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: W E RUEBUSH FOUNDATION 03704070

A Employer identification number: 42-6125502

Number and street (or P O. box number if mail is not delivered to street address): C/O U S BANK NA, P O BOX 2043 | Room/suite

B Telephone number (see page 10 of the instructions): (319) 235-3282

City or town, state, and ZIP code: MILWAUKEE, WI 53201-9668

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: [X] 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)* ▶ $ 1,322,860.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(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 ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	214.	214.		STMT 1
	4 Dividends and interest from securities	36,753.	35,734.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-56,207.			
	b Gross sales price for all assets on line 6a 333,579.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	-19,240.	35,948.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	NONE	NONE		NONE
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 3	438.	NONE	NONE	438.
	b Accounting fees (attach schedule) STMT 4	750.	NONE	NONE	750.
	c Other professional fees (attach schedule) STMT 5	15,393.	15,393.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6	670.	315.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 7	938.			938.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	18,189.	15,708.	NONE	2,126.
	25 Contributions, gifts, grants paid	33,163.			33,163.
	26 **Total expenses and disbursements** Add lines 24 and 25	51,352.	15,708.	NONE	35,289.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-70,592.			
	b **Net investment income** (if negative, enter -0-)		20,240.		
	c **Adjusted net income** (if negative, enter -0-)				

RECEIVED
MAY 1 9 2010
OGDEN, UT
IRS-OSC
1134

SCANNED MAY 21 2010

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	747.		
2	Savings and temporary cash investments	92,586.	41,461.	41,461.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule) STMT 8	241,868.	111,495.	113,595.
b	Investments - corporate stock (attach schedule) STMT 9	456,053.	471,648.	541,430.
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 13	523,761.	620,867.	623,996.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 14)	926.	2,378.	2,378.
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,315,941.	1,247,849.	1,322,860.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds	1,315,941.	1,247,849.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	1,315,941.	1,247,849.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,315,941.	1,247,849.	

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	1,315,941.
2	Enter amount from Part I, line 27a	2	-70,592.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 15	3	2,500.
4	Add lines 1, 2, and 3	4	1,247,849.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,247,849.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-55,539.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2008	29,543.	1,359,273.	0.02173441244
2007	129,053.	1,595,771.	0.08087187949
2006	103,614.	1,574,156.	0.06582193887
2005	58,914.	1,510,262.	0.03900912557
2004	124,951.	1,515,720.	0.08243672974

2 **Total** of line 1, column (d)	2	0.28987408611
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	0.05797481722
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,183,782.
5 Multiply line 4 by line 3	5	68,630.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	202.
7 Add lines 5 and 6	7	68,832.
8 Enter qualifying distributions from Part XII, line 4	8	35,289.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	405.
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	405.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	405.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 800.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	800.
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	395.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 395. **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)? *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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 16			
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 ▶ U/S. BANK NA Telephone no. ▶ (319)235-3282

Located at ▶ P.O. BOX 88, WATERLOO, IA ZIP + 4 ▶ 50704-0088

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** No: X

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** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		-0-	-0-	-0-

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services . . . ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,118,638.
b	Average of monthly cash balances	1b	83,171.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	1,201,809.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,201,809.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	18,027.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,183,782.
6	**Minimum investment return.** Enter 5% of line 5	6	59,189.

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	59,189.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	405.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	405.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	58,784.
4	Recoveries of amounts treated as qualifying distributions			4	2,500.
5	Add lines 3 and 4			5	61,284.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	61,284.

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	35,289.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	35,289.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	35,289.

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.

42-6125502

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				61,284.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			NONE	
b	Total for prior years 20 07 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2009				
a	From 2004 . . . NONE				
b	From 2005 . . . NONE				
c	From 2006 . . . 10,880.				
d	From 2007 . . . 50,438.				
e	From 2008 . . . NONE				
f	**Total** of lines 3a through e	61,318.			
4	Qualifying distributions for 2009 from Part XII, line 4. ▶ $ 35,289.				
a	Applied to 2008, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				35,289.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	25,995.			25,995.
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	35,323.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	35,323.			
10	Analysis of line 9				
a	Excess from 2005 . . . NONE				
b	Excess from 2006 . . . NONE				
c	Excess from 2007 . . . 35,323.				
d	Excess from 2008 . . . NONE				
e	Excess from 2009 . . . NONE				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 19

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 24				
Total . . . . ▶ **3a**				33,163.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	214.	
4 Dividends and interest from securities			14	36,753.	
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	-56,207.	
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)				-19,240.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 -19,240.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 5-12-10 — Title

