Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: THE THORSON FOUNDATION 23-81711

A Employer identification number: 36-6051916

Number and street (or P O box number if mail is not delivered to street address): THE NORTHERN TRUST COMPANY — Room/suite:

B Telephone number (see page 10 of the instructions): (312) 630-6000

City or town, state, and ZIP code: P.O. BOX 803878 CHICAGO, IL 60680-3878

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,809,421.

J Accounting method: [X] 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				
	4 Dividends and interest from securities	78,306.	78,283.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-58,996.			
	b Gross sales price for all assets on line 6a 480,984.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	4,803.			STMT 2
	12 **Total.** Add lines 1 through 11	24,113.	78,283.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	NONE	NONE	NONE	NONE
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,000.	500.	NONE	500.
	c Other professional fees (attach schedule) STMT 4	17,905.	17,905.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	576.	576.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	126.			126.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	19,607.	18,981.	NONE	626.
	25 Contributions, gifts, grants paid	152,460.			152,460.
	26 **Total expenses and disbursements.** Add lines 24 and 25	172,067.	18,981.	NONE	153,086.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-147,954.			
	b **Net investment income** (if negative, enter -0-)		59,302.		
	c **Adjusted net income** (if negative, enter -0-)				

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SCANNED MAY 2 7 2010

Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	210,422.	142,951.	142,951.
3 Accounts receivable ▶			
Less: allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less: allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶ NONE			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule)	101,531.		
b Investments - corporate stock (attach schedule)	1,519,970.	1,429,158.	1,698,366.
c Investments - corporate bonds (attach schedule)	796,151.	870,033.	884,566.
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)	55,214.	93,192.	83,538.
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,683,288.	2,535,334.	2,809,421.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27 Capital stock, trust principal, or current funds	2,683,288.	2,535,334.	
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)	2,683,288.	2,535,334.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,683,288.	2,535,334.	

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	2,683,288.
2 Enter amount from Part I, line 27a	2	-147,954.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,535,334.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,535,334.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7	2	-58,996.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col (c))
2008	167,725.	3,073,692.	0.05456792678
2007	159,115.	3,456,514.	0.04603337351
2006	158,876.	3,252,690.	0.04884449486
2005	158,137.	3,218,066.	0.04914038432
2004	153,114.	3,218,545.	0.04757242791

2 **Total** of line 1, column (d)	2	0.24615860738
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	0.04923172148
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,611,887.
5 Multiply line 4 by line 3	5	128,588.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	593.
7 Add lines 5 and 6	7	129,181.
8 Enter qualifying distributions from Part XII, line 4	8	153,086.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	593.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	593.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	593.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 3,470.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	3,470.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,877.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 2,877. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ____ (2) On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 7			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ NORTHERN TRUST Telephone no ▶ (312)630-6000

Located at ▶ 50 SOUTH LA SALLE ST, CHICAGO, IL ZIP + 4 ▶ 60675

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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

		Yes	No
5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		-0-	-0-	-0-

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,651,662.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,651,662.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,651,662.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	39,775.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,611,887.
6	**Minimum investment return.** Enter 5% of line 5	6	130,594.

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	130,594.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	593.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	593.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	130,001.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	130,001.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	130,001.

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	153,086.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	153,086.
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	593.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	152,493.

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				130,001.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			152,438.	
b	Total for prior years 20 07 ,20____, 20____		NONE		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 ...... NONE				
b	From 2005 ...... NONE				
c	From 2006 ...... NONE				
d	From 2007 ...... NONE				
e	From 2008 ...... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 153,086.				
a	Applied to 2008, but not more than line 2a			152,438.	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				648.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				129,353.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9:				
a	Excess from 2005 ... NONE				
b	Excess from 2006 ... NONE				
c	Excess from 2007 ... NONE				
d	Excess from 2008 ... NONE				
e	Excess from 2009 ... NONE				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 21				
Total . . . . ▶ **3a**				152,460.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	78,306.	
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			14	4,803.	
8 Gain or (loss) from sales of assets other than inventory			18	-58,996.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				24,113.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 24,113.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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?

