Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No. 1545-0052

2009

ENVELOPE POSTMARK DATE AUG 10 2010

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

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

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

Name of foundation: ARVIN GOTTLIEB CHARITABLE FOUNDATION 100156

Number and street (or P O box number if mail is not delivered to street address): UMB BANK, P. O. BOX 419692 M/S 1020305 | Room/suite

City or town, state, and ZIP code: KANSAS CITY, MO 64141-6692

A Employer identification number: 43-6380792

B Telephone number (see page 10 of the instructions): (816) 860-1933

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 33,652,734.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify) ____________
(Part I, column (d) must be on cash basis.)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	4,692.			
	2 Check ▶ [X] if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	700,208.	678,252.		STMT 1
	5a Gross rents	629,112.	629,112.	NONE	
	b Net rental income or (loss) 596,568.				
	6a Net gain or (loss) from sale of assets not on line 10	-182,014.			
	b Gross sales price for all assets on line 6a 4,804,137.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	8,005.	203,510.		STMT 2
	12 **Total.** Add lines 1 through 11	1,160,003.	1,510,874.	NONE	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	166,322.	124,742.		41,581.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 3	1,980.	495.	NONE	1,485.
	b Accounting fees (attach schedule) STMT 4	750.	NONE	NONE	750.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	35,420.	7,456.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT. 6	59,663.	59,663.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	264,135.	192,356.	NONE	43,816.
	25 Contributions, gifts, grants paid	1,244,500.			1,244,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,508,635.	192,356.	NONE	1,288,316.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-348,632.			
	b **Net investment income** (if negative, enter -0-)		1,318,518.		
	c **Adjusted net income** (if negative, enter -0-)			NONE	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	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)	22,767,212.	22,638,142.	26,338,984.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	3,325,804.	3,325,804.	7,313,750.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	26,093,016.	25,963,946.	33,652,734.
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	26,093,016.	25,963,946.	
	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)	26,093,016.	25,963,946.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	26,093,016.	25,963,946.	

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	26,093,016.
2	Enter amount from Part I, line 27a	2	-348,632.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	219,563.
4	Add lines 1, 2, and 3	4	25,963,947.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	1.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	25,963,946.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-182,014.
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	1,620,919.	33,599,641.	0.04824215235
2007	2,127,472.	35,514,253.	0.05990473740
2006	1,907,613.	34,199,250.	0.05577938113
2005	1,095,405.	33,159,832.	0.03303409378
2004	1,874,198.	32,048,430.	0.05848018140

2 Total of line 1, column (d)	2	0.25544054606
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	0.05108810921
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	31,096,617.
5 Multiply line 4 by line 3	5	1,588,667.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,185.
7 Add lines 5 and 6	7	1,601,852.
8 Enter qualifying distributions from Part XII, line 4	8	1,288,316.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of ruling letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	26,370.
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	26,370.
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	26,370.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	22,264.		
b	Exempt foreign organizations-tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	19,736.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	42,000.
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	15,630.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 13,186. **Refunded** ▶			11	2,444.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ UMB BANK, N.A. Telephone no. ▶ (816)860-1933

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . **6b** No: X

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		166,322.	-0-	-0-

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

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

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

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	21,410,550.
b	Average of monthly cash balances	1b	2,845,870.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	7,313,750.
d	**Total** (add lines 1a, b, and c)	1d	31,570,170.
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	31,570,170.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	473,553.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,096,617.
6	**Minimum investment return.** Enter 5% of line 5	6	1,554,831.

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	1,554,831.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	26,370.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	26,370.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,528,461.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,528,461.
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	1,528,461.

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	1,288,316.
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	1,288,316.
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	1,288,316.

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				1,528,461.
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 ...... 323,316.				
b	From 2005 ...... NONE				
c	From 2006 ...... 249,338.				
d	From 2007 ...... 400,891.				
e	From 2008 ...... NONE				
f	**Total** of lines 3a through e	973,545.			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 1,288,316.				
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				1,288,316.
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).)*	240,145.			240,145.
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	733,400.			
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)	83,171.			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	650,229.			
10	Analysis of line 9:				
a	Excess from 2005 ... NONE				
b	Excess from 2006 ... 249,338.				
c	Excess from 2007 ... 400,891.				
d	Excess from 2008 ... NONE				
e	Excess from 2009 ... NONE				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 24				
Total . . . . . . ▶ **3a**				1,244,500.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	700,208.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property			16	596,568.	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-182,014.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b FEDERAL TAX REFUND			1	8,005.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,122,767.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,122,767.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Michelle Sullivan | 08/09/2010 | VP-UMB I+WM

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature [signature]	Date 08/09/2010	Check if self-employed ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions) P00162244
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