Paid Preparer's Use Only

Preparer's signature	Date 05/10/2010	Check if self-employed ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	U.S. BANK NA 811 E WISCONSIN AVE MILWAUKEE, WI 53201-9668	EIN ▶	Phone no. 414-765-5187

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					111.	
		25. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					07/02/2007	01/28/2009
1,361.00		1,357.00					4.00	
		15. AFFILIATED MANAGERS GROUP INC PROPERTY TYPE: SECURITIES					07/09/2008	01/08/2009
663.00		1,280.00					-617.00	
		708.955 AMERICAN CENTURY INTERNATIONAL B PROPERTY TYPE: SECURITIES					07/09/2008	01/28/2009
9,500.00		10,819.00					-1,319.00	
		69. APACHE CORP PROPERTY TYPE: SECURITIES					08/08/2003	01/08/2009
5,588.00		2,226.00					3,362.00	
		69. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES					01/08/2009	01/28/2009
5,508.00		5,337.00					171.00	
		57. B M C SOFTWARE INC PROPERTY TYPE: SECURITIES					03/13/2008	01/08/2009
1,495.00		1,970.00					-475.00	
		119. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES					01/08/2009	02/20/2009
2,729.00		3,128.00					-399.00	
		215. BEST BUY CO INC PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
6,261.00		9,621.00					-3,360.00	
		84. BOSTON PPTYS INC PROPERTY TYPE: SECURITIES					02/29/2008	01/08/2009
4,523.00		7,242.00					-2,719.00	
		137. BURGER KING HOLDINGS INC PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
3,101.00		3,600.00					-499.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		23. C H ROBINSON WORLDWIDE INC PROPERTY TYPE: SECURITIES					07/09/2008	01/28/2009
1,061.00		1,291.00					-230.00	
		112. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES					07/09/2008	11/11/2009
3,395.00		4,372.00					-977.00	
		75. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					08/05/2004	01/08/2009
3,980.00		2,859.00					1,121.00	
		59. CORNING INC PROPERTY TYPE: SECURITIES					07/09/2008	01/08/2009
633.00		1,236.00					-603.00	
		170. DISNEY WALT CO PROPERTY TYPE: SECURITIES					05/20/2008	01/08/2009
3,823.00		5,851.00					-2,028.00	
		37. DOW CHEM CO PROPERTY TYPE: SECURITIES					03/03/2006	01/28/2009
493.00		1,621.00					-1,128.00	
		22. DUN & BRADSTREET CORPORATION PROPERTY TYPE: SECURITIES					01/08/2009	01/28/2009
1,618.00		1,685.00					-67.00	
		64. EMERSON ELEC CO PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
2,331.00		3,042.00					-711.00	
		351.247 AMERICAN EUROPACIFIC GRTH A PROPERTY TYPE: SECURITIES					09/23/2003	01/08/2009
10,000.00		9,575.00					425.00	
		23. EXELON CORPORATION PROPERTY TYPE: SECURITIES					08/05/2004	01/08/2009
1,260.00		819.00					441.00	
		75. FAMILY DOLLAR STORES PROPERTY TYPE: SECURITIES					01/08/2009	01/28/2009
2,120.00		2,103.00					17.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		115. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					02/04/2008	03/03/2009
5,188.00		5,296.00					-108.00	
		101. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					08/24/2005	01/08/2009
3,749.00		2,730.00					1,019.00	
		31. I T T CORPORATION PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
1,517.00		2,000.00					-483.00	
		50. I T T CORPORATION PROPERTY TYPE: SECURITIES					06/03/2004	01/08/2009
2,446.00		2,023.00					423.00	
		147. INTERSIL CORPORATION PROPERTY TYPE: SECURITIES					07/09/2008	01/08/2009
1,367.00		3,512.00					-2,145.00	
		415. ISHARES S&P SMALLCAP 600 INDEX E T PROPERTY TYPE: SECURITIES					02/11/2008	01/28/2009
16,910.00		25,211.00					-8,301.00	
		173. J P MORGAN CHASE CO PROPERTY TYPE: SECURITIES					12/26/2007	01/08/2009
4,661.00		7,735.00					-3,074.00	
		5000. JACKSONVILLE FLA ELEC 6.8% 7/01/ PROPERTY TYPE: SECURITIES					12/04/1999	07/01/2009
5,000.00		5,117.00					-117.00	
		48. M E M C ELECTR MATLS INC PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
787.00		2,369.00					-1,582.00	
		35. MASTERCARD INC PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
5,238.00		8,276.00					-3,038.00	
		86. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
3,690.00		4,131.00					-441.00	