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

John C Goodall, Jr 5/13/10 President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date 5-7-10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	THE NORTHERN TRUST COMPANY P.O. BOX 803878 CHICAGO, IL 60680	EIN ▶ 36-1561860 Phone no.	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,696.	
		225. ADR ARCELORMITTAL SA LUXEMBOURG N Y					07/03/2008	01/13/2009
		PROPERTY TYPE: SECURITIES						
5,479.00		21,213.00					-15,734.00	
		350. MFC IPATH DOW JONES-UBS COMMODITY I					06/17/2008	01/28/2009
		PROPERTY TYPE: SECURITIES						
11,772.00		23,474.00					-11,702.00	
		200. MFC IPATH DOW JONES-UBS COMMODITY I					11/22/2006	01/28/2009
		PROPERTY TYPE: SECURITIES						
6,727.00		9,866.00					-3,139.00	
		50000. CATERPILLAR INC 5.70 5.7 DUE 08-1					10/03/2007	01/28/2009
		PROPERTY TYPE: SECURITIES						
51,197.00		50,560.00					637.00	
		350. AMERICAN EXPRESS CO					07/19/2006	02/10/2009
		PROPERTY TYPE: SECURITIES						
5,743.00		18,218.00					-12,475.00	
		50. APPLE COMPUTER INC					09/18/2006	02/10/2009
		PROPERTY TYPE: SECURITIES						
4,940.00		3,706.00					1,234.00	
		100. BANK NEW YORK MELLON CORP COM STK					04/09/2008	02/10/2009
		PROPERTY TYPE: SECURITIES						
2,714.00		4,375.00					-1,661.00	
		50. GOLDMAN SACHS GROUP INC					02/11/2008	02/10/2009
		PROPERTY TYPE: SECURITIES						
4,631.00		9,466.00					-4,835.00	
		50. GOLDMAN SACHS GROUP INC					02/13/2007	02/10/2009
		PROPERTY TYPE: SECURITIES						
4,631.00		10,632.00					-6,001.00	
		100. PRAXAIR INC					03/14/2001	02/10/2009
		PROPERTY TYPE: SECURITIES						
6,903.00		2,279.00					4,624.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					07/03/2008	02/10/2009
2,922.00		5,755.00					-2,833.00	
		281. WATERS CORP PROPERTY TYPE: SECURITIES					03/02/2007	02/10/2009
11,188.00		15,581.00					-4,393.00	
		74. WATERS CORP PROPERTY TYPE: SECURITIES					03/02/2007	02/11/2009
2,886.00		4,103.00					-1,217.00	
		50000. METLIFE INC 5.5% DUE 06-15-2014 0 PROPERTY TYPE: SECURITIES					10/03/2007	04/27/2009
49,170.00		50,226.00					-1,056.00	
		175. CATERPILLAR INC PROPERTY TYPE: SECURITIES					07/03/2008	05/15/2009
6,246.00		12,269.00					-6,023.00	
		50. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					11/18/2004	05/15/2009
3,171.00		2,348.00					823.00	
		50. GENERAL DYNAMICS CORP PROPERTY TYPE: SECURITIES					04/27/2001	05/15/2009
2,748.00		1,913.00					835.00	
		50. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					05/12/2003	05/15/2009
2,762.00		2,805.00					-43.00	
		100. MCDONALDS CORP PROPERTY TYPE: SECURITIES					02/13/2007	05/15/2009
5,345.00		4,492.00					853.00	
		50. PEPSICO INC PROPERTY TYPE: SECURITIES					03/21/2002	05/15/2009
2,509.00		2,520.00					-11.00	
		100. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					03/21/2002	05/15/2009
5,055.00		4,457.00					598.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		500. TEXAS INSTRUMENTS INC PROPERTY TYPE: SECURITIES					11/22/2006	05/15/2009
8,745.00		15,090.00					-6,345.00	
		25. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					06/21/2001	05/28/2009
1,116.00		1,236.00					-120.00	
		50. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					02/13/2007	05/28/2009
3,344.00		3,835.00					-491.00	
		50. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					11/18/2004	05/28/2009
3,187.00		2,348.00					839.00	
		25. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					05/12/2003	05/28/2009
1,364.00		1,402.00					-38.00	
		100. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					06/15/2001	05/28/2009
2,047.00		3,361.00					-1,314.00	
		700. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES					12/20/2005	05/28/2009
15,002.00		22,176.00					-7,174.00	
		100000. UNITED STATES TREAS NTS DTD 0005 PROPERTY TYPE: SECURITIES					10/21/2008	06/15/2009
100,000.00		101,532.00					-1,532.00	
		100000. JOHNSON & JOHNSON 6.625 DUE 09-0 PROPERTY TYPE: SECURITIES					08/31/1999	09/01/2009
100,000.00		98,667.00					1,333.00	
		200. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					06/15/2001	09/17/2009
5,030.00		6,722.00					-1,692.00	
		100. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					03/21/2002	09/17/2009
5,553.00		4,457.00					1,096.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		500. WALGREEN CO PROPERTY TYPE: SECURITIES					01/23/2002	09/17/2009
17,155.00		17,910.00					-755.00	
		300. NORTHERN TRUST CORP PROPERTY TYPE: SECURITIES					04/16/1987	10/13/2009
18,006.00		986.00					17,020.00	
TOTAL GAIN(LOSS)							-58,996.	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS ETC.		78,306.	78,283.
	TOTAL	78,306.	78,283.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
DEFERRED INCOME ETC.		4,803.
	TOTALS	4,803.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	1,000.	500.		500.
TOTALS	1,000.	500.	NONE	500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY		17,905.	17,905.
	TOTALS	17,905.	17,905.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN		576.	576.
	TOTALS	576.	576.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ATTORNEY GENERAL	15.	15.
MISC.	98.	98.
SECRETARY OF STATE	13.	13.
TOTALS	126.	126.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
IL

