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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

OMB No. 1545-0052

2009

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

For calendar year **2009**, or tax year beginning, **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 changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

WILLIAM T. KEMPER CHARITABLE TRUST 100152

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

Room/suite

UMB BANK, CO-TRUSTEE, PO BOX 419692 M/S 1020

City or town, state, and ZIP code

KANSAS CITY, MO 64141-6692

A Employer identification number

43-6362480

B Telephone number (see page 10 of the instructions)

(816) 860-7711

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

J Accounting method: ☒ Cash ☐ Accrual

of year (from Part II, col. (c), line

☐ Other (specify) _____

16) ▶ \$ 57,481,489.

(Part I, column (d) must be on cash basis.)

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ☒ if the foundation is not required to attach Sch. B.				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,499,008.	1,509,313.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	69,551.			
	b	Gross sales price for all assets on line 6a	11,698,861.			
	7	Capital gain net income (from Part IV, line 2)		69,551.		
	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)	3,900.	-2,951.		STMT 1	
12	Total. Add lines 1 through 11	1,572,459.	1,575,913.			
Expenses	13	Compensation of officers, directors, trustees, etc.	251,528.	125,764.		125,764.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	750.	NONE	NONE	750.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	39,445.	1,552.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
23	Other expenses (attach schedule)	11,546.	11,546.			
24	Total operating and administrative expenses. Add lines 13 through 23	303,269.	138,862.	NONE	126,514.	
25	Contributions, gifts, grants paid	2,135,060.			2,135,060.	
26	Total expenses and disbursements. Add lines 24 and 25	2,438,329.	138,862.	NONE	2,261,574.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-865,870.				
b	Net investment income (if negative, enter -0-)		1,437,051.			
c	Adjusted net income (if negative, enter -0-)					

JSA

Form 990-PF (2009)

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	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 ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	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)	37,521,490.	35,293,520.	46,571,034.
	14 Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)	2,240,294.	3,625,749.	10,910,455.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	39,761,784.	38,919,269.	57,481,489.	
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. ▶ ☒			
	27 Capital stock, trust principal, or current funds	39,761,784.	38,919,269.	
	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)	39,761,784.	38,919,269.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	39,761,784.	38,919,269.		

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	39,761,784.
2 Enter amount from Part I, line 27a	2	-865,870.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	70,003.
4 Add lines 1, 2, and 3	4	38,965,917.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	46,648.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	38,919,269.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
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	69,551.	
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	2,576,677.	59,811,764.	0.04307976939
2007	2,714,612.	59,994,135.	0.04524795632
2006	2,971,379.	49,567,353.	0.05994629166
2005	2,586,967.	46,807,518.	0.05526819431
2004	2,233,404.	41,137,592.	0.05429107275
2 Total of line 1, column (d)			2 0.25783328443
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 0.05156665689
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 55,099,607.
5 Multiply line 4 by line 3			5 2,841,303.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 14,371.
7 Add lines 5 and 6			7 2,855,674.
8 Enter qualifying distributions from Part XII, line 4 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.			8 2,261,574.

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	28,741.
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	28,741.
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	28,741.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	63,496.	
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	63,496.	
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	34,755.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☐ 14,372. Refunded ☐ 20,383.	11	20,383.	

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?	2		X
If "Yes," attach a detailed description of the activities.			
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?	5		X
If "Yes," attach the statement required by General Instruction T			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ STMT 7			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Form 990-PF (2009)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of UMB BANK, N.A.	Telephone no.	(816) 860-7711	
	Located at 1010 GRAND, KANSAS CITY, MO	ZIP + 4	64106	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐	and enter the amount of tax-exempt interest received or accrued during the year 15		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes	☒ No
If "Yes," list the years		
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	
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

Form 990-PF (2009)

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? ☐ Yes ☒ No **6b**

If "Yes" to 6b, file Form 8870.

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		251,528.	-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**

Form 990-PF (2009)

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	

Form 990-PF (2009)

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	43,959,710.
b	Average of monthly cash balances	1b	1,969,204.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	10,009,773.
d	Total (add lines 1a, b, and c)	1d	55,938,687.
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	55,938,687.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	839,080.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	55,099,607.
6	Minimum investment return. Enter 5% of line 5	6	2,754,980.

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	2,754,980.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	28,741.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	28,741.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,726,239.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,726,239.
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	2,726,239.

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	2,261,574.
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	2,261,574.
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	2,261,574.

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				2,726,239.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	173,246.			
c From 2006	533,077.			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	706,323.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 2,261,574.				
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				2,261,574.
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).)	464,665.			464,665.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	241,658.			
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	241,658.			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	241,658.			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				Prior 3 years	(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006		
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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 13				
Total ▶ 3a				2,135,060.
b Approved for future payment				
Total ▶ 3b				

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

[illegible]

b If "Yes," complete the following schedule.

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

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

Sign Here	Signature of officer or trustee <i>Mickelle Sullivan</i>		Date 05/12/2010		Title
	Preparer's signature <i>Wesley H. Miller</i>	Date 05/12/2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00162244	
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code THOMSON REUTERS (TAX & ACCOUNTING) ONE NORTH DEARBORN ST., 5TH FLOOR CHICAGO, IL 60602		EIN ▶ 75-1297386		
			Phone no. 312-873-6900		

15 -

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

Kind of Property		Description				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 SHORT-TERM CAPITAL GAIN DIVIDENDS				4.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				52.	
2.00		.05 COMMERCE BANCSHARES INC PROPERTY TYPE: SECURITIES				11/02/1990	12/18/2009
						2.00	
57,925.00		2250. DOW CHEMICAL COMPANY PROPERTY TYPE: SECURITIES				04/21/2006	10/09/2009
		103,143.00				-45,218.00	
300.00		34862.3438 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES				04/10/2003	01/15/2009
		311.00				-11.00	
299.00		34563.1363 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES				04/10/2003	02/17/2009
		310.00				-11.00	
275.00		34287.7988 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES				04/10/2003	03/16/2009
		286.00				-11.00	
298.00		33989.3975 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES				04/10/2003	04/15/2009
		310.00				-12.00	
909.00		33080.2238 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES				04/10/2003	05/15/2009
		943.00				-34.00	
298.00		32782.4538 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES				04/10/2003	06/15/2009
		309.00				-11.00	
33,889.00		125000. GOVT NATIONAL MTG ASSN DTD 3/1/2 PROPERTY TYPE: SECURITIES				04/10/2003	06/19/2009
		34,002.00				-113.00	
5,613.00		226365.4625 GOVT NATIONAL MTG ASSN DTD 5 PROPERTY TYPE: SECURITIES				05/06/2003	01/15/2009
		5,719.00				-106.00	

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)	
4,383.00		221982.9563 GOVT NATIONAL MTG ASSN DTD 5 PROPERTY TYPE: SECURITIES 4,465.00					05/06/2003 -82.00	02/17/2009
1,925.00		220057.7375 GOVT NATIONAL MTG ASSN DTD 5 PROPERTY TYPE: SECURITIES 1,961.00					05/06/2003 -36.00	03/16/2009
5,043.00		215014.4625 GOVT NATIONAL MTG ASSN DTD 5 PROPERTY TYPE: SECURITIES 5,138.00					05/06/2003 -95.00	04/15/2009
4,774.00		210240.1688 GOVT NATIONAL MTG ASSN DTD 5 PROPERTY TYPE: SECURITIES 4,864.00					05/06/2003 -90.00	05/15/2009
4,651.00		205589.4438 GOVT NATIONAL MTG ASSN DTD 5 PROPERTY TYPE: SECURITIES 4,738.00					05/06/2003 -87.00	06/15/2009
210,215.00		625000. GOVT NATIONAL MTG ASSN DTD 5/1/2 PROPERTY TYPE: SECURITIES 209,444.00					05/06/2003 771.00	06/19/2009
3,504.00		243654.1425 GOVT NATIONAL MTG ASSN DTD 7 PROPERTY TYPE: SECURITIES 3,617.00					09/29/2003 -113.00	01/15/2009
2,721.00		240932.985 GOVT NATIONAL MTG ASSN DTD 7/ PROPERTY TYPE: SECURITIES 2,809.00					09/29/2003 -88.00	02/17/2009
3,053.00		237879.9375 GOVT NATIONAL MTG ASSN DTD 7 PROPERTY TYPE: SECURITIES 3,152.00					09/29/2003 -99.00	03/16/2009
4,247.00		233633.3475 GOVT NATIONAL MTG ASSN DTD 7 PROPERTY TYPE: SECURITIES 4,384.00					09/29/2003 -137.00	04/15/2009
4,845.00		228788.535 GOVT NATIONAL MTG ASSN DTD 7/ PROPERTY TYPE: SECURITIES 5,002.00					09/29/2003 -157.00	05/15/2009