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

Kind of Property / Gross sale price less expenses of sale	Depreciation allowed/ allowable	Description / Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	P or D	Date acquired / Gain or (loss)	Date sold
		127. MEDTRONIC INC PROPERTY TYPE: SECURITIES					07/09/2008	01/08/2009
4,077.00		6,707.00					-2,630.00	
		722.216 NEUBERGER BERMAN GENESIS INSTL F PROPERTY TYPE: SECURITIES					09/04/2008	01/28/2009
20,908.00		32,789.00					-11,881.00	
		90. PENNEY J C COMPANY INC PROPERTY TYPE: SECURITIES					07/09/2008	01/08/2009
1,952.00		3,290.00					-1,338.00	
		100. PENNEY J C COMPANY INC PROPERTY TYPE: SECURITIES					05/13/2005	01/08/2009
2,169.00		4,810.00					-2,641.00	
		200. PEPSI BOTTLING GROUP INC PROPERTY TYPE: SECURITIES					10/01/2008	01/08/2009
4,468.00		5,796.00					-1,328.00	
		36. PHILIP MORRIS INTL PROPERTY TYPE: SECURITIES					07/09/2008	11/03/2009
1,723.00		1,953.00					-230.00	
		17. POLO RALPH LAUREN CORP PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
752.00		1,225.00					-473.00	
		15. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
953.00		1,461.00					-508.00	
		172. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					07/09/2008	06/11/2009
8,985.00		11,053.00					-2,068.00	
		75. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					06/22/2007	06/11/2009
3,918.00		4,604.00					-686.00	
		11. RESEARCH IN MOTION PROPERTY TYPE: SECURITIES					09/04/2008	01/08/2009
502.00		1,205.00					-703.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		24. ROCKWELL COLLINS INC PROPERTY TYPE: SECURITIES					08/25/2008	01/08/2009
949.00		1,228.00					-279.00	
		51. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES					05/12/2004	01/08/2009
2,256.00		1,443.00					813.00	
		120. SOUTHWEST AIRLINES CO PROPERTY TYPE: SECURITIES					07/02/2007	11/03/2009
979.00		1,800.00					-821.00	
		97. STANLEY WKS PROPERTY TYPE: SECURITIES					02/04/2008	01/08/2009
3,425.00		4,886.00					-1,461.00	
		53. STANLEY WKS PROPERTY TYPE: SECURITIES					02/04/2008	11/03/2009
2,529.00		2,670.00					-141.00	
		51. STATE STR CORP PROPERTY TYPE: SECURITIES					01/08/2009	02/05/2009
1,351.00		2,155.00					-804.00	
		264. SUPERVALU INC PROPERTY TYPE: SECURITIES					07/09/2008	01/08/2009
4,576.00		8,575.00					-3,999.00	
		197. SYMANTEC CORP PROPERTY TYPE: SECURITIES					09/04/2008	01/08/2009
2,749.00		4,298.00					-1,549.00	
		325. TD AMERITRADE HLDG CORP PROPERTY TYPE: SECURITIES					01/11/2008	12/15/2009
6,008.00		6,279.00					-271.00	
		51. TARGET CORPORATION PROPERTY TYPE: SECURITIES					03/13/2008	01/08/2009
1,909.00		2,575.00					-666.00	
		50000. U S TREASURY NT 4.875% 5/15 PROPERTY TYPE: SECURITIES					05/16/2006	05/15/2009
50,000.00		49,863.00					137.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50000. U S TREASURY NT 4.625% 2/29 PROPERTY TYPE: SECURITIES					05/30/2007	11/03/2009
54,043.00		49,619.00					4,424.00	
		25000. U S TREASURY NT 2.125% 1/31 PROPERTY TYPE: SECURITIES					02/15/2008	01/08/2009
25,427.00		25,111.00					316.00	
		9. WAL MART STORES INC PROPERTY TYPE: SECURITIES					01/08/2009	01/28/2009
439.00		462.00					-23.00	
		54. WAL MART STORES INC PROPERTY TYPE: SECURITIES					01/04/2006	01/28/2009
2,632.00		2,498.00					134.00	
		8. ALCON INC PROPERTY TYPE: SECURITIES					07/09/2008	01/08/2009
729.00		1,329.00					-600.00	
		. SECURITIES LITIGATION PROCEEDS FROM AI PROPERTY TYPE: SECURITIES						06/24/2009
145.00							145.00	
		. BRISTOL-MYERS SQUIBB SECURITIES LITIGA PROPERTY TYPE: SECURITIES						01/29/2009
95.00							95.00	
		. SECURITIES LITIGATION PROCEEDS FROM TY PROPERTY TYPE: SECURITIES						03/25/2009
824.00							824.00	
TOTAL GAIN(LOSS)		....					-55,539.	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONEY MARKET FUND		214.	214.
	TOTAL	214.	214.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STOCKS, BONDS, FUNDS		36,753.	35,734.
	TOTAL	36,753.	35,734.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	438.			438.
TOTALS	438.	NONE	NONE	438.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
U.S. BANK, N.A., TAX PREP FEE	750.			750.
TOTALS	750.	NONE	NONE	750.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGT FEES	15,393.	15,393.
TOTALS	15,393.	15,393.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	315.	315.
U S EXCISE TAXES	355.	
TOTALS	670.	315.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
LIABILITY INSURANCE	938.	938.
TOTALS	938.	938.