STATEMENT 7

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

OFFICER NAME:
JOHN C. GOODALL JR.
ADDRESS:
NORTHFILED, IL
,
TITLE:
TRUSTEE

OFFICER NAME:
JOHN C. GOODALL, III
ADDRESS:
GLENVIEW, IL
,
TITLE:
TRUSTEE

OFFICER NAME:
DANA DEANGLEIS
ADDRESS:
WELLESLEY, MA
,
TITLE:
TRUSTEE

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

RECIPIENT NAME:
CIRCUS WORLD MUSEUM
FOUNDATION
ADDRESS:
BARABOO, WI
, WI 53913-2597
RELATIONSHIP:
NONE - APPLIES TO ALL
PURPOSE OF GRANT:
GENERAL - APPLIES TO ALL
FOUNDATION STATUS OF RECIPIENT:
P - APPLIES TO ALL
AMOUNT OF GRANT PAID .... 24,185.

RECIPIENT NAME:
JUNIOR LEAGUE
ADDRESS:
BOSTON, MA

AMOUNT OF GRANT PAID .... 135.

RECIPIENT NAME:
DUKE UNIVERSITY
ANNUAL FUND
ADDRESS:
DURHAM, NC

AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
MUSIC INSTITUTE
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 2,000.

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

RECIPIENT NAME:
RAVINIA FESTIVAL
ADDRESS:
HIGHLAND PARK, IL

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
HADLEY SCHOOL FOR THE BLIND
ADDRESS:
WINNETKA, IL

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
NOBLE & GREENOUGH SCHOOL
ADDRESS:
DEDHAM, MA

AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
OPENLANDS PROJECT
ADDRESS:
CHICAGO, IL

RELATIONSHIP:
NONE - APPLIES TO ALL
PURPOSE OF GRANT:
GENERAL - APPLIES TO ALL
FOUNDATION STATUS OF RECIPIENT:
P - APPLIES TO ALL
AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
ACCA CHILD DEVELOPMENT CENTER
ADDRESS:
ANNANDALE, VA

AMOUNT OF GRANT PAID .... 13,000.

RECIPIENT NAME:
BLINDED AMERICAN VETERANS FOUNDATION
ADDRESS:
WASHINGTON D.C.

AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
FAMILY OF THE AMERICAS FOUNDATION
ADDRESS:
DUNKIRK, MD

AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
ACCA - FRED RUFFING SCHOLARSHIP FUND
ADDRESS:
ANNANDALE, VA

AMOUNT OF GRANT PAID .... 4,500.

RECIPIENT NAME:
WOLF TRAP FOUNDATION FOR THE PERFORMING ARTS
ADDRESS:
VIENNA, VA

AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
INOVA HEALTH SYSTEM
FOUNDATION
ADDRESS:
FALLS CHURCH, VA

AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
MONTPELIER FOUNDATION
ADDRESS:
ORANGE, VA

AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
ART INSTITUTE
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
SACRED HEART SCHOOLS
ADDRESS:
CHICAGO, IL

RELATIONSHIP:
NONE - APPLIES TO ALL
PURPOSE OF GRANT:
GENERAL - APPLIES TO ALL
FOUNDATION STATUS OF RECIPIENT:
P - APPLIES TO ALL
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
EVANS SCHOLARS FOUNDATION
ADDRESS:
GOLF, IL

AMOUNT OF GRANT PAID .... 820.

RECIPIENT NAME:
OVARIAN CANCER
NATIONAL ALLIANCE
ADDRESS:
WASHINGTON D.C.

AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
PROSTATE CANCER
RESEARCH INSTITUTE
ADDRESS:
LOS ANGELES, CA

AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
HUNDRED CLUB OF COOK
COUNTY
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
CENACLE
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
ST. ANTHONY
CATHOLIC CHURCH
ADDRESS:
FALLS CHURCH, VA

AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
FIELD MUSEUM
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 1,500.

RECIPIENT NAME:
FESSENDEN SCHOOL
FOUNDATION
ADDRESS:
NEWTON, MA

AMOUNT OF GRANT PAID .... 7,000.

RECIPIENT NAME:
MUSEUM OF SCIENCE &
INDUSTRY
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 1,500.

RECIPIENT NAME:
LYRIC OPERA
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
CHICAGO HISTORICAL
SOCIETY
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
ST. JOHN THE
EVANGELIST
ADDRESS:
WELLESLEY, MA

AMOUNT OF GRANT PAID .... 350.

RECIPIENT NAME:
LINCOLN PARK ZOO
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 1,500.