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					64.	
		4675. AFLAC INC PROPERTY TYPE: SECURITIES					03/15/2006	01/28/2009
113,119.00		216,499.00					-103380.00	
		250. AT & T INC PROPERTY TYPE: SECURITIES					11/01/2006	08/27/2009
6,606.00		8,493.00					-1,887.00	
		500. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					04/23/2008	08/27/2009
23,292.00		25,320.00					-2,028.00	
		3200. AETNA INC PROPERTY TYPE: SECURITIES					10/31/2007	04/30/2009
70,574.00		178,541.00					-107967.00	
		150. AIR PRODUCTS & CHEMICALS INC PROPERTY TYPE: SECURITIES					04/30/2009	08/27/2009
11,346.00		9,848.00					1,498.00	
		698.324 ALLIANZ FUND NFJ SMALL-CAP VALUE PROPERTY TYPE: SECURITIES					06/12/2008	08/27/2009
15,035.00		21,013.00					-5,978.00	
		400. AMEREN CORP PROPERTY TYPE: SECURITIES					01/22/2003	08/27/2009
11,006.00		16,372.00					-5,366.00	
		150. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					03/13/2008	08/27/2009
25,279.00		18,759.00					6,520.00	
		100. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					10/17/2008	08/27/2009
6,984.00		7,089.00					-105.00	
		500. BHP LTD SPONSORED ADR REPSTG 2 ORD PROPERTY TYPE: SECURITIES					03/15/2006	08/27/2009
31,772.00		18,240.00					13,532.00	

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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)	
		350. CATERPILLAR INC PROPERTY TYPE: SECURITIES					05/18/2009	08/27/2009
16,451.00		13,203.00					3,248.00	
		250. CERNER CORP PROPERTY TYPE: SECURITIES					06/30/2009	08/27/2009
15,983.00		15,390.00					593.00	
		360. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					07/24/1996	08/27/2009
25,572.00		10,439.00					15,133.00	
		400. CHICAGO BRIDGE & IRON CO N V NY SHA PROPERTY TYPE: SECURITIES					04/23/2008	08/27/2009
6,262.00		18,655.00					-12,393.00	
		850. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES					02/02/2001	08/27/2009
18,491.00		41,491.00					-23,000.00	
		500. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					02/05/2001	08/27/2009
22,862.00		15,488.00					7,374.00	
		200. COSTCO WHOLESALE CORP PROPERTY TYPE: SECURITIES					10/17/2008	08/27/2009
10,270.00		11,538.00					-1,268.00	
		300. CULLEN FROST BANKERS PROPERTY TYPE: SECURITIES					06/22/2004	08/27/2009
14,908.00		13,158.00					1,750.00	
		350. DEERE & CO PROPERTY TYPE: SECURITIES					05/18/2009	08/27/2009
15,755.00		15,507.00					248.00	
		400. DELL INC PROPERTY TYPE: SECURITIES					02/25/2009	08/27/2009
5,850.00		3,232.00					2,618.00	
		1800. DELL INC PROPERTY TYPE: SECURITIES					02/25/2009	10/01/2009
27,260.00		14,544.00					12,716.00	

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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)	
		750. DUKE ENERGY HLDG CORP PROPERTY TYPE: SECURITIES					04/30/2009	08/27/2009
11,696.00		10,346.00					1,350.00	
		450. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					12/23/1999	08/27/2009
16,805.00		13,192.00					3,613.00	
		850. EMPIRE DISTRICT ELECTRIC CO PROPERTY TYPE: SECURITIES					08/05/2005	08/27/2009
15,941.00		19,726.00					-3,785.00	
		450. ENCANA CORP PROPERTY TYPE: SECURITIES					12/12/2003	08/27/2009
23,681.00		8,495.00					15,186.00	
		150. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					10/07/1994	08/27/2009
10,638.00		2,201.00					8,437.00	
		300000. FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES					05/21/2009	12/08/2009
300,000.00		300,000.00						
		500000. FEDERAL FARM CREDIT BANK DTD 4/2 PROPERTY TYPE: SECURITIES					04/21/2006	04/24/2009
500,000.00		499,375.00					625.00	
		250000. FEDERAL HOME LOAN BANK 6.525% DU PROPERTY TYPE: SECURITIES					06/15/1999	06/17/2009
250,000.00		246,824.00					3,176.00	
		750000. FEDERAL HOME LOAN BANK DTD 2/27/ PROPERTY TYPE: SECURITIES					03/07/2008	02/27/2009
750,000.00		750,000.00						
		350000. FANNIE MAE DTD 5/20/2009 1.500% PROPERTY TYPE: SECURITIES					05/07/2009	08/20/2009
350,000.00		350,000.00						
		144873.896 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	01/15/2009
3,593.00		3,660.00					-67.00	

