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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

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. See Specific Instructions.	Name of foundation THEOPHIL & AMANDA APRILL FAMILY FOUNDATION		A Employer identification number 38-3002691
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 101 N. MAIN ST., 7TH FLOOR		B Telephone number (734) 663-2445
	City or town, state, and ZIP code ANN ARBOR, MI 48104		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 ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,237,343. (Part I, column (d) must be on cash basis.)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____			

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		35,855.		N/A	
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		47,279.	47,279.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		32,296.			
b Gross sales price for all assets on line 6a 458,130.					
7 Capital gain net income (from Part IV, line 2)			32,296.		
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)					
11 Other income		475.	475.		STATEMENT 2
12 Total Add lines 1 through 11		115,905.	80,050.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		4,904.	0.		4,904.
b Accounting fees STMT 4		6,570.	0.		6,570.
c Other professional fees STMT 5		7,816.	0.		7,816.
17 Interest					
18 Taxes STMT 6		1,575.	875.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		2,326.	0.		2,326.
24 Total operating and administrative expenses Add lines 13 through 23		23,191.	875.		21,616.
25 Contributions, gifts, grants paid		70,000.			70,000.
26 Total expenses and disbursements Add lines 24 and 25		93,191.	875.		91,616.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		22,714.			
b Net investment income (if negative, enter -0-)			79,175.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		119,476.	91,570.	91,570.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 8		543,246.	515,780.	754,621.
	c	Investments - corporate bonds STMT 9		190,483.	227,401.	232,027.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 10		127,239.	168,407.	159,125.	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		980,444.	1,003,158.	1,237,343.	
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				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
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. ▶ ☒					
	27	Capital stock, trust principal, or current funds		613,328.	613,328.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		71,970.	71,970.	
	29	Retained earnings, accumulated income, endowment, or other funds		295,146.	317,860.	
30	Total net assets or fund balances		980,444.	1,003,158.		
31	Total liabilities and net assets/fund balances		980,444.	1,003,158.		

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	980,444.
2	Enter amount from Part I, line 27a	2	22,714.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,003,158.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,003,158.

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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 SALE OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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 458,130.		425,834.	32,296.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			32,296.
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	32,296.
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) If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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 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	68,773.	1,084,079.	.063439
2007	60,391.	1,157,936.	.052154
2006	58,616.	1,102,623.	.053161
2005	55,294.	1,102,805.	.050139
2004	51,929.	1,103,582.	.047055

2 Total of line 1, column (d)	2	.265948
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	.053190
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,137,936.
5 Multiply line 4 by line 3	5	60,527.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	792.
7 Add lines 5 and 6	7	61,319.
8 Enter qualifying distributions from Part XII, line 4	8	91,616.

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

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 letter if necessary-see instructions)	1	792.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	792.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	5	792.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	583.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	583.
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	209.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
1c 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 ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
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		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		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ <u>MI</u>		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► KATHLEEN L. WEBER Telephone no ► Located at ► 1341 REGENTS PARK COURT, ANN ARBOR, MI ZIP+4 ► 48108-5931			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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? If "Yes," list the years ►	☐ Yes ☒ No	
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 instructions)	N/A	2b
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)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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

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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)?

☐ 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 instructions)?

N/A

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?

N/A

☐ 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?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
KATHLEEN L. WEBER 1341 REGENTS PARK COURT ANN ARBOR, MI 48108	PRESIDENT/DIRECTOR 0.10	0.	0.	0.
RUTH P. APRILL 2005 PEBBLEVIEW COURT ANN ARBOR, MI 48108	VICE PRESIDENT/DIRECTOR 0.10	0.	0.	0.
WILLIAM C. BURR 13045 W. 525 SOUTH ROAD COLUMBUS, IN 47201	SECRETARY/DIRECTOR 0.10	0.	0.	0.
BRIAN T. APRILL 4616 CONNAUGHT COURT CANTON, MI 48187	TREASURER/DIRECTOR 0.10	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

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

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	N/A	
2		
3		
4		

Part IX-B	Summary of Program-Related Investments
------------------	---

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

Amount

1	N/A	
2		
	All other program-related investments See instructions	
3		

Total. Add lines 1 through 3

0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	1,043,872.
b	Average of monthly cash balances	1b	111,393.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,155,265.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,155,265.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	17,329.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,137,936.
6	Minimum investment return. Enter 5% of line 5	6	56,897.