RECIPIENT NAME:
NORTHWESTERN MEMORIAL
FOUNDATION
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
INDIAN RIVER HABITAT
FOR HUMANITY
ADDRESS:
VERO BEACH, FL

RELATIONSHIP:
NONE - APPLIES TO ALL
PURPOSE OF GRANT:
GENERAL - APPLIES TO ALL
FOUNDATION STATUS OF RECIPIENT:
P - APPLIES TO ALL
AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
CHICAGO BOTANIC GARDEN
ADDRESS:
GLENCOE, IL

AMOUNT OF GRANT PAID .... 1,900.

RECIPIENT NAME:
WETLANDS INITIATIVE
ADDRESS:
CHICAGO, IL

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
RIVERSIDE THEATER
ADDRESS:
VERO BEACH, FL

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
NATIONAL BREAST CANCER
FOUNDATION
ADDRESS:
ADDISON, TX

AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
NEW JERSEY PERFORMING
ARTS CENTER
ADDRESS:
NEWARK, NJ

AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
MAKE-A-WISH FOUNDATION
OF AMERICA
ADDRESS:
PHOENIX, AZ

AMOUNT OF GRANT PAID .... 1,500.

RECIPIENT NAME:
BERGEN PERFORMING ARTS
CENTER
ADDRESS:
ENGLEWOOD, NJ

AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
ST. JUDE CHILDREN'S
RESEARCH HOSPITAL
ADDRESS:
MEMPHIS, TN

RELATIONSHIP:
NONE - APPLIES TO ALL
PURPOSE OF GRANT:
GENERAL - APPLIES TO ALL
FOUNDATION STATUS OF RECIPIENT:
P - APPLIES TO ALL
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
ALS ASSOCIATION
ADDRESS:
NEW YORK, NY

AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
ALS THERAPY DEVELOPMENT
FOUNDATION
ADDRESS:
CAMBRIDGE, MA

AMOUNT OF GRANT PAID .... 22,570.

RECIPIENT NAME:
ACTORS FUND OF AMERICA
ADDRESS:
NEW YORK, NY

AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
ENGLEWOOD HOSPITAL
FOUNDATION
ADDRESS:
ENGLEWOOD, NJ

AMOUNT OF GRANT PAID .... 1,500.

RECIPIENT NAME:
PROJECT A.L.S.
ADDRESS:
NEW YORK, NY

AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CLOSTER VOLUNTEER
AMBULANCE & RESCUE
ADDRESS:
CLOSTER, NJ

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
FRIENDS CLOSTER PUBLIC
LIBRARY
ADDRESS:
CLOSTER, NJ

AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
JUVENILE DIABETES
RESEARCH FOUNDATION
ADDRESS:
NEW YORK, NY

AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
TENAFLY VOLUNTEER
AMBULANCE CORP.
ADDRESS:
TENEFLY, NJ

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
FAIRFIELD UNIVERSITY
ADDRESS:
FAIRFIELD, CT

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
DUMONT VOLUNTEER
AMBULANCE SERVICE
ADDRESS:
DUMONT, NJ

AMOUNT OF GRANT PAID .... 200.

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

RECIPIENT NAME:
FLAT ROCK BROOK
NATURE ASSOCIATION
ADDRESS:
ENGELWOOD, NJ

AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
TENAFLY SENOR CENTER
ADDRESS:
TENAFLY, NJ

AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
OUR LADY OF MOUNT
CARMEL CHURCH
ADDRESS:
TENAFLY, NJ

AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
SOCIETY FOR THE ADVANCEMENT
OF SEXUAL HEALTH - SASH
ADDRESS:
ATLANTA, GA

AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
DENISON UNIVERSITY
ANNUAL FUND
ADDRESS:
GRANVILLE, OH

AMOUNT OF GRANT PAID .... 300.

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

RECIPIENT NAME:
TENAFLY FIRE ASSOCIATION
ADDRESS:
TENAFLY, NJ

AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
WFUV
ADDRESS:
BONX, NJ

AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
NORTH SHORE ANIMAL LEAGUE
ADDRESS:
PORT WASHINGTON, NY

AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
JOSSELYN CENTER
ADDRESS:
NORTHFIELD, IL

AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
TABLE TO TABLE
ADDRESS:
ENGLEWOOD CLOFFS, NJ

AMOUNT OF GRANT PAID .... 1,000.

TOTAL GRANTS PAID: 152,460.