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

Kind of Property		Description				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)	
5,016.00		223772.58 GOVT NATIONAL MTG ASSN DTD 7/1 PROPERTY TYPE: SECURITIES 5,178.00				09/29/2003 -162.00	06/15/2009
231,325.00		750000. GOVT NATIONAL MTG ASSN DTD 7/1/2 PROPERTY TYPE: SECURITIES 231,010.00				09/29/2003 315.00	06/19/2009
353.00		41534.7288 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES 366.00				04/10/2003 -13.00	01/15/2009
355.00		41179.5038 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES 368.00				04/10/2003 -13.00	02/17/2009
368.00		40811.1263 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES 382.00				04/10/2003 -14.00	03/16/2009
366.00		40444.675 GOVT NATIONAL MTG ASSN DTD 3/1 PROPERTY TYPE: SECURITIES 380.00				04/10/2003 -14.00	04/15/2009
356.00		40089.0013 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES 369.00				04/10/2003 -13.00	05/15/2009
1,388.00		38701.2713 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES 1,439.00				04/10/2003 -51.00	06/15/2009
40,007.00		125000. GOVT NATIONAL MTG ASSN DTD 3/1/2 PROPERTY TYPE: SECURITIES 40,140.00				04/10/2003 -133.00	06/19/2009
2,152.00		311956.5515 GOVT NATIONAL MTG ASSN II DT PROPERTY TYPE: SECURITIES 2,197.00				08/26/2004 -45.00	01/20/2009
2,140.00		309816.9415 GOVT NATIONAL MTG ASSN II DT PROPERTY TYPE: SECURITIES 2,184.00				08/26/2004 -44.00	02/20/2009

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

Kind of Property		Description				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)	
2,243.00		307574.399 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES 2,289.00				08/26/2004 -46.00	03/20/2009
2,295.00		305279.7275 GOVT NATIONAL MTG ASSN II DT PROPERTY TYPE: SECURITIES 2,342.00				08/26/2004 -47.00	04/20/2009
2,179.00		303100.842 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES 2,224.00				08/26/2004 -45.00	05/20/2009
310,604.00		550000. GOVT NATIONAL MTG ASSN II DTD 8/ PROPERTY TYPE: SECURITIES 307,079.00				08/26/2004 3,525.00	06/19/2009
2,274.00		300827.329 GOVT NATIONAL MTG ASSN II DTD PROPERTY TYPE: SECURITIES 2,274.00					06/22/2009
888.00		65485.96 GOVT NATIONAL MTG ASSN POOL# 00 PROPERTY TYPE: SECURITIES 886.00				06/05/2001 2.00	01/20/2009
749.00		64737.06 GOVT NATIONAL MTG ASSN POOL# 00 PROPERTY TYPE: SECURITIES 747.00				06/05/2001 2.00	02/20/2009
772.00		63965.55 GOVT NATIONAL MTG ASSN POOL# 00 PROPERTY TYPE: SECURITIES 769.00				06/05/2001 3.00	03/20/2009
963.00		63002.48 GOVT NATIONAL MTG ASSN POOL# 00 PROPERTY TYPE: SECURITIES 961.00				06/05/2001 2.00	04/20/2009
951.00		62051.81 GOVT NATIONAL MTG ASSN POOL# 00 PROPERTY TYPE: SECURITIES 948.00				06/05/2001 3.00	05/20/2009
62,016.00		1000000. GOVT NATIONAL MTG ASSN POOL# 00 PROPERTY TYPE: SECURITIES 60,505.00				06/05/2001 1,511.00	06/19/2009

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

Kind of Property		Description				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)	
1,382.00		60670.11 GOVT NATIONAL MTG ASSN POOL# 00 PROPERTY TYPE: SECURITIES 1,382.00					06/22/2009
233.00		12824.265 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES 236.00				06/21/2002 -3.00	01/20/2009
153.00		12670.7753 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 155.00				06/21/2002 -2.00	02/20/2009
140.00		12530.8043 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 141.00				06/21/2002 -1.00	03/20/2009
138.00		12392.5193 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 140.00				06/21/2002 -2.00	04/20/2009
519.00		11873.799 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES 524.00				06/21/2002 -5.00	05/20/2009
417.00		11457.2333 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 421.00				06/21/2002 -4.00	06/22/2009
525.00		10931.823 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES 531.00				06/21/2002 -6.00	07/20/2009
131.00		10800.8475 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 132.00				06/21/2002 -1.00	08/20/2009
120.00		10680.606 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES 121.00				06/21/2002 -1.00	09/21/2009
144.00		10536.747 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES 145.00				06/21/2002 -1.00	10/20/2009

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)	
175.00		10361.3078 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 177.00					06/21/2002 -2.00	11/20/2009
247.00		10113.933 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES 250.00					06/21/2002 -3.00	12/21/2009
2,972.00		129008.07 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES 3,023.00					11/04/2002 -51.00	01/20/2009
1,459.00		127548.96 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES 1,484.00					11/04/2002 -25.00	02/20/2009
2,442.00		125107.145 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES 2,484.00					11/04/2002 -42.00	03/20/2009
1,899.00		123208.075 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES 1,932.00					11/04/2002 -33.00	04/20/2009
1,308.00		121900.175 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES 1,330.00					11/04/2002 -22.00	05/20/2009
122,052.00		500000. GOVT NATIONAL MTG ASSN DTD 11/1/ PROPERTY TYPE: SECURITIES 120,448.00					11/04/2002 1,604.00	06/19/2009
3,547.00		118353.015 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES 3,547.00						06/22/2009
3,365.00		336333.9565 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES 3,426.00					12/02/2002 -61.00	01/20/2009
4,262.00		332072.16 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES 4,340.00					12/02/2002 -78.00	02/20/2009

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)	
5,826.00		326246.5475 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES 5,932.00					12/02/2002 -106.00	03/20/2009
7,755.00		318491.304 GOVT NATIONAL MTG ASSN DTD 12 PROPERTY TYPE: SECURITIES 7,897.00					12/02/2002 -142.00	04/20/2009
8,242.00		310249.5875 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES 8,393.00					12/02/2002 -151.00	05/20/2009
314,580.00		1150000. GOVT NATIONAL MTG ASSN DTD 12/1 PROPERTY TYPE: SECURITIES 310,172.00					12/02/2002 4,408.00	06/19/2009
5,756.00		304493.4465 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES 5,756.00						06/22/2009
2,571.00		318145.614 GOVT NATIONAL MTG ASSN DTD 1/ PROPERTY TYPE: SECURITIES 2,627.00					01/03/2003 -56.00	01/20/2009
4,892.00		313253.951 GOVT NATIONAL MTG ASSN DTD 1/ PROPERTY TYPE: SECURITIES 4,999.00					01/03/2003 -107.00	02/20/2009
7,106.00		306147.7445 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES 7,262.00					01/03/2003 -156.00	03/20/2009
6,714.00		299434.217 GOVT NATIONAL MTG ASSN DTD 1/ PROPERTY TYPE: SECURITIES 6,860.00					01/03/2003 -146.00	04/20/2009
10,895.00		288539.531 GOVT NATIONAL MTG ASSN DTD 1/ PROPERTY TYPE: SECURITIES 11,133.00					01/03/2003 -238.00	05/20/2009
293,188.00		1150000. GOVT NATIONAL MTG ASSN DTD 1/1/ PROPERTY TYPE: SECURITIES 289,757.00					01/03/2003 3,431.00	06/19/2009

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)	
5,095.00		283444.8355 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES 5,095.00						06/22/2009
857.00		100778.4852 GOVT NATIONAL MTG ASSN DTD 4 PROPERTY TYPE: SECURITIES 876.00					01/05/2004 -19.00	01/20/2009
2,214.00		98564.3168 GOVT NATIONAL MTG ASSN DTD 4/ PROPERTY TYPE: SECURITIES 2,263.00					01/05/2004 -49.00	02/20/2009
1,649.00		96915.7382 GOVT NATIONAL MTG ASSN DTD 4/ PROPERTY TYPE: SECURITIES 1,685.00					01/05/2004 -36.00	03/20/2009
1,976.00		94940.1218 GOVT NATIONAL MTG ASSN DTD 4/ PROPERTY TYPE: SECURITIES 2,019.00					01/05/2004 -43.00	04/20/2009
1,141.00		93799.5942 GOVT NATIONAL MTG ASSN DTD 4/ PROPERTY TYPE: SECURITIES 1,165.00					01/05/2004 -24.00	05/20/2009
93,576.00		344813. GOVT NATIONAL MTG ASSN DTD 4/1/2 PROPERTY TYPE: SECURITIES 92,682.00					01/05/2004 894.00	06/19/2009
3,169.00		90630.2248 GOVT NATIONAL MTG ASSN DTD 4/ PROPERTY TYPE: SECURITIES 3,169.00						06/22/2009
1,940.00		249108.5925 GOVT NATIONAL MTG ASSN DTD 8 PROPERTY TYPE: SECURITIES 2,003.00					09/29/2003 -63.00	01/15/2009
5,809.00		243299.9775 GOVT NATIONAL MTG ASSN DTD 8 PROPERTY TYPE: SECURITIES 5,996.00					09/29/2003 -187.00	02/17/2009
1,956.00		241344.39 GOVT NATIONAL MTG ASSN DTD 8/1 PROPERTY TYPE: SECURITIES 2,019.00					09/29/2003 -63.00	03/16/2009