W E RUEBUSH FOUNDATION 03704070 42-6125502

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
U S TREASURY NOTE 4.875% 5/09	49,863.		
U S TREASURY NOTE 4.875% 4/11	49,711.	49,711.	52,664.
JACKSONVILLE FL ELEC 6.8% 7/12	17,341.	11,561.	10,859.
U S TREASURY NOTE 4.625% 2/12	49,619.		
U S TREASURY NOTE 2.125% 1/10	75,334.	50,223.	50,072.
TOTALS	241,868.	111,495.	113,595.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ACE LTD		9,953.	10,181.
ACCENTURE LTD	9,983.	9,983.	12,699.
AMGEN INC		7,553.	7,298.
APACHE CORP	3,032.	6,812.	9,801.
APPLE INC	8,947.	8,947.	18,544.
BEST BUY COMPANY INC	9,621.		
CISCO SYS INC	16,840.	16,839.	18,745.
CONOCOPHILLIPS	6,596.	3,736.	5,005.
DOW CHEM CO	1,621.		
EXELON CORP	3,170.	2,350.	3,225.
EXXON MOBIL CORP	11,065.	11,065.	15,684.
GENERAL ELEC CO	14,169.	14,169.	6,203.
HEWLETT PACKARD CO	10,781.	8,051.	14,114.
HOME DEPOT INC	9,345.	14,855.	16,635.
I T T CORPORATION	6,044.	2,021.	2,487.
INTEL CORP	7,788.	7,788.	8,792.
LOWE'S COS INC	1,659.	2,955.	2,924.
MCGRAW-HILL COS INC		2,849.	4,189.
MICROSOFT CORP	5,498.	5,498.	6,462.
PENNEY J C COMPANY INC	8,100.		
PEPSICO INC	7,982.	7,982.	12,160.
PFIZER INC	1,527.	6,314.	7,076.
QUALCOMM INC	886.	886.	1,064.
SCHLUMBERGER LTD	4,810.	3,367.	7,746.
TEXAS INSTRUMENTS INC	6,560.	6,560.	7,740.
3M CO	7,805.	7,805.	8,680.
UNITED TECHNOLOGIES CORP	6,636.	6,636.	13,882.
WAL MART STORES INC	2,498.	14,107.	14,699.
WELLS FARGO & CO	4,484.	4,484.	4,723.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ABBOTT LABS	12,210.	10,853.	10,798.
AMERICAN TOWER CORP	11,707.	11,707.	12,574.
BRISTOL-MYERS SQUIBB CO	11,850.	11,850.	11,590.
COMCAST CORP CL A		5,694.	5,766.
J P MORGAN CHASE & CO	17,569.	9,834.	10,459.
ORACLE CORP	10,767.	10,767.	14,276.
PROCTER & GAMBLE CO	15,656.		
SOUTHWEST AIRLS CO	1,800.		
TARGET CORP	4,416.	3,132.	3,628.
WEATHERFORD INTL LTD	3,923.	3,923.	2,525.
AFFILIATED MANAGERS GROUP INC	1,280.		
B M C SOFTWARE INC	5,306.	3,336.	3,809.
BAXTER INTL INC	1,439.	1,439.	1,291.
BOSTON PROPERTIES INC	7,254.		
BURGER KING HOLDINGS INC	5,045.	2,489.	1,882.
C H ROBINSON WORLDWIDE INC	1,291.		
CVS/CAREMARK CORP	4,372.		
CA INC	4,082.	4,082.	4,088.
CELGENE CORP	1,212.	1,212.	947.
CORNING INC	1,236.		
DISNEY WALT CO	10,085.	4,234.	3,967.
ECOLAB INC	2,400.	2,400.	2,452.
EMERSON ELEC CO	8,365.	8,840.	9,031.
GILEAD SCIENCES INC	5,296.		
ILLINOIS TOOL WORKS INC	7,085.	7,085.	6,719.
