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
LUX FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O STEPHEN M. FISHER & ASSOCIATES LLP
11414 W. PARK PLACE, SUITE 107

City or town, state, and ZIP code
MILWAUKEE, WI 53224-3500

A Employer identification number 39-1618778

B Telephone number (see page 10 of the instructions) (414) 359-9066

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 5,683,415.98

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	75,000.00			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	933.70	933.70	933.70	
	4 Dividends and interest from securities	230,237.32	230,237.32	230,237.32	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-159,264.96			
	b Gross sales price for all assets on line 6a 1,622,032.64				
	7 Capital gain net income (from Part IV, line 2)		0.00		
	8 Net short-term capital gain			0.00	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	146,906.06	231,171.02	231,171.02	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.00	0.00	0.00	0.00
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,685.00	0.00	0.00	2,685.00
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	31,232.37	28,905.19	28,905.19	2,327.19
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	6,482.49	1,335.56	1,335.56	0.00
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10.00	0.00	0.00	10.00
	24 **Total operating and administrative expenses.** Add lines 13 through 23	40,409.86	30,240.75	30,240.75	5,022.19
	25 Contributions, gifts, grants paid	273,000.00			273,000.00
	26 **Total expenses and disbursements** Add lines 24 and 25	313,409.86	30,240.75	30,240.75	278,022.19
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-166,503.80			
	b **Net investment income** (if negative, enter -0-)		200,930.27		
	c **Adjusted net income** (if negative, enter -0-)			200,930.27	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	242,860.62	28,227.22	28,227.22
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			34,926.91
	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 ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	1,154,761.86	1,308,824.14	1,346,559.29
	b Investments - corporate stock (attach schedule)	1,577,358.73	1,880,033.69	2,426,038.00
	c Investments - corporate bonds (attach schedule)	2,143,315.00	1,573,799.23	1,480,183.00
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	198,940.62	348,940.62	367,481.56
	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)	5,317,236.83	5,139,824.90	5,683,415.98
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)	0.00	0.00	
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	5,317,236.83	5,139,824.90	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	0.00	0.00	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	5,317,236.83	5,139,824.90	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,317,236.83	5,139,824.90	

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	5,317,236.83
2 Enter amount from Part I, line 27a	2	-166,503.80
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,150,733.03
5 Decreases not included in line 2 (itemize) ▶ ATTACHMENT 1	5	10,908.13
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,139,824.90

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 SCHEDULE			
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	-159,264.96
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	0.00

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	203,034.33	5,951,597.85	0.034114
2007	304,495.00	6,403,736.50	0.047550
2006	160,282.02	5,983,163.68	0.026789
2005	236,435.63	6,091,979.08	0.038811
2004	411,026.80	5,953,715.47	0.069037

2 Total of line 1, column (d)	2	0.216301
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	0.043260
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,300,027.76
5 Multiply line 4 by line 3	5	229,279.20
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,009.30
7 Add lines 5 and 6	7	231,288.50
8 Enter qualifying distributions from Part XII, line 4	8	278,022.19

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	2,009.30
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	2,009.30
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.00
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,009.30
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 6,200.00		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.00		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.00		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	6,200.00
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	4,190.70
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 4,190.70 **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?	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) ▶ WI,			
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 ▶ THE PRIVATEBANK Telephone no ▶ 312 904-2359

Located at ▶ 70 W. MADISON, SUITE 200 CHICAGO, IL ZIP + 4 ▶ 60602

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		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))					
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)			2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*			3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?			4b		X

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

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

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
STATEMENT		0.00	0.00	0.00

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

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

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

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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 (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		

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 N/A	
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	5,116,717.40
b	Average of monthly cash balances	1b	223,956.50
c	Fair market value of all other assets (see page 24 of the instructions)	1c	40,064.94
d	**Total** (add lines 1a, b, and c)	1d	5,380,738.84
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	0.00
3	Subtract line 2 from line 1d	3	5,380,738.84
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	80,711.08
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,300,027.76
6	**Minimum investment return.** Enter 5% of line 5	6	265,001.39

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	265,001.39
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,009.30		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,009.30
3	Distributable amount before adjustments Subtract line 2c from line 1			3	262,992.09
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	262,992.09
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	262,992.09

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	278,022.19
b	Program-related investments - total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.00
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.00
b	Cash distribution test (attach the required schedule)	3b	0.00
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	278,022.19
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	2,009.30
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	276,012.89