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)	
4,915.00		236428.9725 GOVT NATIONAL MTG ASSN DTD 8 PROPERTY TYPE: SECURITIES 5,074.00					09/29/2003 -159.00	04/15/2009
10,383.00		226046.3625 GOVT NATIONAL MTG ASSN DTD 8 PROPERTY TYPE: SECURITIES 10,717.00					09/29/2003 -334.00	05/15/2009
2,051.00		223995.375 GOVT NATIONAL MTG ASSN DTD 8/ PROPERTY TYPE: SECURITIES 2,117.00					09/29/2003 -66.00	06/15/2009
231,555.00		750000. GOVT NATIONAL MTG ASSN DTD 8/1/2 PROPERTY TYPE: SECURITIES 231,205.00					09/29/2003 350.00	06/19/2009
7,116.00		30596.27 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 7,078.00					07/07/2000 38.00	01/15/2009
764.00		29831.79 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 760.00					07/07/2000 4.00	02/17/2009
819.00		29012.81 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 815.00					07/07/2000 4.00	03/16/2009
926.00		28086.86 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 921.00					07/07/2000 5.00	04/15/2009
836.00		27250.49 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 832.00					07/07/2000 4.00	05/15/2009
750.00		26500.21 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 746.00					07/07/2000 4.00	06/15/2009
751.00		25748.84 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 747.00					07/07/2000 4.00	07/15/2009

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

Kind of Property		Description				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)	
776.00		24972.42 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 772.00				07/07/2000 4.00	08/17/2009
738.00		24234.69 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 734.00				07/07/2000 4.00	09/15/2009
842.00		23393.07 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 837.00				07/07/2000 5.00	10/15/2009
3,379.00		20014.11 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 3,361.00				07/07/2000 18.00	11/16/2009
703.00		19310.65 GOVT NATIONAL MTG ASSN POOL# 43 PROPERTY TYPE: SECURITIES 700.00				07/07/2000 3.00	12/15/2009
775.00		41818.249 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 754.00				04/18/2000 21.00	01/15/2009
773.00		41045.616 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 752.00				04/18/2000 21.00	02/17/2009
777.00		40268.478 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 756.00				04/18/2000 21.00	03/16/2009
782.00		39486.801 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 761.00				04/18/2000 21.00	04/15/2009
786.00		38700.568 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 765.00				04/18/2000 21.00	05/15/2009
791.00		37909.7535 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 769.00				04/18/2000 22.00	06/15/2009

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

Kind of Property		Description				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)	
795.00		37114.3235 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 774.00				04/18/2000 21.00	07/15/2009
800.00		36314.244 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 778.00				04/18/2000 22.00	08/17/2009
805.00		35509.5065 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 783.00				04/18/2000 22.00	09/15/2009
809.00		34700.077 GOVT NATIONAL MTG ASSN POOL# 4 PROPERTY TYPE: SECURITIES 788.00				04/18/2000 21.00	10/15/2009
814.00		33885.9215 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 792.00				04/18/2000 22.00	11/16/2009
819.00		33067.0145 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 797.00				04/18/2000 22.00	12/15/2009
1,368.00		37746.3797 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 1,331.00				04/18/2000 37.00	01/15/2009
1,334.00		36412.6702 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 1,298.00				04/18/2000 36.00	02/17/2009
616.00		35796.2243 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 600.00				04/18/2000 16.00	03/16/2009
606.00		35190.0323 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 590.00				04/18/2000 16.00	04/15/2009
610.00		34580.2687 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 593.00				04/18/2000 17.00	05/15/2009

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

Kind of Property		Description				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)	
613.00		33966.9511 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 597.00				04/18/2000 16.00	06/15/2009
617.00		33350.0447 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 600.00				04/18/2000 17.00	07/15/2009
621.00		32729.5494 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 604.00				04/18/2000 17.00	08/17/2009
624.00		32105.4392 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 607.00				04/18/2000 17.00	09/15/2009
635.00		31470.2583 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 618.00				04/18/2000 17.00	10/15/2009
631.00		30838.8227 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 614.00				04/18/2000 17.00	11/16/2009
635.00		30203.6766 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 618.00				04/18/2000 17.00	12/15/2009
736.00		73513.18 GOVT NATIONAL MTG ASSN POOL# 48 PROPERTY TYPE: SECURITIES 732.00				05/25/2001 4.00	01/15/2009
708.00		72805.59 GOVT NATIONAL MTG ASSN POOL# 48 PROPERTY TYPE: SECURITIES 703.00				05/25/2001 5.00	02/17/2009
704.00		72101.86 GOVT NATIONAL MTG ASSN POOL# 48 PROPERTY TYPE: SECURITIES 699.00				05/25/2001 5.00	03/16/2009
6,721.00		65380.68 GOVT NATIONAL MTG ASSN POOL# 48 PROPERTY TYPE: SECURITIES 6,679.00				05/25/2001 42.00	04/15/2009

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)	
652.00		64728.25 GOVT NATIONAL MTG ASSN POOL# 48 PROPERTY TYPE: SECURITIES 648.00					05/25/2001 4.00	05/15/2009
660.00		64068.28 GOVT NATIONAL MTG ASSN POOL# 48 PROPERTY TYPE: SECURITIES 656.00					05/25/2001 4.00	06/15/2009
67,071.00		1000000. GOVT NATIONAL MTG ASSN POOL# 48 PROPERTY TYPE: SECURITIES 63,668.00					05/25/2001 3,403.00	06/19/2009
62.00		5560.3123 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 61.00					04/27/2000 1.00	01/15/2009
62.00		5497.8451 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 61.00					04/27/2000 1.00	02/17/2009
63.00		5434.9884 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 62.00					04/27/2000 1.00	03/16/2009
63.00		5371.7397 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 62.00					04/27/2000 1.00	04/15/2009
64.00		5308.0963 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 63.00					04/27/2000 1.00	05/15/2009
64.00		5244.0554 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 63.00					04/27/2000 1.00	06/15/2009
64.00		5179.6143 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 63.00					04/27/2000 1.00	07/15/2009
65.00		5114.7703 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 64.00					04/27/2000 1.00	08/17/2009

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

Kind of Property		Description				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)	
65.00		5049.5207 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 64.00				04/27/2000 1.00	09/15/2009
66.00		4983.8629 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 65.00				04/27/2000 1.00	10/15/2009
66.00		4917.7941 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 65.00				04/27/2000 1.00	11/16/2009
66.00		4851.3116 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 65.00				04/27/2000 1.00	12/15/2009
287.00		21272.5275 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 284.00				04/19/2000 3.00	01/15/2009
288.00		20984.8485 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 285.00				04/19/2000 3.00	02/17/2009
289.00		20695.3635 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 287.00				04/19/2000 2.00	03/16/2009
291.00		20404.0725 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 288.00				04/19/2000 3.00	04/15/2009
293.00		20110.9545 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 290.00				04/19/2000 3.00	05/15/2009
295.00		19816.0095 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 292.00				04/19/2000 3.00	06/15/2009
297.00		19519.2165 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 294.00				04/19/2000 3.00	07/15/2009

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

Kind of Property		Description				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)	
299.00		19220.5755 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 296.00				04/19/2000 3.00	08/17/2009
301.00		18920.0655 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 298.00				04/19/2000 3.00	09/15/2009
302.00		18617.676 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 299.00				04/19/2000 3.00	10/15/2009
304.00		18313.407 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 301.00				04/19/2000 3.00	11/16/2009
318.00		17995.0365 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 315.00				04/19/2000 3.00	12/15/2009
287.00		25636.5375 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 282.00				04/27/2000 5.00	01/15/2009
289.00		25347.5875 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 284.00				04/27/2000 5.00	02/17/2009
291.00		25056.8375 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 286.00				04/27/2000 5.00	03/16/2009
293.00		24764.275 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 288.00				04/27/2000 5.00	04/15/2009
307.00		24457.2375 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 302.00				04/27/2000 5.00	05/15/2009
296.00		24160.925 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 292.00				04/27/2000 4.00	06/15/2009