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Canada - USD							
RESEARCH IN MOTION LTD COM CUSIP 760975102							
150 000	67 54	0 00	10,131 00	10,162 50	-31 50	0 00	-31 50
SUNCOR ENERGY INC NEW COM STK CUSIP 867224107							
500 000	35 31	0 00	17,655 00	25,050 00	-7,395 00	0 00	-7,395 00
Total USD		0 00	27,786 00	35,212 50	-7,426 50	0 00	-7,426 50
Total Canada		0 00	27,786 00	35,212 50	-7,426 50	0 00	-7,426 50
Ireland - USD							
ACCENTURE PLC SHS CL A NEW CUSIP G1151C101							
500 000	41 50	0 00	20,750 00	11,735 00	9,015 00	0 00	9,015 00
COVIDIEN PLC USD0 20 CUSIP G2554F105							
300 000	47 89	0 00	14,367 00	11,559 00	2,808 00	0 00	2,808 00
Total USD		0 00	35,117 00	23,294 00	11,823 00	0 00	11,823 00
Total Ireland		0 00	35,117 00	23,294 00	11,823 00	0 00	11,823 00
Israel - USD							
ADR TEVA PHARMACEUTICAL INDS CUSIP 881624209							
300 000	56 18	0 00	16,854 00	12,785 16	4,068 84	0 00	4,068 84
Total USD		0 00	16,854 00	12,785 16	4,068 84	0 00	4,068 84
Total Israel		0 00	16,854 00	12,785 16	4,068 84	0 00	4,068 84
Switzerland - USD							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Switzerland - USD							
TRANSOCEAN LTD CUSIP H8817H100							
300 000	82 80	0 00	24,840 00	23,048 75	1,791 25	0 00	1,791 25
Total USD		0 00	24,840 00	23,048 75	1,791 25	0 00	1,791 25
Total Switzerland		0 00	24,840 00	23,048 75	1,791 25	0 00	1,791 25
United States - USD							
ABBOTT LAB COM CUSIP 002824100							
675 000	53 99	0 00	36,443 25	33,372 79	3,070 46	0 00	3,070 46
ADOBE SYS INC COM CUSIP 00724F101							
500 000	36 78	0 00	18,390 00	20,949 55	-2,559 55	0 00	-2,559 55
AIR PROD & CHEM INC COM CUSIP 009158106							
200 000	81 06	90 00	16,212 00	16,777 70	-565 70	0 00	-565 70
AMAZON COM INC COM CUSIP 023135106							
200 000	134 52	0 00	26,904 00	15,069 25	11,834 75	0 00	11,834 75
APPLE INC CUSIP 037833100							
250 000	210 86	0 00	52,715 00	18,527 50	34,187 50	0 00	34,187 50
BANK NEW YORK MELLON CORP COM STK CUSIP 064058100							
300 000	27 97	0 00	8,391 00	13,125 00	-4,734 00	0 00	-4,734 00
BAXTER INTL INC COM CUSIP 071813109							
400 000	58 68	116 00	23,472 00	19,952 00	3,520 00	0 00	3,520 00

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equity Securities							
Common stock							
United States - USD							
BECTON DICKINSON & CO COM CUSIP 075887109							
300 000	78 86	111 00	23,658 00	22,033 76	1,624 24	0 00	1,624 24
CHEVRON CORP COM CUSIP 166764100							
350 000	76 99	0 00	26,946 50	26,495 50	451 00	0 00	451 00
CISCO SYSTEMS INC CUSIP 17275R102							
2,000 000	23 94	0 00	47,880 00	48,280 65	-400 65	0 00	-400 65
COLGATE-PALMOLIVE CO COM CUSIP 194162103							
350 000	82 15	0 00	28,752 50	16,432 50	12,320 00	0 00	12,320 00
CVS CAREMARK CORP COM STK CUSIP 126650100							
350 000	32 21	0 00	11,273 50	12,791 80	-1,518 30	0 00	-1,518 30
DANAHER CORP COM CUSIP 235851102							
450 000	75 20	18 00	33,840 00	20,124 00	13,716 00	0 00	13,716 00
EMERSON ELECTRIC CO COM CUSIP 291011104							
400 000	42 60	0 00	17,040 00	17,852 00	-812 00	0 00	-812 00
EXELON CORP COM CUSIP 30161N101							
300 000	48 87	0 00	14,661 00	18,975 00	-4,314 00	0 00	-4,314 00
EXXON MOBIL CORP COM CUSIP 30231G102							
700 000	68 19	0 00	47,733 00	33 888 00	13,845 00	0 00	13,845 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
F P L GROUP INC COM CUSIP 302571104							
200 000	52 82	0 00	10,564 00	9,512 00	1,052 00	0 00	1,052 00
GENERAL DYNAMICS CORP COM CUSIP 369550108							
250 000	68 17	0 00	17,042 50	9,564 82	7,477 68	0 00	7,477 68
GENERAL ELECTRIC CO CUSIP 369604103							
1,200 000	15 13	120 00	18,156 00	47,909 76	-29,753 76	0 00	-29,753 76
GOOGLE INC CL A CL A CUSIP 38259P508							
25 000	619 98	0 00	15 499 50	10,239 00	5,260 50	0 00	5,260 50
HEWLETT PACKARD CO COM CUSIP 428236103							
500 000	51 51	40 00	25,755 00	21,235 00	4,520 00	0 00	4,520 00
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101							
250 000	130 90	0 00	32,725 00	26,777 50	5,947 50	0 00	5,947 50
ITT CORP INC COM CUSIP 450911102							
500 000	49 74	106 25	24,870 00	18,250 00	6,620 00	0 00	6,620 00
JACOBS ENGR GROUP INC COM CUSIP 469814107							
250 000	37 61	0 00	9,402 50	19,583 75	-10,181 25	0 00	-10,181 25
JOHNSON & JOHNSON COM CUSIP 478160104							
575 000	64 41	0 00	37,035 75	31,923 50	5,112 25	0 00	5,112 25