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				262,992.09
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			271,609.78	
b Total for prior years 20 07 ,20 06 ,20 05				
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 0.00				
f Total of lines 3a through e	0.00			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 278,022.19				
a Applied to 2008, but not more than line 2a			271,609.78	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				6,412.41
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.00			0.00
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
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				256,579.68
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.00			
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 0.00				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

SEE ATTACHED DETAIL

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*				
STATEMENT				273,000.00
Total . . . . ▶ **3a**				273,000.00
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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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			14	933.70	
4 Dividends and interest from securities			14	230,237.32	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-159,264.96	
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)				71,906.06	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 71,906.06

(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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

[signature] 05/05/2010 SECRETARY

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
[signature]	05/05/2010		P00444391

Firm's name (or yours if self-employed), address, and ZIP code	STEPHEN M. FISHER & ASSOCIATES LLP 11414 W. PARK PLACE, SUITE 107 MILWAUKEE, WI 53224-3500	EIN ▶ 20-1985825 Phone no 414 359-9066

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LUX FOUNDATION, INC. 39-1618778

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

LINE 1 - CONTRIBUTIONS, GIFTS, GRANTS ETC.

NAME AND ADDRESS	DATE	DESCRIPTION	COST	MARKET VALUE AT TIME OF GIFT
Matthew Byram Manger-Lynch Irrevocable Trust created under trust agreement dated December 26, 1989 11414 W. Park Place, Suite 107 Milwaukee, WI 532247-3500	2009	CASH	75,000.00	75,000.00
		TOTAL	**75,000.00**	**75,000.00**

LUX FOUNDATION, INC. 39-1618778

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

	DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSES
LINE 3 -	INCOME ON SAVINGS AND TEMPORARY CASH INVESTMENTS				
	FEDERATED CASH RESERVES	3.01	3.01	3.01	
	GOLDMAN SACHS FINANCIAL SQUARE	0.29	0.29	0.29	
	PRIVATE BANK MONEY MARKET FUND	92.43	92.43	92.43	
	PRIVATEBANK RESERVE SWEEP	837.97	837.97	837.97	
	TOTAL	**933.70**	**933.70**	**933.70**	
	INTEREST AND DIVIDENDS FROM SECURITIES				
	INTEREST INCOME				
	U.S. TREASURY NOTE 5.000%/2011	5,000.00	5,000.00	5,000.00	
	U.S. TREASURY NOTE 1.650%/2018	(454.11)	(454.11)	(454.11)	
	U.S. TREASURY 06/18/2009	193.33	193.33	193.33	
	U.S. TREASURY NOTE 1.625%				
	INFLATION PROTECTED NOTE/2018	880.66	880.66	880.66	
	ACCRUAL ADJUSTMENTS	11,151.00	11,151.00	11,151.00	
	AMERICAN GENERAL CORPORATION, NOTE 7.500%/2010	4,718.75	4,718.75	4,718.75	
	AMERICAN EXPRESS CO., SENIOR NOTE 5.250%/2011	5,250.00	5,250.00	5,250.00	
	BANK OF AMERICA, SUBORDINATED NOTE 7.800%/2010	7,800.00	7,800.00	7,800.00	
	BELLSOUTH CORPORATION, NOTE 4.750%/2012	2,388.20	2,388.20	2,388.20	
	BOEING CAPITAL CORPORATION, NOTE 6.350%/2012	6,350.00	6,350.00	6,350.00	
	E.I. DUPONT DE NEMOURS & CO., NOTE 6.875%/2009	6,875.00	6,875.00	6,875.00	
	FEDERAL HOME LOAN MORTGAGE CORPORATION, DEBENTURE 3.750%/2010	3,453.12	3,453.12	3,453.12	
	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 4.400%/2010	1,210.00	1,210.00	1,210.00	
	FEDERAL FARM CREDIT BANKS, 1.850%/2011	955.83	955.83	955.83	
	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 5.375%/2011	8,062.50	8,062.50	8,062.50	
	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 3.000%/2010	1,500.00	1,500.00	1,500.00	