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

Kind of Property		Description				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)	
298.00		23862.75 GOVT NATIONAL MTG ASSN POOL# 52 PROPERTY TYPE: SECURITIES 293.00				04/27/2000 5.00	07/15/2009
300.00		23562.725 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 295.00				04/27/2000 5.00	08/17/2009
302.00		23260.8125 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 297.00				04/27/2000 5.00	09/15/2009
304.00		22957.025 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 299.00				04/27/2000 5.00	10/15/2009
12,829.00		10128.275 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 12,620.00				04/27/2000 209.00	11/16/2009
135.00		9992.7875 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 133.00				04/27/2000 2.00	12/15/2009
868.00		96712.56 GOVT NATIONAL MTG ASS POOL# 554 PROPERTY TYPE: SECURITIES 864.00				05/25/2001 4.00	01/15/2009
865.00		95847.53 GOVT NATIONAL MTG ASS POOL# 554 PROPERTY TYPE: SECURITIES 861.00				05/25/2001 4.00	02/17/2009
874.00		94973.95 GOVT NATIONAL MTG ASS POOL# 554 PROPERTY TYPE: SECURITIES 870.00				05/25/2001 4.00	03/16/2009
878.00		94095.64 GOVT NATIONAL MTG ASS POOL# 554 PROPERTY TYPE: SECURITIES 874.00				05/25/2001 4.00	04/15/2009
883.00		93212.57 GOVT NATIONAL MTG ASS POOL# 554 PROPERTY TYPE: SECURITIES 879.00				05/25/2001 4.00	05/15/2009

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

Kind of Property		Description				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)	
889.00		92323.2 GOVT NATIONAL MTG ASS POOL# 5548 PROPERTY TYPE: SECURITIES 885.00				05/25/2001 4.00	06/15/2009
96,651.00		1000000. GOVT NATIONAL MTG ASS POOL# 554 PROPERTY TYPE: SECURITIES 91,919.00				05/25/2001 4,732.00	06/19/2009
189.00		19776.1775 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 187.00				12/21/2001 2.00	01/15/2009
188.00		19588.16 GOVT NATIONAL MTG ASSN POOL# 55 PROPERTY TYPE: SECURITIES 186.00				12/21/2001 2.00	02/17/2009
197.00		19391.635 GOVT NATIONAL MTG ASSN POOL# 5 PROPERTY TYPE: SECURITIES 194.00				12/21/2001 3.00	03/16/2009
190.00		19201.59 GOVT NATIONAL MTG ASSN POOL# 55 PROPERTY TYPE: SECURITIES 188.00				12/21/2001 2.00	04/15/2009
197.00		19004.67 GOVT NATIONAL MTG ASSN POOL# 55 PROPERTY TYPE: SECURITIES 195.00				12/21/2001 2.00	05/15/2009
192.00		18812.5825 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 190.00				12/21/2001 2.00	06/15/2009
19,565.00		250000. GOVT NATIONAL MTG ASSN POOL# 555 PROPERTY TYPE: SECURITIES 18,601.00				12/21/2001 964.00	06/19/2009
1,467.00		96523.3392 GOVT NATIONAL MTG ASSN DTD 2/ PROPERTY TYPE: SECURITIES 1,482.00				05/27/2004 -15.00	01/15/2009
863.00		95659.9512 GOVT NATIONAL MTG ASSN DTD 2/ PROPERTY TYPE: SECURITIES 872.00				05/27/2004 -9.00	02/17/2009

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

Kind of Property		Description				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)	
1,750.00		93910.1904 GOVT NATIONAL MTG ASSN DTD 2/ PROPERTY TYPE: SECURITIES 1,768.00				05/27/2004 -18.00	03/16/2009
1,412.00		92497.9872 GOVT NATIONAL MTG ASSN DTD 2/ PROPERTY TYPE: SECURITIES 1,427.00				05/27/2004 -15.00	04/15/2009
1,380.00		91118.4216 GOVT NATIONAL MTG ASSN DTD 2/ PROPERTY TYPE: SECURITIES 1,394.00				05/27/2004 -14.00	05/15/2009
1,471.00		89647.0248 GOVT NATIONAL MTG ASSN DTD 2/ PROPERTY TYPE: SECURITIES 1,487.00				05/27/2004 -16.00	06/15/2009
92,673.00		240000. GOVT NATIONAL MTG ASSN DTD 2/1/2 PROPERTY TYPE: SECURITIES 90,572.00				05/27/2004 2,101.00	06/19/2009
6,728.00		567553.6625 GOVT NATIONAL MTG ASSN DTD 6 PROPERTY TYPE: SECURITIES 6,841.00				07/30/2004 -113.00	01/15/2009
5,480.00		562073.675 GOVT NATIONAL MTG ASSN DTD 6/ PROPERTY TYPE: SECURITIES 5,572.00				07/30/2004 -92.00	02/17/2009
4,901.00		557172.6375 GOVT NATIONAL MTG ASSN DTD 6 PROPERTY TYPE: SECURITIES 4,983.00				07/30/2004 -82.00	03/16/2009
8,808.00		548364.4625 GOVT NATIONAL MTG ASSN DTD 6 PROPERTY TYPE: SECURITIES 8,955.00				07/30/2004 -147.00	04/15/2009
5,581.00		542783.8375 GOVT NATIONAL MTG ASSN DTD 6 PROPERTY TYPE: SECURITIES 5,674.00				07/30/2004 -93.00	05/15/2009
10,685.00		532098.95 GOVT NATIONAL MTG ASSN DTD 6/1 PROPERTY TYPE: SECURITIES 10,864.00				07/30/2004 -179.00	06/15/2009

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

Kind of Property		Description				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)	
550,057.00		1250000. GOVT NATIONAL MTG ASSN DTD 6/1/ PROPERTY TYPE: SECURITIES 540,995.00				07/30/2004 9,062.00	06/19/2009
692.00		33017.5152 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 687.00				07/06/2000 5.00	01/15/2009
699.00		32318.9208 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 694.00				07/06/2000 5.00	02/17/2009
827.00		31491.684 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 822.00				07/06/2000 5.00	03/16/2009
717.00		30774.528 GOVT NATIONAL MTG ASSN POOL# 7 PROPERTY TYPE: SECURITIES 712.00				07/06/2000 5.00	04/15/2009
1,120.00		29654.1504 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 1,113.00				07/06/2000 7.00	05/15/2009
1,374.00		28280.2608 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 1,364.00				07/06/2000 10.00	06/15/2009
662.00		27617.9688 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 658.00				07/06/2000 4.00	07/15/2009
1,226.00		26391.9744 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 1,218.00				07/06/2000 8.00	08/17/2009
878.00		25514.0424 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 872.00				07/06/2000 6.00	09/15/2009
879.00		24635.4984 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 873.00				07/06/2000 6.00	10/15/2009

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)	
945.00		23690.7216 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 938.00					07/06/2000 7.00	11/16/2009
1,439.00		22251.6648 GOVT NATIONAL MTG ASSN POOL# PROPERTY TYPE: SECURITIES 1,429.00					07/06/2000 10.00	12/15/2009
4,437.00		268433.6 GOVT NATIONAL MTG ASSN PLATINUM PROPERTY TYPE: SECURITIES 4,657.00					03/01/2004 -220.00	01/15/2009
2,985.00		265448.96 GOVT NATIONAL MTG ASSN PLATINU PROPERTY TYPE: SECURITIES 3,133.00					03/01/2004 -148.00	02/17/2009
7,691.00		257757.92 GOVT NATIONAL MTG ASSN PLATINU PROPERTY TYPE: SECURITIES 8,073.00					03/01/2004 -382.00	03/16/2009
3,101.00		254657.36 GOVT NATIONAL MTG ASSN PLATINU PROPERTY TYPE: SECURITIES 3,255.00					03/01/2004 -154.00	04/15/2009
4,599.00		250058.84 GOVT NATIONAL MTG ASSN PLATINU PROPERTY TYPE: SECURITIES 4,827.00					03/01/2004 -228.00	05/15/2009
5,205.00		244853.88 GOVT NATIONAL MTG ASSN PLATINU PROPERTY TYPE: SECURITIES 5,464.00					03/01/2004 -259.00	06/15/2009
255,872.00		2000000. GOVT NATIONAL MTG ASSN PLATINUM PROPERTY TYPE: SECURITIES 257,020.00					03/01/2004 -1,148.00	06/19/2009
4,677.00		151486.1775 GOVT NATIONAL MTG ASSN DTD 2 PROPERTY TYPE: SECURITIES 4,806.00					01/12/2005 -129.00	01/15/2009
3,625.00		147861.2213 GOVT NATIONAL MTG ASSN DTD 2 PROPERTY TYPE: SECURITIES 3,725.00					01/12/2005 -100.00	02/17/2009