Part XI Distributable Amount (see 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	56,897.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	792.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	792.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	56,105.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	56,105.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	56,105.

Part XII Qualifying Distributions (see 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	91,616.
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	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	91,616.
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	5	792.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	90,824.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				56,105.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			29,504.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 91,616.				
a Applied to 2008, but not more than line 2a			29,504.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				56,105.
e Remaining amount distributed out of corpus	6,007.			
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	6,007.			
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	6,007.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009	6,007.			

Form 990-PF (2009)

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
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	47,279.	
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				18	475.	
8 Gain or (loss) from sales of assets other than inventory				18	32,296.	
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)			0.		80,050.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13	80,050.

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

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[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
N/A		

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.

Sign Here	Signature of officer or trustee	Date	Title
	<i>Kathleen Luther</i>	5/10/10	President

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number
	Firm's name (or yours if self-employed), address, and ZIP code DELOITTE TAX LLP 101 N. MAIN ST., SUITE 600 ANN ARBOR, MI 48104-1411	5/5/10		

EIN	Phone no
	(734) 769-6200

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

THEOPHIL & AMANDA APRILL
FAMILY FOUNDATION

Employer identification number

38-3002691

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

THEOPHIL & AMANDA APRILL
FAMILY FOUNDATION

Employer identification number

38-3002691

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THEOPHIL APRILL JR. IRREVOCABLE TRUST BANK OF ANN ARBOR, 125 S. FIFTH AVENUE ANN ARBOR, MI 48104	\$ 35,855.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BOAA DIVIDEND INCOME	33,928.	0.	33,928.
BOAA INTEREST INCOME	13,351.	0.	13,351.
TOTAL TO FM 990-PF, PART I, LN 4	47,279.	0.	47,279.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	372.	372.	
IRS DEPOSIT	103.	103.	
TOTAL TO FORM 990-PF, PART I, LINE 11	475.	475.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MILLER, CANFIELD, PADDOCK & STONE	4,904.	0.		4,904.
TO FM 990-PF, PG 1, LN 16A	4,904.	0.		4,904.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE & TOUCHE LLP	6,570.	0.		6,570.
TO FORM 990-PF, PG 1, LN 16B	6,570.	0.		6,570.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK OF ANN ARBOR - MGMT FEE	7,816.	0.		7,816.
TO FORM 990-PF, PG 1, LN 16C	7,816.	0.		7,816.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	875.	875.		0.
EXCISE TAXES	700.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,575.	875.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSE	66.	0.		66.
INSURANCE PREMIUM	2,260.	0.		2,260.
TO FORM 990-PF, PG 1, LN 23	2,326.	0.		2,326.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	515,780.	754,621.
TOTAL TO FORM 990-PF, PART II, LINE 10B	515,780.	754,621.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	227,401.	232,027.
TOTAL TO FORM 990-PF, PART II, LINE 10C	227,401.	232,027.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	FMV	168,407.	159,125.
TOTAL TO FORM 990-PF, PART II, LINE 13		168,407.	159,125.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ARBOR HOSPICE FOUNDATION 2366 OAK VALLEY DR. ANN ARBOR, MI 48103	MEDICAL	501(C)(3)	10,000.
ST. ANDREWS EPISCOPAL CHURCH 306 N. DIVISION ANN ARBOR, MI 48104	HUMANITARIAN	501(C)(3)	5,000.
DAWN FARM 6633 STONEY CREEK RD. YPSILANTI, MI 48198	HUMANITARIAN	501(C)(3)	7,000.
ELE'S PLACE 1145 WEST OAKLAND AVE LANSING, MI 48915	HUMANITARIAN	501(C)(3)	7,000.
FAMILY LIFE SERVICES 2950 PACKARD ROAD YPSILANTI, MI 48197	HUMANITARIAN	501(C)(3)	7,000.
HOPE DENTAL CLINIC & MEDICAL CLINIC P.O. BOX 980311 YPSILANTI, MI 48198	MEDICAL	501(C)(3)	30,000.
NEUTRAL ZONE 310 E. WASHINGTON ANN ARBOR, MI 48104	HUMANITARIAN	501(C)(3)	4,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			70,000.