LUX FOUNDATION, INC. 39-1618778

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

DESCRIPTION INTEREST AND DIVIDENDS FROM SECURITIES	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSES
INTEREST INCOME (CONTINUED)				
FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 4.400%/2010	3,287.78	3,287.78	3,287.78	
FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 4.500%/2012	4,000.00	4,000.00	4,000.00	
GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 5.000%/2011	5,000.00	5,000.00	5,000.00	
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6.000%/2028	815.91	815.91	815.91	
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #780009 9.000%/2009	1.29	1.29	1.29	
HSBC FINANCE CORPORATION, MEDIUM TERM NOTE 5.400%/2009	8,100.00	8,100.00	8,100.00	
IBM CORPORATION, MEDIUM TERM NOTE 5.390%/2009	2,695.00	2,695.00	2,695.00	
ELI LILLY & CO, SENIOR UNSECURED NOTES 3.550%/2012	1,745.42	1,745.42	1,745.42	
LODI, NEW JERSEY SCHOOL DISTRICT, REFUNDING BOND 4.200%/2010	8,400.00	8,400.00	8,400.00	
MANITOWOC, WISCONSIN, SCHOOL DISTRICT, PROMISSORY NOTE 5.100%/2011	3,825.00	3,825.00	3,825.00	
PRINCIPAL LIFE, INC., NOTE 5.200%/2010	5,200.00	5,200.00	5,200.00	
PROCTER & GAMBLE CO., GLOBAL NOTE 6.875%/2009	10,312.50	10,312.50	10,312.50	
ROSEMONT, ILLINOIS FACILITIES FACILITIES IMPROVEMENT BOND 4.860%/2010	4,860.00	4,860.00	4,860.00	
SKOKIE, ILLINOIS, BOND 5.375%/2012	8,062.50	8,062.50	8,062.50	
TARGET CORPORATION, NOTE 6.350%/2011	9,525.00	9,525.00	9,525.00	
WAL-MART STORES, INC., NOTE 6.875%/2009	13,750.00	13,750.00	13,750.00	
WAL-MART STORES, INC., NOTE 7.250%/2013	10,875.00	10,875.00	10,875.00	
WISCONSIN GAS COMPANY, NOTE 5.500%/2009	4,125.00	4,125.00	4,125.00	
TOTAL INTEREST INCOME	169,914.68	169,914.68	169,914.68	

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSES
INTEREST AND DIVIDENDS FROM SECURITIES				
DIVIDEND INCOME				
ABBOTT LABORATORIES	400.00	400.00	400.00	
ACCENTURE, LTD.	2,250.00	2,250.00	2,250.00	
AMERICAN EXPRESS COMPANY	1,080.00	1,080.00	1,080.00	
AT&T, INC.	6,150.00	6,150.00	6,150.00	
CBS CORP, CLASS B	1,665.00	1,665.00	1,665.00	
COCA-COLA COMPANY	2,624.00	2,624.00	2,624.00	
CONOCOPHILLIPS	3,820.00	3,820.00	3,820.00	
WALT DISNEY COMPANY (HOLDING COMPANY)	1,050.00	1,050.00	1,050.00	
DOVER CORPORATION	1,020.00	1,020.00	1,020.00	
EXXON MOBIL CORPORATION	1,909.00	1,909.00	1,909.00	
ENCANA CORPORATION	1,440.00	1,440.00	1,440.00	
GENERAL ELECTRIC COMPANY	2,583.00	2,583.00	2,583.00	
HOUGHTON ROYALTY TRUST	1,962.56	1,962.56	1,962.56	
ILLINOIS TOOL WORKS, INC.	2,728.00	2,728.00	2,728.00	
ISHARES MSCI EAFE INDEX FUND	991.47	991.47	991.47	
JOHNSON & JOHNSON	3,630.00	3,630.00	3,630.00	
KINDER MORGAN ENERGY PARTNERS L.P.	2,100.00	2,100.00	2,100.00	
LOWES COMPANIES, INC.	270.00	270.00	270.00	
MICROSOFT CORPORATION	2,080.00	2,080.00	2,080.00	
NESTLE S.A. (ADR)	2,465.67	2,465.67	2,465.67	
NOKIA CORPORATION (SPON. ADR)	1,637.54	1,637.54	1,637.54	
PEPSICO, INC.	169.00	169.00	169.00	
PROCTOR & GAMBLE, CO.	7,052.00	7,052.00	7,052.00	
PROLOGIS TRUST, SBI	375.00	375.00	375.00	
SOUTHERN COMPANY	875.00	875.00	875.00	
STRYKER CORPORATION	150.00	150.00	150.00	
SYSCO CORPORATION	1,056.00	1,056.00	1,056.00	
VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	605.58	605.58	605.58	
WALGREEN COMPANY	1,387.50	1,387.50	1,387.50	
3M COMPANY	2,448.00	2,448.00	2,448.00	
TOTAL DIVIDEND INCOME	57,974.32	57,974.32	57,974.32	
INCOME AND CAPITAL GAINS DISTRIBUTIONS FROM MUTUAL FUNDS				
VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	458.32	458.32	458.32	
PLUM CREEK TIMBER CO., INC.	1,890.00	1,890.00	1,890.00	
	2,348.32	2,348.32	2,348.32	