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)	
3,034.00		144827.6775 GOVT NATIONAL MTG ASSN DTD 2 PROPERTY TYPE: SECURITIES 3,117.00					01/12/2005 -83.00	03/16/2009
1,145.00		143683.08 GOVT NATIONAL MTG ASSN DTD 2/1 PROPERTY TYPE: SECURITIES 1,176.00					01/12/2005 -31.00	04/15/2009
4,103.00		139579.965 GOVT NATIONAL MTG ASSN DTD 2/ PROPERTY TYPE: SECURITIES 4,216.00					01/12/2005 -113.00	05/15/2009
3,643.00		135936.6563 GOVT NATIONAL MTG ASSN DTD 2 PROPERTY TYPE: SECURITIES 3,744.00					01/12/2005 -101.00	06/15/2009
140,525.00		375000. GOVT NATIONAL MTG ASSN DTD 2/1/2 PROPERTY TYPE: SECURITIES 139,675.00					01/12/2005 850.00	06/19/2009
845.00		132817.321 GOVT NATIONAL MTG ASSN DTD 8/ PROPERTY TYPE: SECURITIES 867.00					09/08/2004 -22.00	01/15/2009
849.00		131968.8125 GOVT NATIONAL MTG ASSN DTD 8 PROPERTY TYPE: SECURITIES 871.00					09/08/2004 -22.00	02/17/2009
844.00		131124.5775 GOVT NATIONAL MTG ASSN DTD 8 PROPERTY TYPE: SECURITIES 866.00					09/08/2004 -22.00	03/16/2009
834.00		130290.426 GOVT NATIONAL MTG ASSN DTD 8/ PROPERTY TYPE: SECURITIES 856.00					09/08/2004 -22.00	04/15/2009
865.00		129425.863 GOVT NATIONAL MTG ASSN DTD 8/ PROPERTY TYPE: SECURITIES 887.00					09/08/2004 -22.00	05/15/2009
864.00		128561.755 GOVT NATIONAL MTG ASSN DTD 8/ PROPERTY TYPE: SECURITIES 887.00					09/08/2004 -23.00	06/15/2009

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

Kind of Property		Description				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)	
132,901.00		350000. GOVT NATIONAL MTG ASSN DTD 8/1/2 PROPERTY TYPE: SECURITIES 131,937.00				09/08/2004 964.00	06/19/2009
225,625.00		2375. GENENTECH INC PROPERTY TYPE: SECURITIES 77,621.00				10/24/2006 148,004.00	03/27/2009
50,634.00		950. GENERAL DYNAMICS CORP PROPERTY TYPE: SECURITIES 84,169.00				11/30/2007 -33,535.00	04/29/2009
2.00		.066 MERCK & CO INC PROPERTY TYPE: SECURITIES				11/06/2009 2.00	11/06/2009
8,229.00		360. RIO TINTO PLC PROPERTY TYPE: SECURITIES				8,229.00	07/17/2009
83,790.00		7980. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES 38,012.00				12/27/2006 45,778.00	11/06/2009
15,916.00		2565. SUREWEST COMMUNICATIONS PROPERTY TYPE: SECURITIES 62,003.00				11/30/2007 -46,087.00	04/29/2009
10,150.00		950. TEXTRON INC PROPERTY TYPE: SECURITIES 65,306.00				11/30/2007 -55,156.00	04/29/2009
737,363.00		500000. U S TREASURY BOND 7.50% DUE 11-1 PROPERTY TYPE: SECURITIES 633,906.00				05/04/2004 103,457.00	04/15/2009
1002305.00		1000000. UNITED STATES TREASURY NOTES DT PROPERTY TYPE: SECURITIES 1003828.00				11/07/2007 -1,523.00	04/22/2009
350,000.00		350000. UNITED STATES TREASURY NOTES DTD PROPERTY TYPE: SECURITIES 351,340.00				11/07/2007 -1,340.00	05/15/2009

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)	
2000000.00		2000000. UNITED STATES TREASURY NOTES DT PROPERTY TYPE: SECURITIES 2027031.00					06/25/2008 -27,031.00	06/15/2009
400,000.00		400000. UNITED STATES TREASURY NOTES DTD PROPERTY TYPE: SECURITIES 396,276.00					10/17/2005 3,724.00	06/15/2009
1050000.00		1050000. UNITED STATES TREASURY NOTES DT PROPERTY TYPE: SECURITIES 1048646.00					11/07/2007 1,354.00	11/16/2009
125,000.00		125000. UNITED STATES TREASURY NOTES DTD PROPERTY TYPE: SECURITIES 125,366.00					10/26/2006 -366.00	05/15/2009
250,000.00		250000. UNITED STATES TREASURY NOTES DTD PROPERTY TYPE: SECURITIES 250,000.00					11/22/2006	11/16/2009
1500000.00		1500000. UNITED STATES TREASURY NOTES DT PROPERTY TYPE: SECURITIES 1546582.00					05/08/2008 -46,582.00	06/01/2009
103,808.00		3800. WASHINGTON REAL ESTATE INVESTMENT PROPERTY TYPE: SECURITIES 118,088.00					03/14/2005 -14,280.00	11/13/2009
38,912.00		1615. GARMIN LTD ORD PROPERTY TYPE: SECURITIES 40,747.00					11/14/2003 -1,835.00	04/29/2009
TOTAL GAIN(LOSS)							----- 69,551. =====	

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
BOARDWALK PIPELINE	3,900.	-2,951.
	-----	-----
TOTALS	3,900.	-2,951.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	750.			750.
TOTALS	750.	NONE	NONE	750.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	1,552.	1,552.
FEDERAL ESTIMATES - INCOME	37,893.	
	-----	-----
TOTALS	39,445.	1,552.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
OTHER ALLOCABLE EXPENSE-PRINCI	11,263.	11,263.
OTHER NON-ALLOCABLE EXPENSE -	35.	35.
OTHER NON-ALLOCABLE EXPENSE -	248.	248.
	-----	-----
TOTALS	11,546.	11,546.
	=====	=====

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

DESCRIPTION -----	AMOUNT -----
LOAN PROCEEDS FR KEMPER MUSEUM	70,000.
ROUNDING	3.

TOTAL	70,003.
	=====

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

DESCRIPTION -----	AMOUNT -----
FOREIGN W/H REVERSED IN 2009 FOR 2008	230.
ROC ADJ. ON THE SALE OF WA RE INVEST	858.
ACCRUED INTEREST PAID	560.
ADJUSTED BASIS ON ART WORK	45,000.

TOTAL	46,648.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED

=====

MO

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

=====

OFFICER NAME:

UMB BANK, N.A.

ADDRESS:

P.O. BOX 419692

KANSAS CITY, MO 64141

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION 125,764.

OFFICER NAME:

R. CROSBY KEMPER

ADDRESS:

% UMB BANK, P O BOX 41962

KANSAS CITY, MO 64141

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION 125,764.

TOTAL COMPENSATION:

251,528.

=====

RECIPIENT NAME:
KANSAS CITY SYMPHONY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
KEMPER MUSEUM OF CONTEMPORARY
ARTS
ADDRESS:
4200 WARWICK BLVD
KANSAS CITY, MO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,439,810.

RECIPIENT NAME:
CHEYENNE MOUNTAIN ZOO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
AGRICULTURAL FUTURE OF
AMERICA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
LIBERTY MEMORIAL ASSOCIATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
SIFE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
INTERNATIONAL RESCUE COMMITTEE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
THOMAS JEFFERSON MEMORIAL
FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 300,000.

RECIPIENT NAME:
JACKSON COUNTY CASA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SURVIVAL ADULT ABUSE CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
OZARKS REGIONAL YMCA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
AMERICAN HEART ASSOCIATIO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
HELP HOSPITALIZED VETERAN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
SHOW ME STATE SERIES
EXCELLENCE IN PUBLIC SERVICE PROG
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CHILDREN'S DIABETES FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
THE PRINCIPIA SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:
CAHOON MUSEUM OF AMERICAN ART
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
FINE ART WORKS CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,000.