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
JPMORGAN CHASE & CO COM CUSIP 46625H100							
600 000	41 67	0 00	25,002 00	22,588 50	2,413 50	0 00	2,413 50
KELLOGG CO COM CUSIP 487836108							
425 000	53 20	0 00	22,610 00	20,687 70	1,922 30	0 00	1,922 30
KOHLS CORP COM CUSIP 500255104							
300 000	53 93	0 00	16,179 00	12,464 88	3,714 12	0 00	3,714 12
MC DONALDS CORP COM CUSIP 580135101							
500 000	62 44	0 00	31,220 00	22,460 00	8,760 00	0 00	8,760 00
MEDCO HEALTH SOLUTIONS INC COM CUSIP 58405U102							
600 000	63 91	0 00	38,346 00	17,892 00	20,454 00	0 00	20,454 00
MICROSOFT CORP COM CUSIP 594918104							
1,500 000	30 49	0 00	45,735 00	45,394 29	340 71	0 00	340 71
NATIONAL OILWELL VARCO COM STK CUSIP 637071101							
500 000	44 09	0 00	22,045 00	17,133 38	4,911 62	0 00	4,911 62
NORTHERN TRUST CORP COM CUSIP 665859104							
2,200 000	52 40	616 00	115,280 00	7,232 55	108,047 45	0 00	108,047 45
PEPSICO INC COM CUSIP 713448108							
700 000	60 80	315 00	42,560 00	33 739 00	8,821 00	0 00	8,821 00

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
United States - USD							
PG& E CORP COM CUSIP 69331C108							
300 000	44 65	126 00	13,395 00	12,045 00	1,350 00	0 00	1,350 00
PRAXAIR INC COM CUSIP 74005P104							
200 000	80 31	0 00	16,062 00	4,558 45	11,503 55	0 00	11,503 55
PROCTER & GAMBLE CO COM CUSIP 742718109							
600 000	60 63	0 00	36,378 00	22,422 05	13,955 95	0 00	13,955 95
QUALCOMM INC COM CUSIP 747525103							
300 000	46 26	0 00	13,878 00	13,572 00	306 00	0 00	306 00
SCHLUMBERGER LTD COM STK CUSIP 806857108							
400 000	65 09	84 00	26,036 00	25,690 00	346 00	0 00	346 00
SCHWAB CHARLES CORP COM NEW CUSIP 808513105							
800 000	18 82	0 00	15,056 00	11,692 52	3,363 48	0 00	3,363 48
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
450 000	20 51	0 00	9,229 50	12,630 51	-3,401 01	0 00	-3,401 01
STARBUCKS CORP COM CUSIP 855244109							
1,000 000	23 06	0 00	23,060 00	27,080 80	-4,020 80	0 00	-4,020 80
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
350 000	69 41	0 00	24 293 50	23,495 50	798 00	0 00	798 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
US BANCORP CUSIP 902973304							
700 000	22 51	35 00	15,757 00	11,248 00	4,509 00	0 00	4,509 00
VERIZON COMMUNICATIONS COM CUSIP 92343V104							
700 000	33 13	0 00	23,191 00	26 197 80	-3,006 80	0 00	-3,006 80
WAL-MART STORES INC COM CUSIP 931142103							
350 000	53 45	95 37	18,707 50	17,424 00	1,283 50	0 00	1,283 50
WALT DISNEY CO CUSIP 254687106							
700 000	32 25	245 00	22,575 00	23,873 13	-1,298 13	0 00	-1,298 13
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
600 000	26 99	0 00	16,194 00	21,126 00	-4,932 00	0 00	-4,932 00
Total USD		2,117 62	1,258,151 50	1,002,290 39	255,861 11	0 00	255,861 11
Total United States		2,117 62	1,258,151 50	1,002,290 39	255,861 11	0 00	255,861 11
Total Common Stock **28,300.000**		**2,117.62**	**1,362,748.50**	**1,096,630.80**	**266,117.70**	**0 00**	**266,117.70**
Equity funds							
Emerging Markets Region - USD							
MFB NORTHERN EMERGING MARKETS EQUITY FUND CUSIP 665162582							
4,401 450	11 04	0 00	48,592 00	42,500 00	6,092 00	0 00	6,092 00
Total USD		0 00	48,592 00	42,500 00	6,092 00	0 00	6,092 00
Total Emerging Markets Region		0 00	48,592 00	42,500 00	6,092 00	0 00	6,092 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Equity funds							
Europe, Australia, and Far East Region - USD							
MFC ISHARES TR MSCI EAFE INDEX FD CUSIP 464287465							
3,000 000	55 30	0 00	165,900 00	145,453 00	20,447 00	0 00	20,447 00
Total USD		0 00	165,900 00	145,453 00	20,447.00	0 00	20,447 00
Total Europe, Australia, and Far East Region		0 00	165,900 00	145,453 00	20,447 00	0 00	20,447 00
International Region - USD							
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
4,518 720	8 93	0 00	40,352 17	52,938 76	-12,586 59	0 00	-12,586 59
Total USD		0 00	40,352 17	52,938 76	-12,586 59	0 00	-12,586 59
Total International Region		0 00	40,352 17	52,938 76	-12,586 59	0 00	-12,586 59
United States - USD							
MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574							
4,538 500	9 38	0 00	42,571 13	45,385 00	-2,813 87	0 00	-2,813 87
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
4,625 000	8 26	0 00	38,202 50	46,250 00	-8,047 50	0 00	-8,047 50
Total USD		0 00	80,773 63	91,635 00	-10,861 37	0 00	-10,861 37
Total United States		0 00	80,773 63	91,635 00	-10,861 37	0 00	-10,861 37
Total Equity Funds							
21,083 670		**0 00**	**335,617 80**	**332,526 76**	**3,091.04**	**0 00**	**3,091.04**
Total Equity Securities							
49,383.670		**2,117.62**	**1,698,366 30**	**1,429,157.56**	**269,208.74**	**0 00**	**269,208 74**