FORM 990-PF, PART I - ANALYSIS OF REVENUE AND EXPENSES

	DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	DISBURSEMENTS FOR CHARITABLE PURPOSES
			SUMMARY		
	TOTAL INTEREST INCOME	169,914.68	169,914.68	169,914.68	
	TOTAL DIVIDEND INCOME	57,974.32	57,974.32	57,974.32	
	TOTAL CAPITAL GAINS DISTRIBUTIONS	2,348.32	2,348.32	2,348.32	
	TOTAL	**230,237.32**	**230,237.32**	**230,237.32**	
LINE 16a	LEGAL FEES				
	STEPHEN M. FISHER & ASSOCIATES LLP, ATTORNEY'S FEES AND DISBURSEMENTS	**2,685.00**	**NONE**	**NONE**	**2,685.00**
LINE 16c	OTHER PROFESSIONAL FEES				
	BANK OF AMERICA, AGENCY/CUSTODY FEES	3,175.19	1,587.60	1,587.60	1,587.60
	THE PRIVATE BANK, AGENCY/CUSTODY FEES	1,479.18	739.59	739.59	739.59
	LODESTAR INVESTMENT COUNSEL, INC., INVESTMENT MANAGEMENT FEES	26,578.00	26,578.00	26,578.00	NONE
	TOTAL	**31,232.37**	**28,905.19**	**28,905.19**	**2,327.19**
LINE 18	TAXES				
	U.S. TREASURY, 2009 EXCISE TAX INVESTMENT INCOME	5,146.93	NONE	NONE	**NONE**
	FOREIGN TAXES WITHHELD AT SOURCE	1,335.56	1,335.56	1,335.56	**NONE**
	TOTAL	**6,482.49**	**1,335.56**	**1,335.56**	**NONE**
LINE 23 -	OTHER EXPENSES				
	DEPARTMENT OF FINANCIAL INSTITUTIONS, ANNUAL REPORT FILING FEE	**10.00**	**NONE**	**NONE**	**10.00**

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10a INVESTMENTS / U.S. AND STATE GOVERNMENT OBLIGATIONS

		Description	ENDING BOOK VALUE	ENDING MARKET VALUE
$	100,000	U.S. TREASURY NOTE 5.000%/2011	100,726.20	104,801.00
$	150,000	U.S. TREASURY NOTE 1.650% INFLATION PROTECTED NOTE/2018	153,961.09	153,550.50
$	100,000	U.S. TREASURY NOTE 1.625% INFLATION PROTECTED NOTE/2018	99,143.85	102,367.00
$	100,000	U.S. TREASURY NOTE 1.625% INFLATION PROTECTED NOTE/2018	105,288.44	102,367.00
$	11,151	U.S. TREASURY NOTE 1.625% INFLATION PROTECTED NOTE/2018 CUMULATIVE ACCRUAL ADJUSTMENTS	11,151.00	11,414.94
$	150,000	FEDERAL HOME LOAN MORTGAGE CORPORATION, DEBENTURE 3.750%/2010	150,205.22	152,674.50
$	150,000	FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 5.375%/2011	149,117.25	161,719.50
$	14,289.35	GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6.000%/2028	13,178.22	14,289.35
$	200,000	LODI, NEW JERSEY SCHOOL DISTRICT, REFUNDING BOND 4.200%/2010	200,175.30	200,928.00
$	75,000	MANITOWOC, WISCONSIN, SCHOOL DISTRICT, PROMISSORY NOTE 5.100%/2011	75,415.69	78,019.50
$	100,000	ROSEMONT, ILLINOIS FACILITIES IMPROVEMENT, BOND 4.860%/2010	100,000.00	101,507.00
$	150,000	SKOKIE, ILLINOIS, BOND 5.375%/2012	150,461.88	162,921.00
		TOTAL U.S. AND STATE GOVERNMENT OBLIGATIONS	**1,308,824.14**	**1,346,559.29**