TOTAL GRANTS PAID: 2,135,060.
=====



UMB Bank, n.a.
P O Box 419692
Kansas City, MO 64141-7014

Account Title

William T. Kemper Charitable Trust

3

Account Number

100152

Statement of Investment Position

Units
Original Face Asset Description
Equity Securities

Common Stock

		Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
2375	Abbott Laboratories ABT 002824100	45,404 64	19 12	128,226 25	53 99	0 22%	3,800 00	2 96
2375	Alexander & Baldwin Inc AXB 014482103	74,896 57	31 54	81,296 25	34 23	0 14%	2,992 50	3 68
2990	Ameren Corp AEE 023608102	141,708 22	47 39	83,570 50	27 95	0 15%	4,604 60	5 51
1615	American Science & Engr Inc ASEI 029429107	98,616 74	61 06	122,481 60	75 84	0 21%	1,292 00	1 05
10329	Apache Corp APA 037411105	82,914 25	8 03	1,065,642 93	103.17	1 85%	6,197 40	0 58
4200	Archer Daniels Midland CO ADM 039483102	160,375 50	38 18	131,502 00	31 31	0 23%	2,352 00	1 79
6410	AT & T Inc T 00206R102	58,603 13	9 14	179,672 30	28 03	0 31%	10,768 80	5 99

UMB -08000- 0472989042 1346113461E01UMB1 CUSTUMBSTMT00000000246UMBSTMT100152 MSETINC

529786



UMB Bank, n.a.
P.O. Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

William T. Kemper Charitable Trust
100152

4

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
760	Baldor Electric Co BEZ 057741100	26,193 40	34 47	21,348 40	28 09	0 04%	516 80	2 42
6280	Barrick Gold Corp ABX 067901108	186,845 95	29 75	247,306 40	39 38	0 43%	2,512 00	1 02
4675	BHP Billiton Ltd One ADR Represents 2 Ord Shrs BHP 088606108	34,730 47	7 43	358,011 50	76 58	0 62%	7,667 00	2 14
5000	BlueScope Steel Ltd Ord Sedol #6533232 AU BSL AU Q1415L102	14,627 94	2 93	13,946 80	2 79	0 02%	224 23	1 61
23195	BP Plc 1 Spon ADR Represents 6 Ord Shrs BP 055622104	368,499 84	15 89	1,344,614 15	57 97	2 34%	77,935 20	5 80
760	British Sky Broadcasting Group Plc One ADR Represents 4 Ord Shrs BSY 111013108	32,683 80	43 01	27,527 20	36 22	0 05%	840 56	3 05
2518	Burlington Northern Santa Fe Corp BNJ 12189T104	24,490 37	9 73	248,325 16	98 62	0 43%	4,028 80	1 62
1615	Canadian Pacific Railway Ltd CP 13645T100	32,057 75	19 85	87,210 00	54 00	0 15%	1,506 80	1 73
760	Casey's General Stores Inc CASY 147528103	7,448 00	9 80	24,251 60	31 91	0 04%	258 40	1 07
5132	Cemex SAB de CV 1 ADR Repsts 10 CPDs CX 151290889	84,988 84	16 56	60,660 24	11 82	0 11%		
3700	Cenovus Energy Inc CVE-W 15135U109	99,657 56	26 93	93,240 00	25 20	0 16%	740 00	0 79



UMB Bank, n.a.
P.O. Box 419692
Kansas City, MO 64141-7014

Account Title **William T. Kemper Charitable Trust**
Account Number **100152**

5

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
7980	Cerner Corp CERN 156782104	178,425 30	22 36	657,871 20	82 44	1 14%		
2783	Chevron Corp CVX 166764100	73,301 51	26 34	214,263 17	76 99	0 37%	7,569 76	3 53
3955	Cintas Corp CTAS 172908105	23,095 12	5 84	103,106 85	26 07	0 18%	1,858 85	1 80
7220	Cisco Systems Inc CSCO 17275R102	49,216 34	6 82	172,846 80	23 94	0 30%		
1440	Cliffs Natural Resources Inc. CLF 16683K101	50,173 92	34 84	66,369 60	46 09	0 12%	504 00	0 76
760	Colgate Palmolive Co CL 194162103	49,400 00	65 00	62,434 00	82 15	0 11%	1,337 60	2 14
5482	Commerce Bancshares Inc CBSH 200525103	95,863 92	17 49	212,263.04	38 72	0 37%	5,262 72	2 48
9514	ConocoPhillips COP 20825C104	219,144 88	23 03	485,879 98	51 07	0 85%	19,028 00	3 92
3230	Cooper Industries, Ltd CBE G24140108	131,966.41	40 86	137,727 20	42 64	0 24%	3,230 00	2 35
3040	Curtiss Wright Corp CW 231561101	81,960 07	26 96	95,212 80	31 32	0 17%	972 80	1 02
2210	Devon Energy Corp New DVN 25179M103	27,001 69	12 22	162,435 00	73 50	0 28%	1,414 40	0 87
640	Diamond Offshore Drilling IN DO 25271C102	50,137 60	78 34	62,988 80	98 42	0 11%	320 00	0 51
1520	Dominion Resources Inc D 25746U109	30,833 20	20 29	59,158 40	38 92	0 10%	2,660 00	4 50





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Account Title
Account Number

William T. Kemper Charitable Trust
100152

6

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
1530	Du Pont E I De Nemours & Co DD 263534109	27,234 00	17 80	51,515.10	33 67	0 09%	2,509.20	4.87
3230	Ebay Inc EBAY 278642103	121,284 35	37 55	76,001 90	23 53	0 13%		
5605	EMC Corp EMC 268648102	72,221 79	12 89	97,919 35	17 47	0 17%		
3230	Empire District Electric Co EDE 291641108	57,696 12	17.86	60,497 90	18 73	0 11%	4,134 40	6 83
3700	Encana Corp (USD) ECA 292505104	105,821 94	28 60	119,843.00	32 39	0 21%	2,960 00	2 47
13675	ExxonMobil Corp XOM 30231G102	164,755 00	12 05	932,498 25	68 19	1 62%	22,974 00	2 46
7980	Fedex Corp FDX 31428X106	328,582 27	41 18	665,931 00	83 45	1 16%	3,511 20	0 53
1825	FPL Group Inc FPL 302571104	57,368 87	31 43	96,396 50	52 82	0.17%	3,449 25	3 58
2000	France Telecom Group FTE 35177Q105	52,309 89	26.15	50,480 00	25 24	0 09%	3,330 00	6 60
1615	Gallagher Arthur J & CO AJG 363576109	45,284 60	28 04	36,353 65	22 51	0 06%	2,067 20	5 69
1615	GlaxoSmithKline Plc One ADR rpsig 2 Ord Shares GSK 37733W105	31,690 25	19 62	68,233 75	42 25	0 12%	2,995 83	4 39
1995	Great Plains Energy Inc GXP 391164100	43,847 45	21 98	38,683 05	19 39	0 07%	1,655 85	4.28
1995	Heinz H J Co HNZ 423074103	57,214 47	28 68	85,306 20	42 76	0 15%	3,351 60	3 93



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Account Title
Account Number

William T. Kemper Charitable Trust
100152

7

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
1710	Hubbell Inc HUB/B 443510201	44,052 86	25.76	80,883 00	47 30	0 14%	2,394 00	2 96
3230	International Business Machines IBM 459200101	41,868 87	12 96	422,807 00	130 90	0 74%	7,106 00	1 68
3560	Johnson & Johnson JNJ 478160104	213,515 04	59 98	229,299 60	64.41	0 40%	6,977 60	3 04
4845	Kansas City Life Insurance Co KCLI 484836101	106,280.00	21 94	144,138 75	29 75	0 25%	5,232 60	3 63
3230	Knightbridge Tankers Ltd VLCCF G5299G106	104,377 50	32 32	42,829 80	13 26	0 07%		
2945	Kraft Foods Inc KFT 50075N104	86,514 55	29 38	80,045 10	27 18	0 14%	3,416 20	4.27
950	L-3 Communications Holdings Inc LLL 502424104	105,105 15	110.64	82,602 50	86 95	0 14%	1,330 00	1 61
5605	Lilly Eli & Co LLY 532457108	75,938 25	13 55	200,154 55	35 71	0 35%	10,985 80	5 49
8500	Marathon Oil Corp MRO 565849106	99,766 25	11 74	265,370 00	31 22	0 46%	8,160 00	3 07
3230	McCormick & Co Inc MKC 579780206	35,328 12	10 94	116,699.90	36.13	0 20%	3,359.20	2 88
6365	McGraw-Hill Cos Inc MHP 580645109	50,303 39	7 90	213,291 15	33 51	0 37%	5,728 50	2 69
715	Medtronic Inc MDT 585055106	32,282 25	45 15	31,445 70	43 98	0 05%	586 30	1 86
4602	Merck & Co Inc MRK 58933Y105	51,787 66	11 25	168,157 08	36 54	0 29%	6,995 04	4 16