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
United States - USD							
AMERN EXPRESS CR CORP MEDIUM TERM NTS TRANCHE # TR 00048 5 3 12-02-2015 BEO CUSIP 0258M0BZ1							1,960 95
50,000 000	103 1969	213 47	51,598 45	49,637 50	1,960 95	0 00	
Issue Date 02 Dec 05 Rate 5 30% Yield to Maturity 4 221% Maturity Date 02 Dec 15							
CISCO SYS INC 5 5% DUE 02-22-2016 CUSIP 17275RAC6							4,788 95
50,000 000	109 7899	985 41	54,894 95	50,106 00	4,788 95	0 00	
Issue Date 22 Feb 06 Rate 5 50% Yield to Maturity 3 345% Maturity Date 22 Feb 16							
GEN ELEC CAP CORP 4 25% DUE 06-15-2012 CUSIP 36962GR30							2,986 40
50,000 000	104 0188	94 44	52,009 40	49,023 00	2,986 40	0 00	
Issue Date 06 Jun 05 Rate 4 25% Yield to Maturity 2 269% Maturity Date 15 Jun 12							
GOLDMAN SACHS GROUP INC NT 4 75 DUE 07-15-2013BEO CUSIP 38141GDK7							3,098 80
50,000 000	104 6236	1,095 13	52,311 80	49,213 00	3,098 80	0 00	
Issue Date 15 Jul 03 Rate 4 75% Yield to Maturity 2 913% Maturity Date 15 Jul 13							
J P MORGAN CHASE & CO SR NT 4 5 DUE 11-15-2010 REG CUSIP 46625HBA7							1,592 15
50,000 000	103 3743	287 50	51,687 15	50,095 00	1,592 15	0 00	
Issue Date 07 Nov 03 Rate 4 50% Yield to Maturity 0 482% Maturity Date 15 Nov 10							
MERRILL LYNCH & CO INC MTN BTRANCHE # TR00432 5 45 DUE 07-15-2014 REG CUSIP 59018YTZ4							2,843 70
50,000 000	104 5014	1,256 52	52,250 70	49,407 00	2,843 70	0 00	
Issue Date 19 Jul 04 Rate 5 45% Yield to Maturity 4 267% Maturity Date 15 Jul 14							
MFB NORTHERN FUNDS BD INDEX FD CUSIP 665162533							1,176 50
9,828 620	10 31	0 00	101 333 07	100,156 57	1,176 50	0 00	
Issue Date 25 Aug 08							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
6,132 040	6 97	0 00	42,740 31	50,000 00	-7,259 69	0 00	-7,259 69
Issue Date 25 Aug 08							
MFC ISHARES TR BARCLAYS TIPS BD FD CUSIP 464287176							
200 000	103 90	0 00	20,780 00	20,432 00	348 00	0 00	348 00
Issue Date 07 Nov 08							
PROCTER & GAMBLE CO NT 3 5 DUE 02-15-2015 BEO CUSIP 742718DM8							
50,000 000	102 3014	661 11	51,150 70	50,686 00	464 70	0 00	464 70
Issue Date 06 Feb 09 Rate 3 50% Yield to Maturity 2 961% Maturity Date 15 Feb 15							
TARGET CORP NT 7 5 DUE 08-15-2010 BEO CUSIP 87612EAB2							
50,000 000	104 271	1,416 66	52,135 50	49,978 00	2,157 50	0 00	2,157 50
Issue Date 10 Aug 00 Rate 7 50% Maturity Date 15 Aug 10							
UNITED STATES TREAS NTS NT 3 625% DUE 08-15-2019 REG CUSIP 912828LJ7							
50,000 000	98 3125	684 61	49,156 25	50,816 61	-1,660 36	0 00	-1,660 36
Issue Date 15 Aug 09 Rate 3 625% Yield to Maturity 3 78% Maturity Date 15 Aug 19							
US OF AMER TREAS BONDS 2 625 DUE 04-30-2016 REG CUSIP 912828KR0							
50,000 000	96 8984	224 79	48,449 20	49,945 51	-1,496 31	0 00	-1,496 31
Issue Date 30 Apr 09 Rate 2 625% Yield to Maturity 3 005% Maturity Date 30 Apr 16							
US OF AMER TREAS NOTES 3 75 DUE 11-15-2018 REG CUSIP 912828JR2							
50,000 000	99 9922	243 43	49,996 10	51,033 40	-1,037 30	0 00	-1,037 30
Issue Date 15 Nov 08 Rate 3 75% Yield to Maturity 3 646% Maturity Date 15 Nov 18							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
United States - USD							
UTD STATES TREAS 3 25% DUE 06-30-2016 CUSIP 912828KZ2							
50,000 000	100 2891	4 48	50,144 55	50,265 83	-121 28	0 00	-121 28
Issue Date 30 Jun 09 Rate 3 25% Yield to Maturity 3 05% Maturity Date 30 Jun 16							
WACHOVIA CORP NEW 5 35% DUE 03-15-2011 CUSIP 929903BJ0							
50,000 000	104 2714	787 63	52,135 70	50,116 50	2,019 20	0 00	2,019 20
Issue Date 09 Mar 06 Rate 5 35% Yield to Maturity 1 513% Maturity Date 15 Mar 11							
WAL-MART STORES 4 125% DUE 02-15-2011 CUSIP 931142BV4							
50,000 000	103 5847	779 16	51,792 35	49,121 50	2,670 85	0 00	2,670 85
Issue Date 18 Feb 04 Rate 4 125% Yield to Maturity 0 724% Maturity Date 15 Feb 11							
Total USD		8,734 34	884,566 18	870,033 42	14,532 76	0 00	14,532 76
Total United States		8,734 34	884,566 18	870,033 42	14,532 76	0 00	14,532 76
Total Corporate/Government **716,160.660**		**8,734 34**	**884,566 18**	**870,033.42**	**14,532.76**	**0.00**	**14,532 76**
Total Fixed Income Securities **716,160 660**		**8,734.34**	**884,566.18**	**870,033.42**	**14,532.76**	**0.00**	**14,532.76**
Real Estate							
Real estate funds							
United States - USD							
MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD CUSIP 665162541							
5,034 280	7 13	0 00	35 894 41	55,212 71	-19,318 30	0 00	-19,318 30