LINE 10b INVESTMENTS / CORPORATE STOCK

COMMON STOCK

1,000	SHS.	ABBOTT LABORATORIES	45,860.00	53,990.00
2,000	SHS.	ACCENTURE, LTD.	52,210.40	83,000.00
1,000	SHS.	ACCENTURE, LTD.	23,520.00	41,500.00
1,000	SHS.	AMERICAN EXPRESS COMPANY	30,320.39	40,520.00
500	SHS.	AMERICAN EXPRESS COMPANY	19,210.00	20,260.00
2,000	SHS.	AT&T, INC.	63,037.20	56,060.00
1,000	SHS.	AT&T, INC.	26,943.10	28,030.00
1,000	SHS.	AT&T, INC.	23,560.00	28,030.00
2,000	SHS.	CISCO SYSTEMS, INC.	47,098.20	47,880.00

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10b		INVESTMENTS / CORPORATE STOCK (CONTINUED)	ENDING BOOK VALUE	ENDING MARKET VALUE
1,000	SHS.	CISCO SYSTEMS, INC.	22,799.90	23,940.00
1,000	SHS.	CISCO SYSTEMS, INC.	18,680.00	23,940.00
1,200	SHS.	COCA-COLA COMPANY	53,139.72	68,400.00
800	SHS.	COCA-COLA COMPANY	38,944.00	45,600.00
1,402	SHS.	CONOCOPHILLIPS	39,473.95	71,600.14
598	SHS.	CONOCOPHILLIPS	18,888.37	30,539.86
1,000	SHS.	DOVER CORPORATION	31,442.00	41,610.00
1,000	SHS.	EXXON MOBIL CORPORATION	32,430.00	68,190.00
150	SHS.	EXXON MOBIL CORPORATION	5,067.00	10,228.50
1,500	SHS.	GENERAL ELECTRIC COMPANY	38,385.00	22,695.00
600	SHS.	GENERAL ELECTRIC COMPANY	1.00	9,078.00
550	SHS.	GENERAL ELECTRIC COMPANY	865.61	8,321.50
500	SHS.	GENERAL ELECTRIC COMPANY	16,635.00	7,565.00
2,000	SHS.	HOUGHTON ROYALTY TRUST	49,930.80	32,160.00
1,000	SHS.	HOUGHTON ROYALTY TRUST	24,034.30	16,080.00
2,200	SHS.	ILLINOIS TOOL WORKS, INC.	76,641.62	105,578.00
2,000	SHS.	ISHARES EAFE INDEX FUND	101,999.40	110,560.00
1,000	SHS.	JOHNSON & JOHNSON	61,590.00	64,410.00
500	SHS.	JOHNSON & JOHNSON	31,285.00	32,205.00
500	SHS.	JOHNSON & JOHNSON	27,380.00	32,205.00
1,000	SHS.	KINDER MORGAN ENERGY PARTNERS, L.P.	50,904.10	60,980.00
3,000	SHS.	LOWES COMPANIES, INC.	60,799.80	70,170.00
2,000	SHS.	MICROSOFT CORPORATION	77,506.53	60,960.00
1,000	SHS.	MICROSOFT CORPORATION	25,990.00	30,480.00
1,000	SHS.	MICROSOFT CORPORATION	22,165.20	30,480.00
2,000	SHS.	NESTLE, S.A. (SPON. ADR)	43,439.74	97,122.00
3,000	SHS.	NOKIA CORPORATION (SPON. ADR)	40,538.70	38,550.00
1,000	SHS.	NOKIA CORPORATION (SPON. ADR)	12,521.90	12,850.00
900	SHS.	PROCTER & GAMBLE COMPANY	1,407.20	54,567.00
850	SHS.	PROCTER & GAMBLE COMPANY	718.65	51,535.50
775	SHS.	PROCTER & GAMBLE COMPANY	655.24	46,988.25
760	SHS.	PROCTER & GAMBLE COMPANY	-	46,078.80
675	SHS.	PROCTER & GAMBLE COMPANY	570.70	40,925.25
140	SHS.	PROCTER & GAMBLE COMPANY	112.43	8,488.20
2,000	SHS.	SOUTHERN COMPANY	62,539.80	66,640.00
2,500	SHS.	SYSCO CORPORATION	51,123.82	69,850.00
1,200	SHS.	SYSCO CORPORATION	40,470.00	33,528.00
1,500	SHS.	STRYKER CORPORATION	74,480.10	75,555.00
1,200	SHS.	WALGREEN COMPANY	53,512.80	44,064.00
300	SHS.	WALGREEN COMPANY	11,613.69	11,016.00
500	SHS.	WALGREEN COMPANY	17,299.65	18,360.00
1,000	SHS.	WALGREEN COMPANY	25,170.00	36,720.00