INTL BUSINESS MACHINES CORP	10,718.	10,718.	11,519.
INTERSIL CORP	3,512.		
INTUIT INC	1,212.	1,212.	1,383.
M E M C ELECTR MTLS INC	2,369.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MASTERCARD INC	8,276.		
MEDCO HEALTH SOLUTIONS INC	7,837.	3,706.	4,985.
MEDTRONIC INC	11,565.	4,859.	4,046.
MONSANTO CO	1,340.	4,475.	4,087.
NIKE INC CL B	3,545.	3,545.	3,898.
OCCIDENTAL PETE CORP	7,738.	7,738.	7,647.
PEPSI BOTTLING GROUP INC	10,144.	4,347.	5,625.
PHILIP MORRIS INTL INC	1,953.		
POLO RALPH LAUREN CORP	1,225.		
PRECISION CASTPARTS CORP	1,461.		
ROCKWELL COLLINS INC	1,228.		
ST JUDE MED INC	7,529.	7,529.	6,584.
STANLEY WKS	7,556.		
SUPERVALU INC	8,575.		
SYMANTEC CORP	4,298.		
T J X COS INC	7,863.	7,863.	8,041.
TD AMERITRADE HLDG CORP	6,279.		
TRANSOCEAN LTD	2,870.	2,870.	1,822.
ALCON INC	1,329.		
RESEARCH IN MOTION LTD	2,538.	4,911.	5,065.
AFLAC INC		5,850.	10,406.
BECTON DICKINSON & CO		2,819.	3,233.
COCA COLA COMPANY		7,037.	7,125.
EXPRESS SCRIPTS INC		1,433.	2,247.
FAMILY DOLLAR STORES		4,907.	4,870.
FASTENAL CO		2,581.	3,206.
HASBRO INC		3,616.	4,072.
KELLOGG CO		10,958.	13,194.
MCDONALDS CORP		7,561.	7,867.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
OMNICOM GROUP INC		2,748.	3,915.
P G & E CORP		9,953.	11,743.
QUEST DIAGNOSTICS INC		5,857.	7,306.
RAYTHEON CO		12,832.	13,189.
SCHWAB CHARLES CORP		6,369.	6,888.
THERMO FISHER SCIENTIFIC INC		3,053.	4,340.
VARIAN MED SYS INC		2,640.	3,842.
VERIZON COMMUNICATIONS INC		8,067.	8,282.
WILLIAMS COS INC		1,243.	1,665.
X T O ENERGY INC		4,583.	5,630.
INGERSOLL RAND PLC		7,326.	7,148.
TOTALS	456,053.	471,648.	541,430.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
AMERICAN EURO PACIFIC GROWTH	C	72,199.	67,624.	98,240.
FIRST AMER MID CAP GRWTH OPP	C	86,113.	86,113.	86,021.
FIRST AMER CORE BOND FUND	C	165,836.	225,336.	224,607.
LAUDUS ROSEN INTL S C FD	C	68,793.	68,793.	32,890.
AMERICAN CENTURY INTL BOND FD	C	72,820.	63,001.	60,737.
I SHARES S & P SMALLCAP 600 IN	C	25,211.		
NEUBERGER BERMAN GENESIS INST	C	32,789.		
PIMCO TOTAL RETURN FUND	C		50,000.	49,496.
CREDIT SUISSE COMM RET ST CO	C		20,000.	19,456.
T ROWE PRICE SM CAP VAL FD	C		40,000.	52,549.
TOTALS		523,761.	620,867.	623,996.

W E RUEBUSH FOUNDATION 03704070 42-6125502

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ACCRUED INCOME	926.	2,378.	2,378.
TOTALS	926.	2,378.	2,378.