December 01, 2009 To December 31, 2009

Account Name : Aprill Family Foundation Agency

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
<u>Cash Equivalents</u>							
58,822.5	BOAA Trust Cash Equivalent	58,822.50	100.00	58,822.50	29.41	0.05%	4.75%
Totals				58,822.50	29.41	0.05%	4.75%
<u>Certificate Of Deposit - Other</u>							
35,000	M & I Marshall & Isley Bk CD	32,611.29	0.93	32,611.29	1,435.00	4.40%	2.64%
Totals				32,611.29	1,435.00	4.40%	2.64%
<u>U S Government Notes & Bonds</u>							
15,000	United States Treasury Notes	15,414.60	106.63	15,993.75	750.00	4.69%	1.29%
30,000	United States Treasury Notes	30,393.30	107.72	32,315.64	1,275.00	3.95%	2.61%
Totals				48,309.39	2,025.00	4.19%	3.90%
<u>U S Government Agency Bonds</u>							
30,000	Federal Home Loan Bank	29,925.00	108.69	32,606.25	1,425.00	4.37%	2.64%
Totals				32,606.25	1,425.00	4.37%	2.64%
<u>Corporate Bonds</u>							
50,000	Fifth Third Bank	50,080.00	100.40	50,198.45	2,100.00	4.18%	4.06%
50,000	National Rural Utility Bond	50,900.00	102.67	51,333.90	2,187.50	4.26%	4.15%
25,000	General Electric Capital Cor	25,688.25	104.15	26,037.13	1,093.75	4.20%	2.10%
25,000	GE Capital Internotes	25,000.00	94.17	23,542.03	1,275.00	5.42%	1.90%
Callable semiannually beginning 10/15/2009 @ \$100							
Totals				151,111.51	6,656.25	4.40%	12.21%
<u>Common Stock</u>							
400	Adobe Systems Inc	13,900.00	36.78	14,712.00	0.00	0.00%	1.19%
400	Avon Products, Inc	14,024.00	31.50	12,600.00	336.00	2.67%	1.02%
600	Bristol Myers Squibb CO.	8,229.67	25.25	15,150.00	768.00	5.07%	1.22%
800	Consolidated Edison, Inc	17,104.70	45.43	36,344.00	1,888.00	5.19%	2.94%
750	Corning Inc.	9,980.15	19.31	14,482.50	150.00	1.04%	1.17%

Port Sum and Holdings - HLDCTB

Page 8

December 01, 2009 To December 31, 2009

Account Name : Aprill Family Foundation Agency

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
800	DTE Energy Company	34,287.07	43.59	34,872.00	1,696.00	4.86%	2.82%
1,000	Exxon Mobil	9,911.93	68.19	68,190.00	1,680.00	2.46%	5.51%
275	Foster Wheeler Ltd	8,267.57	29.44	8,096.00	0.00	0.00%	0.65%
1,200	General Electric Co.	6,219.00	15.13	18,156.00	480.00	2.64%	1.47%
400	Intl Business Machines Corp	10,992.50	130.90	52,360.00	880.00	1.68%	4.23%
900	Medtronic Inc Com	13,589.40	43.98	39,582.00	738.00	1.86%	3.20%
200	Merck & Co Inc , New Com	3,573.32	36.54	7,308.00	304.00	4.16%	0.59%
4,000	Pfizer Inc	29,652.67	18.19	72,760.00	2,880.00	3.96%	5.88%
1,147	Progress Energy, Inc.	48,568.34	41.01	47,038.47	2,844.56	6.05%	3.80%
175	United Technologies Corp	11,946.45	69.41	12,146.75	269.50	2.22%	0.98%
366	Verizon Communications	11,383.82	33.13	12,125.58	695.40	5.73%	0.98%
Totals		251,630.59		465,923.30	15,609.46	3.35%	37.65%
Common Stock Foreign							
200	American Movil SAB de CV	9,264.02	46.98	9,396.00	90.77	0.97%	0.76%
328	BP P L C	14,836.15	57.97	19,014.16	1,102.08	5.80%	1.54%
200	Goldcorp, Inc	8,856.56	39.34	7,868.00	36.00	0.46%	0.64%
250	Nestle SA ADR SPON	12,433.00	48.56	12,140.28	201.00	1.66%	0.98%
1,500	Royal Dutch Shell PLC	29,795.89	60.11	90,165.00	4,284.00	4.75%	7.29%
200	Siemens A G ADR	19,642.00	91.70	18,340.00	351.10	1.91%	1.48%
200	Telefonica SA	17,054.00	83.52	16,704.00	689.44	4.13%	1.35%
Totals		111,881.62		173,627.44	6,754.39	3.89%	14.04%
Rights/Warrants							
900	PGN Contingent Value Obligations Expires 3/15/2007	490.50	0.15	135.00	0.00	0.00%	0.01%
Totals		490.50		135.00	0.00	0.00%	0.01%
Exchange Traded Fund - Fixed							
1,200	Eaton Vance Limited Duration	22,881.87	14.90	17,880.00	1,667.52	9.33%	1.45%
Port Sum and Holdings - HLDCB							Page 9