FORM 990-PF, PART II - BALANCE SHEETS

LINE 10b INVESTMENTS / CORPORATE STOCK (CONTINUED)

3,000	SHS.	WALT DISNEY COMPANY	70,519.14	96,750.00
700	SHS.	3M COMPANY	54,697.09	57,869.00
500	SHS.	3M COMPANY	38,570.45	41,335.00
		TOTAL CORPORATE STOCKS	**1,858,698.69**	**2,426,038.00**

LINE 10c INVESTMENTS / CORPORATE BONDS

$	100,000	AMERICAN EXPRESS CO., SENIOR NOTE 5.250%/2011	101,334.53	104,860.00
$	100,000	BANK OF AMERICA, SUBORDINATED NOTE 7.800%/2010	100,563.72	100,714.00
$	100,000	BELLSOUTH CORPORATION, NOTE 4.750%/2012	103,767.84	106,781.00
$	100,000	BOEING CAPITAL CORPORATION, NOTE 6.350%/2012	104,319.28	106,074.00
$	100,000	GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 5.000%/2011	99,816.94	105,626.00
$	100,000	GENERAL ELECTRIC CAPITAL CORPORATION, NOTE 4.000%/2012	100,000.00	102,557.00
$	200,000	HOWARD HUGHES MEDICAL CENTER, NOTE 3.450%/2014	200,900.86	202,658.00
$	100,000	ELI LILLY & CO, SENIOR UNSECURED NOTES 3.550%/2012	100,709.57	104,069.00
$	100,000	PRINCIPAL LIFE, INC., NOTES 5.200%/2010	100,879.67	103,305.00
$	100,000	SEA RIVER MARITIME, INC., DEBENTURE 0%/2012	92,473.38	92,833.00
$	150,000	TARGET CORPORATION, NOTE 6.350%/2011	150,751.21	158,394.00
$	150,000	TRIBUNE COMPANY, MEDIUM TERM NOTE 5.670%/2008	162,343.50	19,275.00
$	150,000	WAL-MART STORES, INC., NOTE 7.250%/2013	155,938.73	173,037.00
		TOTAL CORPORATE BONDS	**1,573,799.23**	**1,480,183.00**

LINE 13 OTHER INVESTMENTS

MUTUAL FUNDS

13,526.657	SHS.	ARTISAN FUNDS / ARTISAN SMALL CAP FUND	159,543.65	184,638.87
442.677	SHS.	ARTISAN FUNDS / ARTISAN SMALL CAP FUND	7,729.13	6,042.54
276.842	SHS.	ARTISAN FUNDS / ARTISAN SMALL CAP FUND	5,016.39	3,778.89

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FORM 990-PF, PART II - BALANCE SHEETS

LINE 13 OTHER INVESTMENTS (CONTINUED)

1,584.619	SHS.	ARTISAN FUNDS / ARTISAN SMALL CAP FUND	26,383.91	21,630.05
28.799	SHS.	ARTISAN FUNDS / ARTISAN SMALL CAP FUND	267.54	393.11
14,258.550	SHS.	VANGUARD SHORT-TERM INVESTMENT GRADE BOND FUND	150,000.00	150,998.10
		TOTAL OTHER INVESTMENTS	**348,940.62**	**367,481.56**

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

SHORT-TERM CAPITAL GAIN AND (LOSS)

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
$ 100,000 FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 3.000%/2010	P	2/22/2008	2/19/2009	100,000.00	100,000.00	-
$ 200,000 FEDERAL FARM CREDIT BANKS, 1.850%/2011	P	5/7/2009	2/4/2009	200,000.00	200,000.00	-
$ 200,000 WAL-MART STORES, INC., NOTE 3.800%/2009	P	2/20/2008	8/10/2009	200,000.00	211,140.00	(11,140.00)
TOTAL SHORT-TERM CAPITAL GAIN AND (LOSS)						**(11,140.00)**