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

DESCRIPTION		AMOUNT
REFUND OF GRANT		2,500.
	TOTAL	2,500.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

IA

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

OFFICER NAME:
SCOTT R NELSON
ADDRESS:
P.O. BOX 88
WATERLOO, IA 50704-0088
TITLE:
DIRECTOR/PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
VICKI ANGOVE
ADDRESS:
P.O. BOX 88
WATERLOO, IA 50704-0088
TITLE:
EX OFFICIO
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
RICHARD FEINBERG
ADDRESS:
P.O. BOX 88
WATERLOO, IA 50704-0088
TITLE:
DIRECTOR/VICE PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
JOY FRANCKOWIACK
ADDRESS:
P.O. BOX 88
WATERLOO, IA 50704-0088
TITLE:
DIRECTOR/SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

STATEMENT 17

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

OFFICER NAME:
MICHAEL FEINBERG
ADDRESS:
P.O. BOX 88
WATERLOO, IA 50704-0088
TITLE:
DIRECTOR/TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
JOHN ALDRICH
ADDRESS:
P. O. BOX 88
WATERLOO, IA 50704-0088
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART XV - LINES 2a - 2d

RECIPIENT NAME:
W E RUEBUSH FOUNDATION
ADDRESS:
C/O U.S. BANK NA, P.O. BOX 88
WATERLOO, IA 50704-0088
FORM, INFORMATION AND MATERIALS:
NO SPECIFIC FORM.
SUBMISSION DEADLINES:
NO SPECIFIC DEADLINE.
RESTRICTIONS OR LIMITATIONS ON AWARDS:
STUDENTS IN THE FIELDS OF JOURNALISM, ATHLETICS, AND ANY OTHER FIELDS AS DESIGNATED BY THE BOARD. GRANTS ARE MADE TO STUDENTS ATTENDING IRC SEC 170(B)(1)(A)(II) EDUCATIONAL INSTITUTIONS WHO ARE PURSUING TRAIN-
RESTRICTIONS OR LIMITATIONS ON AWARDS:
ING IN THE FIELDS LISTED ABOVE WHO HAVE ATTENDED HIGH SCHOOLS IN WATERLOO OR CEDAR FALLS, IOWA, OR AT ST PETERSBURG CATHOLIC SCHOOL, ST PETERSBURG, FLORIDA, AND OTHER HIGH SCHOOLS AS DESIGNATED BY THE BOARD

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

RECIPIENT NAME:
ALDIJANA OMANOVIC
ADDRESS:
UNI OF NORTHERN IOWA, 255 GILCHRIST
CEDAR FALLS, IA 50614
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO UNIV OF NORTHERN IOWA
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
KYLE SCHAULS
ADDRESS:
WARTBURG COLLEGE, 100 WARTBURG BLVD
WAVERLY, IA 50677
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO WARTBURG COLLEGE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
CHELSEA LYNCH
ADDRESS:
LUTHER COLLEGE, 700 COLLEGE DR
DECORAH, IA 52101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO LUTHER COLLEGE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
ABBY MCCLAIN
ADDRESS:
HAWKEYE COMM COLLEGE, PO BOX 8015
WATERLOO, IA 50704-8015
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO HAWKEYE COMM COLLEGE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 663.

RECIPIENT NAME:
DANETTE KAPLER
ADDRESS:
C/O UNIVERSITY OF IOWA, 208 CALVIN
IOWA CITY, IA 52242
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO UNIV OF IOWA
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
JUSTIN BURKE
ADDRESS:
ST PETERSBURG COLLEGE, PO BOX 13489
ST PETERSBURG, FL 33733
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO ST PETERSBURG COLLEGE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

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

==

RECIPIENT NAME:
SARAH BOSS
ADDRESS:
UNI OF NORTHERN IOWA, 255 GILCHRIST
CEDAR FALLS, IA 50614-0024
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO UNIV OF NORTHERN IOWA
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
NICK LUND
ADDRESS:
DRAKE UNIV, 2507 UNIVERSITY AVE
DES MOINES, IA 50311
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO DRAKE UNIVERSITY
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 1,250.

RECIPIENT NAME:
HANNAH PACZKOWSKI
ADDRESS:
WESTMINSTER COLLEGE
NEW WILMINGON, PA 16172-0001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO WESTMINSTER COLLEGE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 1,250.

