193	HONDA MOTOR CO, LTD - ADR	438128308		6/12/2002	5/20/2009			9,402	0	7,057	2,305			0	0	2,305
194	HONDA MOTOR CO, LTD - ADR	438128308		12/31/2003	5/20/2009			4,273	0	3,385	888			0	0	888
195	HONDA MOTOR CO, LTD - ADR	438128308		2/13/2004	5/20/2009			5,698	0	4,280	1,418			0	0	1,418
196	HONDA MOTOR CO, LTD - ADR	438128308		11/7/2005	5/20/2009			3,704	0	3,571	133			0	0	133
197	HONDA MOTOR CO, LTD - ADR	438128308		10/12/2006	5/20/2009			2,849	0	3,540	-691			0	0	-691
198	HONDA MOTOR CO, LTD - ADR	438128308		12/6/2006	5/20/2009			2,849	0	3,500	-651			0	0	-651
199	ING GROEP N.V. - ADR	456837103		2/25/2002	5/20/2009			1,695	0	3,444	-1,749			0	0	-1,749
200	Long Term CG Distribution							1,513	0	0	1,513			0	0	1,513
201	SHORT TERM PARTNERSHIP GAIN							12,261	0	0	12,261			0	0	12,261
202	LONG TERM PARTNERSHIP GAIN							15,172	0	0	15,172			0	0	15,172
203								0	0	0	0			0	0	0
204								0	0	0	0			0	0	0
205								0	0	0	0			0	0	0

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank, N A	X	1919 Douglas St 2nd Fl	Omaha	NE	68102		Trustee	4	38,551
2	Carol Cope		4622 Parklane Drive	Kearney	NE	68508		Trustee	1	
3	Larry Jepson		21 W 21st Street	Kearney	NE	68508		Trustee	1	
4										
5										
6										
7										
8										
9										
10										

38,551

00

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
	Program Service Revenue	Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	PARTNERSHIP LOSS			01	-96	
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

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

	Date	Amount
1 Credit from prior year return	1	3,832
2 First quarter estimated tax payment	2	0
3 Second quarter estimated tax payment	3	0
4 Third quarter estimated tax payment	4	0
5 Fourth quarter estimated tax payment	5	0
6 Other payments	6	0
7 Total	7	3,832

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

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	581,463
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	581,463

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

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

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

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

NONE _____

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization		Employer identification number
	COPE, RON & CAROL FOUNDATION TRUST		36-3693227
	Number, street, and room or suite no. If a P.O. box, see instructions		
	Wells Fargo Bank, N.A. - 1919 Douglas St 2nd Fl, MACN8000-027		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	Omaha		NE 68102

Check type of return to be filed (file a separate application for each return)

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

- The books are in the care of ▶ Wells Fargo Bank, N.A. 1919 Douglas St 2nd Fl, MACN8000-027 Omaha NE Om

Telephone No ▶ (800) 352-3705

FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for ☒ calendar year 2009 or ☐ tax year beginning _____, and ending _____

- 2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3 a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	3,209
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	3,832
c	Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.
(HTA)

Form **8868** (Rev. 4-2009)