LONG-TERM CAPITAL GAIN AND (LOSS)

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
AMORTIZATION AND RETURN OF PRINCIPAL						
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #485049 6.000%/2028	P	VAR.	VAR.	407.83	366.57	41.26
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION, POOL #780009 9.000%/2009	P	VAR.	VAR.	87.31	96.07	(8.76)
$ 150,000 AMERICAN GENERAL CORPORATION, NOTE 7.500%/2010	P	VAR.	1/12/2009	142,875.00	165,589.50	(22,714.50)
$ 150,000 WISCONSIN GAS COMPANY, NOTE 5.500%/2009	P	3/15/2007	1/15/2009	150,000.00	151,120.50	(1,120.50)
$ 100,000 IBM CORPORATION, MEDIUM TERM NOTE 5.390%/2009	P	VAR.	1/22/2009	100,000.00	102,838.00	(2,838.00)
1,000 SHS. VIACOM, INC., CLASS B	P	VAR.	2/9/2009	15,187.11	47,927.32	(32,740.21)
500 SHS. VIACOM, INC., CLASS B	P	2/22/2006	2/9/2009	8,133.56	21,052.40	(12,918.84)
1,500 SHS. PROLOGIS TRUST, SBI	P	VAR.	2/20/2009	9,846.99	29,343.95	(19,496.96)
3,000 SHS. CBS CORPORATION, CLASS B	P	5/12/2008	6/16/2009	23,027.41	73,958.10	(50,930.69)
1,500 SHS. CBS CORPORATION, CLASS B	P	9/16/2008	6/16/2009	11,513.70	25,356.45	(13,842.75)
SECURITIES LITIGATION PROCEEDS, AIG	P	VAR.	7/21/2009	172.16		172.16
$ 150,000 HSBC FINANCE CORPORATION, MEDIUM TERM NOTE 5.400%/2009	P	8/15/2009	8/4/2006	150,000.00	150,000.00	-
130 SHS. PEPSICO, INC.	P	VAR.	8/18/2009	7,296.21	261.48	7,034.73
1,500 SHS. PLUM CREEK TIMBER CO., INC.	P	VAR.	8/27/2009	46,509.60	38,234.50	8,275.10
$ 150,000 PROCTER & GAMBLE CO., GLOBAL NOTE 6.875%/2009	P	VAR.	9/15/2009	150,000.00	160,890.00	(10,890.00)

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

LONG-TERM CAPITAL GAIN AND (LOSS)

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS OF SALE	COST OR OTHER BASIS	GAIN OR (LOSS)
$ 100,000 E.I. DUPONT DE NEMOURS & CO., NOTE 6.875%/2009	P	11/6/2008	10/15/2009	100,000.00	102,155.00	(2,155.00)
700 SHS. ZIMMER HOLDINGS, INC.	P	VAR.	11/12/2009	38,641.10	47,697.44	(9,056.34)
1,200 SHS. ENCANA CORPORATION	P	2/22/2006	11/16/2009	67,536.66	50,581.32	16,955.34
$ 100,000 FEDERAL NATIONAL MORTGAGE ASSOCIATION, DEBENTURE 4.400%/2010	P	12/17/2009	12/8/2008	100,798.00	102,689.00	(1,891.00)
TOTAL LONG-TERM CAPITAL GAIN AND (LOSS)						(148,124.96)
NET GAIN OR (LOSS) FROM SALE OF ASSETS						**(159,264.96)**
GROSS SALES PRICE FOR ALL ASSETS					**1,622,032.64**	

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

NAME AND ADDRESS	TITLE	TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS AND EXPENSE ACCOUNTS
BARBARA E. MANGER 3318 N. LAKE DRIVE MILWAUKEE, WI 53211	PRESIDENT / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
ROBERT E. MANGER 687 EL RANCHO ROAD SANTA BARBARA, CA 93108	VICE PRESIDENT / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
WILLIAM H. LYNCH 3318 N. LAKE DRIVE MILWAUKEE, WI 53211	TREASURER / DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
STEPHEN M. FISHER 11414 W. PARK PLACE MILWAUKEE, WI 53202-5306	SECRETARY	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE
LUKE M. LYNCH P.O. BOX 12197 JACKSON, WY 83002	DIRECTOR	AS REQUIRED BUT LESS THAN FULL TIME	NONE	NONE

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 1A - 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.