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

RECIPIENT NAME:
JONATHAN TINK
ADDRESS:
WHEATON COLLEGE, 501 COLLEGE AVE
WHEATON, IL 60187
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO WHEATON COLLEGE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
JESSICA MAGNUSON
ADDRESS:
MOUNT MERCY COLLEGE, 1330 ELMHURST
CEDAR FALLS, IA 52402
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO MOUNT MERCY COLLEGE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
DYLAN TAVARES
ADDRESS:
UNIV OF SO FLORIDA, 4202 E FOWLER
TAMPA, FL 33620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO UNIV OF SO FLORIDA
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
NICOLE LAUBER
ADDRESS:
C/O UNIVERSITY OF CENTRAL FLORIDA
ORLANDO, FL 32816
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP TO UNIV OF CENTRAL FLORIDA
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
BRENT STEPHENS
ADDRESS:
UNIV OF SO FLORIDA, 4202 E FOWLER
TAMPA, FL 33620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO UNIV OF SOUTH FLORIDA
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
AMANDA PENN
ADDRESS:
HAWKEYE COMM COLLEGE, PO BOX 8015
WATERLOO, IA 50704-8015
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP AWARD TO HAWKEYE COMM COLLEGE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 1,250.

TOTAL GRANTS PAID: 33,163.

W E RUEBUSH FOUNDATION 03704070 42-6125502

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
15. AFFILIATED MANAGERS	07/09/2008	01/08/2009	663.00	1,280.00	-617.00
708.955 AMERICAN CENTURY					
INTERNATIONAL BOND	07/09/2008	01/28/2009	9,500.00	10,819.00	-1,319.00
69. APOLLO GROUP INC CL A	01/08/2009	01/28/2009	5,508.00	5,337.00	171.00
57. B M C SOFTWARE INC	03/13/2008	01/08/2009	1,495.00	1,970.00	-475.00
119. BANK OF NEW YORK	01/08/2009	02/20/2009	2,729.00	3,128.00	-399.00
215. BEST BUY CO INC	08/25/2008	01/08/2009	6,261.00	9,621.00	-3,360.00
84. BOSTON PPTYS INC	02/29/2008	01/08/2009	4,523.00	7,242.00	-2,719.00
137. BURGER KING HOLDINGS	08/25/2008	01/08/2009	3,101.00	3,600.00	-499.00
23. C H ROBINSON WORLDWIDE	07/09/2008	01/28/2009	1,061.00	1,291.00	-230.00
59. CORNING INC	07/09/2008	01/08/2009	633.00	1,236.00	-603.00
170. DISNEY WALT CO	05/20/2008	01/08/2009	3,823.00	5,851.00	-2,028.00
22. DUN & BRADSTREET	01/08/2009	01/28/2009	1,618.00	1,685.00	-67.00
64. EMERSON ELEC CO	08/25/2008	01/08/2009	2,331.00	3,042.00	-711.00
75. FAMILY DOLLAR STORES	01/08/2009	01/28/2009	2,120.00	2,103.00	17.00
31. I T T CORPORATION	08/25/2008	01/08/2009	1,517.00	2,000.00	-483.00
147. INTERSIL CORPORATION	07/09/2008	01/08/2009	1,367.00	3,512.00	-2,145.00
415. ISHARES S&P SMALLCAP	02/11/2008	01/28/2009	16,910.00	25,211.00	-8,301.00
48. M E M C ELECTR MATLS	08/25/2008	01/08/2009	787.00	2,369.00	-1,582.00
35. MASTERCARD INC	08/25/2008	01/08/2009	5,238.00	8,276.00	-3,038.00
86. MEDCO HEALTH SOLUTIONS	08/25/2008	01/08/2009	3,690.00	4,131.00	-441.00
127. MEDTRONIC INC	07/09/2008	01/08/2009	4,077.00	6,707.00	-2,630.00
722.216 NEUBERGER BERMAN	09/04/2008	01/28/2009	20,908.00	32,789.00	-11,881.00
90. PENNEY J C COMPANY INC	07/09/2008	01/08/2009	1,952.00	3,290.00	-1,338.00
200. PEPSI BOTTLING GROUP	10/01/2008	01/08/2009	4,468.00	5,796.00	-1,328.00
17. POLO RALPH LAUREN CORP	08/25/2008	01/08/2009	752.00	1,225.00	-473.00
15. PRECISION CASTPARTS	08/25/2008	01/08/2009	953.00	1,461.00	-508.00
172. PROCTER & GAMBLE CO	07/09/2008	06/11/2009	8,985.00	11,053.00	-2,068.00
11. RESEARCH IN MOTION	09/04/2008	01/08/2009	502.00	1,205.00	-703.00
24. ROCKWELL COLLINS INC	08/25/2008	01/08/2009	949.00	1,228.00	-279.00
97. STANLEY WKS	02/04/2008	01/08/2009	3,425.00	4,886.00	-1,461.00
51. STATE STR CORP	01/08/2009	02/05/2009	1,351.00	2,155.00	-804.00
Totals					