December 01, 2009 To December 31, 2009

Account Name : Aprill Family Foundation Agency

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
1,200	Eaton Vance Short Duration Diversified Inc Fd	23,008.83	16.12	19,344.00	1,296.00	6.70%	1.56%
500	Evergreen International Balanced Income	10,720.60	14.13	7,065.00	388.50	5.50%	0.57%
Totals		56,611.30		44,289.00	3,352.02	7.57%	3.58%
Exchange Traded Fund - Global							
304	Kayne Anderson Energy Total Return Fund Inc.	7,525.41	23.10	7,022.40	583.68	8.31%	0.57%
Totals		7,525.41		7,022.40	583.68	8.31%	0.57%
Mutual Fund - Fixed Income							
2,674,111	Oppenheimer International Bond Fd Cl Y	18,050.25	6.40	17,114.31	675.21	3.95%	1.38%
1,035,948	Pimco Low Duration Institutional Fund	10,524.60	10.29	10,659.90	220.84	2.07%	0.86%
645,986	Pimco Total Return Bond Fund	7,034.79	10.80	6,976.65	241.14	3.46%	0.56%
2,620,545	TCW Total Return Bond Fd Cl I	25,000.00	9.91	25,969.60	2,439.73	9.39%	2.10%
1,501,207	Templeton Global Bond Fund	17,393.49	12.69	19,050.32	854.94	4.49%	1.54%
685,853	Vanguard Inflation Protected Sec Fd	8,792.63	12.55	8,607.46	146.77	1.71%	0.70%
2,750,275	Vanguard Intern-Term Investment-Grade Ad	25,000.00	9.62	26,457.65	1,204.13	4.55%	2.14%
Totals		111,795.76		114,835.89	5,782.76	5.04%	9.28%
Mutual Fund - Balanced							
837,609	Thornburg Investment Income Builder Class I	17,879.00	17.95	15,035.08	942.81	6.27%	1.22%
Totals		17,879.00		15,035.08	942.81	6.27%	1.22%
Mutual Fund - Equity							
862,366	Alger Capital Appreciation Inst'l Fund	17,305.15	18.25	15,738.18	27.16	0.17%	1.27%
56,399	Dodge & Cox Stock Fund	8,347.72	96.14	5,422.20	67.40	1.24%	0.44%
1,152,444	Janus Contrarian Class J Shares	21,518.40	13.19	15,200.68	6.19	0.04%	1.23%
809,666	Janus Orion Class J Shares	10,856.03	9.99	8,088.56	2.42	0.03%	0.65%
Totals		58,027.30		44,449.62	103.17	0.23%	3.59%

Port Sum and Holdings - HLDCTB

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December 01, 2009 To December 31, 2009

Account Name : Aprill Family Foundation Agency

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
<u>Mutual Fund - Foreign</u>							
329 023	Artio International Equity Fd CII	14,772.57	28.24	9,291.61	708.27	7.62%	0.75%
316 585	Dodge & Cox International Stock Fund	13,777.28	31.85	10,083.23	138.03	1.37%	0.81%
261 474	Janus Overseas Class J Shares	14,200.31	42.50	11,112.65	38.53	0.35%	0.90%
543 231	Matthews Asian Growth and Income Fund	10,373.24	15.77	8,566.75	238.48	2.78%	0.69%
505 312	William Blair International Growth Fd Class N	15,222.01	18.55	9,373.54	57.44	0.61%	0.76%
Totals				48,427.78	1,180.75	2.44%	3.91%
Total Investments		1,003,021.83		1,237,206.45	45,879.70	3.71%	100.00%
Plus Net Cash				0.00			
Total Market Value				1,237,206.45			