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Real Estate							
Real estate funds							
Total USD		0 00	35,894 41	55,212 71	-19,318 30	0 00	-19,318 30
Total United States		0 00	35,894 41	55,212 71	-19,318 30	0 00	-19,318 30
Total Real Estate Funds **5,034 280**		**0.00**	**35,894.41**	**55,212.71**	**-19,318.30**	**0.00**	**-19,318.30**
Total Real Estate **5,034 280**		**0.00**	**35,894 41**	**55,212 71**	**-19,318.30**	**0.00**	**-19,318.30**
Commodities							
Commodities							
United States - USD							
MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107							
200 000	107 31	0 00	21,462 00	17,669 84	3,792 16	0 00	3,792 16
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
3,161 970	8 28	0 00	26,181 11	20,309 48	5,871 63	0 00	5,871 63
Total USD		0 00	47,643 11	37,979 32	9,663 79	0 00	9,663 79
Total United States		0 00	47,643 11	37,979 32	9,663 79	0 00	9,663 79
Total Commodities **3,361 970**		**0.00**	**47,643 11**	**37,979.32**	**9,663.79**	**0 00**	**9,663.79**
Total Commodities **3,361.970**		**0 00**	**47,643.11**	**37,979.32**	**9,663.79**	**0.00**	**9,663 79**

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	1 46	142,950 81	142,950 81	0 00	0 00	0 00
Total short term - all currencies		1 46	142,950 81	142,950 81	0 00	0 00	0 00
Total short term - all countries		1 46	142,950 81	142,950 81	0 00	0 00	0 00
Total Short Term							
142,950.810		**1.46**	**142,950 81**	**142,950.81**	**0.00**	**0.00**	**0 00**
Total Cash and Short Term Investments							
142,950.810		**1.46**	**142,950.81**	**142,950.81**	**0.00**	**0.00**	**0.00**
Total							
916,891.390		**10,853.42**	**2,809,420.81**	**2,535,333.82**	**274,086.99**	**0.00**	**274,086.99**