JSA
9F0971 2 000

W E RUEBUSH FOUNDATION 03704070 42-6125502

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
264. SUPERVALU INC	07/09/2008	01/08/2009	4,576.00	8,575.00	-3,999.00
197. SYMANTEC CORP	09/04/2008	01/08/2009	2,749.00	4,298.00	-1,549.00
51. TARGET CORPORATION	03/13/2008	01/08/2009	1,909.00	2,575.00	-666.00
25000. U S TREASURY NT					
2.125% 1/31/10	02/15/2008	01/08/2009	25,427.00	25,111.00	316.00
9. WAL MART STORES INC	01/08/2009	01/28/2009	439.00	462.00	-23.00
8. ALCON INC	07/09/2008	01/08/2009	729.00	1,329.00	-600.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			159,026.00	217,849.00	-58,823.00
Totals			159,026.00	217,849.00	-58,823.00

JSA
9F0971 2 000

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
25. ABBOTT LABORATORIES	07/02/2007	01/28/2009	1,361.00	1,357.00	4.00
69. APACHE CORP	08/08/2003	01/08/2009	5,588.00	2,226.00	3,362.00
112. CVS CAREMARK CORP	07/09/2008	11/11/2009	3,395.00	4,372.00	-977.00
75. CONOCOPHILLIPS	08/05/2004	01/08/2009	3,980.00	2,859.00	1,121.00
37. DOW CHEM CO	03/03/2006	01/28/2009	493.00	1,621.00	-1,128.00
351.247 AMERICAN	09/23/2003	01/08/2009	10,000.00	9,575.00	425.00
23. EXELON CORPORATION	08/05/2004	01/08/2009	1,260.00	819.00	441.00
115. GILEAD SCIENCES INC	02/04/2008	03/03/2009	5,188.00	5,296.00	-108.00
101. HEWLETT PACKARD CO	08/24/2005	01/08/2009	3,749.00	2,730.00	1,019.00
50. I T T CORPORATION	06/03/2004	01/08/2009	2,446.00	2,023.00	423.00
173. J P MORGAN CHASE CO	12/26/2007	01/08/2009	4,661.00	7,735.00	-3,074.00
5000. JACKSONVILLE FLA					
ELEC 6.8% 7/01/12	12/04/1999	07/01/2009	5,000.00	5,117.00	-117.00
100. PENNEY J C COMPANY	05/13/2005	01/08/2009	2,169.00	4,810.00	-2,641.00
36. PHILIP MORRIS INTL	07/09/2008	11/03/2009	1,723.00	1,953.00	-230.00
75. PROCTER & GAMBLE CO	06/22/2007	06/11/2009	3,918.00	4,604.00	-686.00
51. SCHLUMBERGER LTD	05/12/2004	01/08/2009	2,256.00	1,443.00	813.00
120. SOUTHWEST AIRLINES CO	07/02/2007	11/03/2009	979.00	1,800.00	-821.00
53. STANLEY WKS	02/04/2008	11/03/2009	2,529.00	2,670.00	-141.00
325. TD AMERITRADE HLDG	01/11/2008	12/15/2009	6,008.00	6,279.00	-271.00
50000. U S TREASURY NT					
4.875% 5/15/09	05/16/2006	05/15/2009	50,000.00	49,863.00	137.00
50000. U S TREASURY NT					
4.625% 2/29/12	05/30/2007	11/03/2009	54,043.00	49,619.00	4,424.00
54. WAL MART STORES INC	01/04/2006	01/28/2009	2,632.00	2,498.00	134.00
. SECURITIES LITIGATION					
PROCEEDS FROM AIG INC		06/24/2009	145.00		145.00
. BRISTOL-MYERS SQUIBB					
SECURITIES LITIGATION PROCEEDS		01/29/2009	95.00		95.00
. SECURITIES LITIGATION					
PROCEEDS FROM TYCO INTL GROUP SA		03/25/2009	824.00		824.00
Totals					

JSA
9F0970 2 000

W E RUEBUSH FOUNDATION 03704070 42-6125502

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			174,442.00	171,269.00	3,173.00
Totals			174,442.00	171,269.00	3,173.00

JSA
9F0970 2 000

FEDERAL CAPITAL GAIN DIVIDENDS
==============================

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

PIMCO TOTAL RETURN FUND	111.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		111.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		111.00