BARBARA E. MANGER 3318 N. LAKE DRIVE MILWAUKEE, WI 53211	LUKE M. LYNCH P.O. BOX 12197 JACKSON, WY 83002

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR.

RECIPIENT NAME AND ADDRESS (AND RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR)	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARTISTS WORKING IN EDUCATION MILWAUKEE, WISCONSIN BARBARA E. MANAGER IS A DIRECTOR OF ARTISTS WORKING IN EDUCATION.	PUBLIC CHARITY	UNRESTRICTED GRANT	20,000.00
BAY BEACH WILDLIFE SANCTUARY GREEN BAY, WISCONSIN (NONE)	PUBLIC CHARITY	GRANT FOR OPERATIONS	10,000.00
BELLIN SCHOOL OF NURSING GREEN BAY, WISCONSIN (NONE)	PUBLIC CHARITY	SCHOLARSHIP FUND	25,000.00
BOYS & GIRLS CLUBS GREEN BAY, WISCONSIN (NONE)	PUBLIC CHARITY	GRANT FOR OPERATIONS	20,000.00
CAMP MANITO-WISH YMCA BOULDER JUNCTION, WISCONSIN (NONE)	PUBLIC CHARITY	ACE CAMPERSHIP ENDOWMENT	10,000.00
CENTER FOR DEAF-BLIND PERSONS MILWAUKEE, WISCONSIN (NONE)	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000.00
CENTER FOR RESILIENT CITIES MADISON, WISCONSIN	PUBLIC CHARITY	GRANT TO GREATER JOHNSON'S PARK INITIATIVE	50,000.00
CONSERVATION FUND WASHINGTON, D.C. (NONE)	PUBLIC CHARITY	UPPER MICHIGAN PROGRAMS	7,500.00
CONSERVATION FUND WASHINGTON, D.C. (NONE)	PUBLIC CHARITY	WYOMING PROGRAMS	7,500.00

LUX FOUNDATION, INC. 39-1618778

FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR (CONTINUED)

FRIENDS OF MILWAUKEE'S RIVERS MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	
THE GATHERING MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000.00
GATHERING WATERS CONSERVANCY MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	3,000.00
GRAND AVENUE CLUB MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000.00
THE GUESTHOUSE MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	5,000.00
KEEWENAW LAND TRUST HOUGHTON, MICHIGAN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	7,500.00
MILWAUKEE RIVERKEEPER MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000.00
NATURAL RESOURCES FOUNDATION OF WISCONSIN MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR ENDANGERED SPECIES PROGRAMS	20,000.00
NORTH COUNTRY TRAIL ASSOCIATION LOWELL, MICHIGAN	PUBLIC CHARITY	GRANT FOR IMPROVEMENTS	5,000.00
PLOUGHSHARES FUND SAN FRANCISCO, CALIFORNIA	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000.00
RIVER REVITALIZATION FUND MADISON, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000.00
ST. NORBERT COLLEGE DE PERE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT TO MANGER SCHOLARSHIP FUND	12,500.00
FRIENDS OF MWANGAZA ROCK ISLAND, ILLINOIS	PUBLIC CHARITY	UNRESTRICTED GRANT	5,000.00

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FORM 990-PF, PART XV - SUPPLEMENTARY INFORMATION

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING YEAR (CONTINUED)

TROUT UNLIMITED MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	7,500.00
URBAN ECOLOGY CENTER MILWAUKEE, WISCONSIN [NONE]	PUBLIC CHARITY	GRANT FOR OPERATIONS	10,000.00
WEST TOWN BIKES CHICAGO, IL [NONE]	PUBLIC CHARITY	UNRESTRICTED GRANT	7,500.00
WILDERNESS INQUIRY MINNEAPOLIS, MINNESOTA [NONE]	PUBLIC CHARITY	GRANT FOR SCHOLARSHIPS	5,000.00
		TOTAL	**273,000.00**

LUX FOUNDATION, INC. 39-1618778

ATTACHMENT 1

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

DESCRIPTION		AMOUNT
BASIS ADJUSTMENTS		10,908.13
	TOTAL	10,908.13