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Kansas City, MO 64141-7014

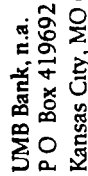
Account Title
Account Number

William T. Kemper Charitable Trust
100152

8

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
1615	MGE Energy Inc MGEE 55277P104	50,959 71	31 55	57,720 10	35 74	0 10%	2,380 51	4 12
3515	Microsoft Corp MSFT 594918104	79,331 75	22 57	107,137 20	30 48	0 19%	1,827 80	1 71
4590	Monarch Cement Co MCEM 609031109	77,094 10	16 80	139,995 00	30 50	0 24%	4,222 80	3 02
4845	Mueller Paul CO MUEL 624752101	141,325 22	29 17	97,384 50	20 10	0 17%		
12410	Murphy Oil Corp MUR 626717102	104,833 34	8 45	672,622 00	54 20	1 17%	12,410 00	1 85
3780	Newmont Mining Corp NEM 651639106	77,844 92	20 59	178,831 80	47 31	0 31%	1,512 00	0 85
6120	Noble Energy Inc NBL 655044105	66,177 94	10 81	435,866 40	71 22	0 76%	4,406 40	1 01
2250	Nucor Corp NUE 670346105	27,278 91	12 12	104,962 50	46 65	0 18%	3,240 00	3 09
6600	Oracle Corp ORCL 68389X105	35,881 74	5 44	161,898 00	24 53	0 28%	1,320 00	0 82
1615	Pepsico Inc PEP 713448108	18,076 33	11 19	98,192 00	60 80	0 17%	2,907 00	2 96
12825	Qualcomm Inc QCOM 747525103	42,983 79	3 35	593,284 50	46 26	1 03%	8,721 00	1 47
950	Raytheon Co RTN 755111507	40,623 00	42 76	48,944 00	51 52	0 09%	1,178 00	2 41
360	Rio Tinto Plc One Spon ADR Represents 4 Ord Shrs RTP 767204100	88,422 48	245 62	77,540 40	215 39	0 13%	1,958 40	2 53



William T. Kemper Charitable Trust
100152

52

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
1615	SCANA Corp SCG 80589M102	55,832 16	34 57	60,853 20	37 68	0 11%	3,036 20	4 99
1360	Schlumberger Ltd SLB 806857108	26,836 86	19 73	88,522 40	65 09	0 15%	1,142 40	1 29
3230	Sherwin Williams CO SHW 824348106	74,928 60	23 20	199,129 50	61 65	0 35%	4,586 60	2 30
1995	Target Corp TGT 87612E106	48,165 48	24 14	96,498 15	48 37	0 17%	1,356 60	1 41
3990	Torchmark Corp TMK 891027104	108,275 55	27 14	175,360 50	43 95	0 31%	2,394 00	1 37
120	Transocean Ltd RIG H8817H100	2,872 32	23 94	9,936 00	82 80	0 02%		
53922	UMB Financial Corp UMBF 902788108	636,562 50	11 81	2,121,830 70	39 35	3 69%	39,902 28	1 88
1615	United Parcel Service Inc Class B Shares UPS 911312106	96,710 24	59 88	92,652 55	57 37	0.16%	2,907.00	3 14
1615	United Technologies Corp UTX 913017109	54,587 00	33 80	112,097 15	69 41	0 20%	2,487 10	2 22
1980	Vale SA-SP ADR 1 ADR Repsts 1 Ord Shr VALE 91912E105	21,609 42	10 91	57,479 40	29 03	0 10%	445 50	0 78
3990	Verizon Communications Inc VZ 92343V104	83,251 23	20 86	132,188 70	33 13	0 23%	7,581 00	5 73
1435	Weyerhaeuser Co WY 962166104	45,599 20	31 78	61,905 90	43 14	0 11%	287 00	0 46
3910	Woodside Petroleum Ltd One ADR Represents 1 Ord Shr	19,823 70	5 07	165,975 59	42 45	0 29%	3,272 67	1 97





UMB Bank, n.a.
P O Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

William T. Kemper Charitable Trust
100152

10

Statement of Investment Position (continued)

Units Original Face	Asset Description WOPEY 980228308	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
Total Common Stock		6,973,581.31		17,417,582.04		30.30%	403,087.25	2.31
Other Equities								
7600	Boardwalk Pipeline Partners LP 096627104	225,987.04	29.74	228,228.00	30.03	0.40%	15,048.00	6.59
Total Other Equities		225,987.04		228,228.00		0.40%	15,048.00	6.59
Total Equity Securities		7,199,568.35		17,645,810.04		30.70%	418,135.25	2.37
Fixed Income Securities								
Gov't & Agency Bonds								
50000	Federal Home Loan Bank DTD 1/6/2006 4 625% Ser 616 2/18/2011 AAA 3133XECU1	50,202.92	1.00	52,203.00	104.41	0.09%	2,312.50	4.43
1000000	Federal Home Loan Bank DTD 4/24/2008 3 000% Ser 1 9/10/2010 AAA 3133XQYX4	1,025,470.00	1.03	1,016,560.00	101.66	1.77%	30,000.00	2.95
400000	Federal Home Loan Bank DTD 6/4/2009 0 550% Ser 5 6/4/2010 AAA 3133XTUJ3	400,132.00	1.00	400,624.00	100.16	0.70%	2,200.00	0.55
1000000	Federal Home Loan Bank DTD 8/17/2009 0 600% 9/17/2010 AAA 3133XUJ79	1,000,560.00	1.00	1,000,310.00	100.03	1.74%	6,000.00	0.60
1100000	Federal Home Loan Mortgage Corp DTD 7/6/2005 4 500% 7/6/2010 AAA 3128X4DQ1	1,137,816.90	1.03	1,122,495.00	102.05	1.95%	49,500.00	4.41
50000	Federal National Mortgage Assn DTD 5/18/2007 4 875% 5/18/2012 AAA 31398ABX9	50,537.00	1.01	53,953.00	107.91	0.09%	2,437.50	4.52



UMB Bank, n.a.
P.O. Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

William T. Kemper Charitable Trust
100152

11

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
33067 0145 850000	Govt National Mtg Assn DTD 1/1/1998 6 5000% 1/15/2013 36208TS27 Pool # 460537	32,173 18	0 97	35,547 04	107 50	0 06%	2,149 36	6 05
19310 65 1000000	Govt National Mtg Assn DTD 1/1/1998 7 0000% 1/15/2013 36207JTT0 Pool # 433562	19,208 06	0 99	20,647 31	106 92	0 04%	1,351 75	6 55
22251 6648 720000	Govt National Mtg Assn DTD 1/1/2000 7 0000% 6/15/2013 36225BHA9 Pool # 781125	22,098 70	0 99	23,764 08	106 80	0 04%	1,557 62	6 55
9992 7875 1250000	Govt National Mtg Assn DTD 2/1/2000 7 0000% 2/15/2015 36211TRS6 Pool # 522597	9,830 39	0 98	10,789 09	107 97	0 02%	699 50	6 48
4851 3116 270386	Govt National Mtg Assn DTD 2/1/2000 7 0000% 2/15/2015 36210XNJ2 Pool # 505393	4,772 46	0 98	5,237 90	107 97	0 01%	339 59	6 48
30203 6766 868968	Govt National Mtg Assn DTD 6/1/1998 6 5000% 6/15/2013 36209QJB2 Pool # 478258	29,387 24	0 97	32,468 95	107 50	0 06%	1,963 24	6 05
10113 933 75000	Govt National Mtg Assn DTD 6/1/2002 5 5000% 6/20/2017 36202DS93 Pool # 003244	10,215 07	1 01	10,771 34	106 50	0 02%	556 27	5 16
17995 0365 1050000	Govt National Mtg Assn DTD 8/1/1999 7 0000% 8/15/2014 36211D2H2	17,815 07	0 99	19,417 77	107 91	0 03%	1,259 65	6 49





UMB Bank, n.a.
P.O. Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

William T. Kemper Charitable Trust
100152

12

Statement of Investment Position (continued)

Units Original Face	Asset Description Pool # 510276	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
1700000	United States Treas Nts DTD 2/15/2002 4 875% 2/15/2012 AAA 9128277L0	1,699,535 16	1 00	1,829,234 00	107 60	3 18%	82,875 00	4 53
375000	United States Treas Nts DTD 8/15/2002 4 375% 8/15/2012 AAA 912828AJ9	367,060 55	0 98	403,447 50	107 59	0 70%	16,406 25	4 07
850000	United States Treasury Notes DTD 10/31/2006 4 625% 10/31/2011 AAA 912828FW5	854,183 60	1 00	905,148 00	106 49	1 57%	39,312 50	4 34
4425000	United States Treasury Notes DTD 11/15/2005 4 500% 11/15/2010 AAA 912828EM8	4,392,475 58	0 99	4,578,990 00	103 48	7 97%	199,125 00	4 35
900000	United States Treasury Notes DTD 2/15/2001 5 000% 2/15/2011 AAA 9128276T4	904,710 94	1 01	943,209 00	104 80	1 64%	45,000 00	4 77
500000	United States Treasury Notes DTD 2/15/2007 4 750% 2/15/2010 AAA 912828GG9	499,609 38	1 00	502,615 00	100 52	0 87%	23,750 00	4 73
325000	United States Treasury Notes DTD 3/15/2005 4 000% 3/15/2010 AAA 912828DP2	320,873 04	0 99	327,450 50	100 75	0 57%	13,000 00	3 97
850000	United States Treasury Notes DTD 3/31/2006 4 750% 3/31/2011 AAA 912828FA3	846,679 69	1 00	891,701 00	104 91	1 55%	40,375 00	4 53
400000	United States Treasury Notes DTD 3/31/2007 4 500% 3/31/2012 AAA 912828GM6	402,515 63	1 01	428,124 00	107 03	0 74%	18,000 00	4 20
350000	United States Treasury Notes DTD 4/30/2006 4 875% 4/30/2011	350,232 42	1 00	368,648 00	105 33	0 64%	17,062 50	4 63



UMB Bank, n.a.
P.O. Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

William T. Kemper Charitable Trust
100152

13

Statement of Investment Position (continued)

Units Original Face	Asset Description AAA 912828FD7	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
1500000	United States Treasury Notes DTD 4/30/2008 2.125% 4/30/2010 AAA 912828HX1	1,496,953.13	1.00	1,509,675.00	100.65	2.63%	31,875.00	2.11
400000	United States Treasury Notes DTD 5/31/2006 4.875% 5/31/2011 AAA 912828FH8	402,015.63	1.01	422,608.00	105.65	0.74%	19,500.00	4.61
150000	United States Treasury Notes DTD 6/30/2006 5.125% 6/30/2011 AAA 912828FK1	151,541.01	1.01	159,393.00	106.26	0.28%	7,687.50	4.82
2000000	United States Treasury Notes DTD 6/30/2008 2.875% 6/30/2010 AAA 912828JC5	1,997,343.75	1.00	2,026,180.00	101.31	3.52%	57,500.00	2.84
2725000	United States Treasury Notes DTD 8/31/2006 4.625% 8/31/2011 AAA 912828FS4	2,714,909.18	1.00	2,889,562.75	106.04	5.03%	126,031.25	4.36
400000	United States Treasury Notes DTD 9/30/2006 4.500% 9/30/2011 AAA 912828FU9	402,625.00	1.01	424,092.00	106.02	0.74%	18,000.00	4.24
Total Gov't & Agency Bonds		21,613,482.68		22,414,866.23		38.99%	857,826.98	3.83
Corporate Bonds								
800000	AT&T Inc DTD 12/6/2007 4.950% 1/15/2013 Senior Unsecured Notes A 00206RAF9	844,514.00	1.06	853,504.00	106.69	1.48%	39,600.00	4.64
200000	Berkshire Hathaway Fin Corp DTD 11/15/2008 4.600% 5/15/2013 AAA 084664BD2	205,914.00	1.03	211,220.00	105.61	0.37%	9,200.00	4.36
100000	Berkshire Hathaway Fin Corp DTD 8/6/2008 5.000% 8/15/2013	109,040.00	1.09	107,530.00	107.53	0.19%	5,000.00	4.65



UMB Bank, n.a.
P.O. Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

William T. Kemper Charitable Trust
100152

14

Statement of Investment Position (continued)

Units Original Face	Asset Description AAA 084664BG5	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
500000	Bhp Billiton Finance DTD 4/17/2003 4 800% 4/15/2013 A+ 055451AA6	531,040 00	1 06	532,205 00	106 44	0 93%	24,000.00	4 51
700000	Caterpillar Financial Services Corp MTN DTD 12/5/2005 5.050% Ser F 12/1/2010 A 14912L2W0	724,188 00	1 03	728,252 00	104 04	1 27%	35,350.00	4 85
800000	Chevron Corporation DTD 3/3/2009 3 450% 3/3/2012 Senior Notes AA 166751AK3	830,590 00	1 04	831,456 00	103 93	1 45%	27,600 00	3 32
200000	Coca Cola Co DTD 3/6/2009 3 625% 3/15/2014 Senior Notes A+ 191216AL4	205,138 00	1 03	206,158 00	103 08	0 36%	7,250 00	3 52
200000	Hewlett Packard Co DTD 2/26/2009 4 750% 6/2/2014 Sr Unsecured Notes A 428236AV5	209,600 00	1 05	213,572 00	106 79	0 37%	9,500 00	4 45
500000	Hewlett Packard Co DTD 5/27/2009 2 250% 5/27/2011 Sr Notes A 428236AX1	507,510 00	1 02	507,100 00	101 42	0 88%	11,250.00	2 22
800000	IBM Corp DTD 11/6/2009 2 100% 5/6/2013 Sr Unsecured Notes A+ 459200GR6	802,048 00	1 00	798,400 00	99 80	1 39%	16,800 00	2 10
400000	John Deere Capital Corp DTD 3/30/2009 5 250% Ser MTN 10/1/2012 A 24422EQW2	432,132 00	1 08	431,976 00	107 99	0 75%	21,000 00	4 86



UMB Bank, n.a.
P.O. Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

William T. Kemper Charitable Trust
100152

15

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
		Total	Unit	Total	Price			
300000	John Deere Capital Corp MTN DTD 8/27/2007 5 350% Ser D 1/17/2012 Senior Unsecured Notes A 24422EQJ1	309,714.00	1.03	320,598.00	106.87	0.56%	16,050.00	5.01
350000	McDonalds Corp MTN DTD 3/1/2008 4.300% Ser I 3/1/2013 Senior Unsecured Notes A 58013MED2	374,874.50	1.07	370,258.00	105.79	0.64%	15,050.00	4.06
200000	Walt Disney Company DTD 12/22/2008 4.500% 12/15/2013 A 254687AW6	208,488.00	1.04	212,450.00	106.23	0.37%	9,000.00	4.24
Total Fixed Income Securities		6,294,790.50		6,324,679.00		11.00%	246,650.00	3.90
Cash & Equivalents		27,908,273.18		28,739,545.23		50.00%	1,104,476.98	3.84
Money Market Funds								
74975.02	Fidelity Treasury Only Fund #680 233809300	74,975.02	1.00	74,975.02	1.00	0.13%	7.40	0.01
Total Money Market Funds		74,975.02		74,975.02		0.13%	7.40	0.01
Cash								
110703.49	Cash USD	110,703.49	1.00	110,703.49	1.00	0.19%		
Total Cash & Equivalents		110,703.49		110,703.49		0.32%	7.40	





UMB Bank, n.a.
P O Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

William T. Kemper Charitable Trust
100152

16

Statement of Investment Position (continued)

Units	Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
			Total	Unit	Total	Price			
Miscellaneous									
Miscellaneous - Other									
1		505 ounces (101 five ounce bars) @ \$991 = \$500,455.00 MAN017744	500,455 00	500,455 00	500,455.00	500,455 00	0	87%	
1		70% Interest The Chestnut Tree-Red Oil On Canvas By Georgia O'Keefe 36 1/8 X 30 1/16 Purchased 1992 On Loan to KMCA MAN016370	875,293 55	875,293 55	2,100,000 00	2,100,000 00	3	65%	
1		Fog Bell By Andrew Wyeth Watercolor On Paper, 1967 Signed & Dated 28" x 19" On Loan to KMCA MAN017759	405,000 00	405,000 00	450,000 00	450,000.00	0	78%	
1		LaGaité (2) 1965 By Joseph Cornell Collage on Board, 17 1/2 x 13 1/2" On Loan to KMCA MAN017794	65,000 00	65,000 00	80,000 00	80,000 00	0	14%	
1		Mysteries Red Light, 1999 By Kenneth Noland Acrylic on Canvas, 60" x 60" On Loan to KMCA MAN016662	280,000 00	280,000 00	280,000 00	280,000 00	0	49%	
1		Painting "Untitled" By Willem Dekooning 1977 Oil On Canvas 60 x 48 Purchased in 1999 On Loan To KMCA MAN127091	1,000,000 00	1,000,000 00	7,000,000 00	7,000,000 00	12	18%	



UMB Bank, n.a.
P O Box 419692
Kansas City, MO 64141-7014

Account Title
Account Number

William T. Kemper Charitable Trust
100152

17

Statement of Investment Position (continued)

Units	Original Face	Asset Description	Cost Basis		Market Value		% of Account	Estimated Annual Income	Market Yield
			Total	Unit	Total	Price			
0 5	Warming Trend, 2002 By Helen Frankenthaler Acrylic on Canvas - Signed & Dated 74 3/4" By 84 1/4" On Loan to KMCA MAN017758		500,000 00	1,000,000 00	500,000 00	1,000,000 00	0 87%		
Total Miscellaneous - Other			3,625,748 55		10,910,455 00		18 98%		
Total Assets			3,625,748 55		10,910,455 00		18 98%		
Account Total			38,919,268 59		57,481,488 78		100 00%	1,522,619 63	2 65