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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)	
		142069.092 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	02/17/2009
2,805.00		2,857.00					-52.00	
		140836.952 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	03/16/2009
1,232.00		1,255.00					-23.00	
		137609.256 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	04/15/2009
3,228.00		3,288.00					-60.00	
		134553.708 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	05/15/2009
3,056.00		3,113.00					-57.00	
		131577.244 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	06/15/2009
2,976.00		3,032.00					-56.00	
		127955.376 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	07/15/2009
3,622.00		3,690.00					-68.00	
		124197.7 GOVT NATIONAL MTG ASSN DTD 5/1/ PROPERTY TYPE: SECURITIES					05/06/2003	08/17/2009
3,758.00		3,828.00					-70.00	
		122355.024 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	09/15/2009
1,843.00		1,877.00					-34.00	
		118969.78 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES					05/06/2003	10/15/2009
3,385.00		3,449.00					-64.00	
		111396.716 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	11/16/2009
7,573.00		7,715.00					-142.00	
		108118.384 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					05/06/2003	12/15/2009
3,278.00		3,340.00					-62.00	

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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)	
		102752.391 GOVT NATIONAL MTG ASSN DTD 4/ PROPERTY TYPE: SECURITIES					04/30/2003	01/15/2009
1,438.00		1,494.00					-56.00	
		101624.457 GOVT NATIONAL MTG ASSN DTD 4/ PROPERTY TYPE: SECURITIES					04/30/2003	02/17/2009
1,128.00		1,172.00					-44.00	
		100764.42 GOVT NATIONAL MTG ASSN DTD 4/1 PROPERTY TYPE: SECURITIES					04/30/2003	03/16/2009
860.00		893.00					-33.00	
		98600.916 GOVT NATIONAL MTG ASSN DTD 4/1 PROPERTY TYPE: SECURITIES					04/30/2003	04/15/2009
2,164.00		2,247.00					-83.00	
		96414.636 GOVT NATIONAL MTG ASSN DTD 4/1 PROPERTY TYPE: SECURITIES					04/30/2003	05/15/2009
2,186.00		2,271.00					-85.00	
		95382.03 GOVT NATIONAL MTG ASSN DTD 4/1/ PROPERTY TYPE: SECURITIES					04/30/2003	06/15/2009
1,033.00		1,073.00					-40.00	
		91324.503 GOVT NATIONAL MTG ASSN DTD 4/1 PROPERTY TYPE: SECURITIES					04/30/2003	07/15/2009
4,058.00		4,215.00					-157.00	
		90406.056 GOVT NATIONAL MTG ASSN DTD 4/1 PROPERTY TYPE: SECURITIES					04/30/2003	08/17/2009
918.00		954.00					-36.00	
		89553.312 GOVT NATIONAL MTG ASSN DTD 4/1 PROPERTY TYPE: SECURITIES					04/30/2003	09/15/2009
853.00		886.00					-33.00	
		88509.459 GOVT NATIONAL MTG ASSN DTD 4/1 PROPERTY TYPE: SECURITIES					04/30/2003	10/15/2009
1,044.00		1,084.00					-40.00	
		87361.338 GOVT NATIONAL MTG ASSN DTD 4/1 PROPERTY TYPE: SECURITIES					04/30/2003	11/16/2009
1,148.00		1,193.00					-45.00	

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)	
		85528.212 GOVT NATIONAL MTG ASSN DTD 4/1 PROPERTY TYPE: SECURITIES					04/30/2003	12/15/2009
1,833.00		1,904.00					-71.00	
		85156.812 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	01/15/2009
726.00		753.00					-27.00	
		81142.593 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	02/17/2009
4,014.00		4,166.00					-152.00	
		78060.621 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	03/16/2009
3,082.00		3,199.00					-117.00	
		77376.291 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	04/15/2009
684.00		710.00					-26.00	
		76668.393 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	05/15/2009
708.00		735.00					-27.00	
		75714.348 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	06/15/2009
954.00		990.00					-36.00	
		74960.085 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	07/15/2009
754.00		783.00					-29.00	
		74237.982 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	08/17/2009
722.00		749.00					-27.00	
		73519.488 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	09/15/2009
718.00		746.00					-28.00	
		72797.7 GOVT NATIONAL MTG ASSN DTD 12/1/ PROPERTY TYPE: SECURITIES					04/30/2003	10/15/2009
722.00		749.00					-27.00	

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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)	
		71497.965 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	11/16/2009
1,300.00		1,349.00					-49.00	
		70641.234 GOVT NATIONAL MTG ASSN DTD 12/ PROPERTY TYPE: SECURITIES					04/30/2003	12/15/2009
857.00		889.00					-32.00	
		68396.08 GOVT NATIONAL MTG ASSN POOL# 00 PROPERTY TYPE: SECURITIES					06/25/2002	01/20/2009
1,245.00		1,253.00					-8.00	
		67577.468 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	02/20/2009
819.00		824.00					-5.00	
		66830.956 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	03/20/2009
747.00		751.00					-4.00	
		66093.436 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	04/20/2009
738.00		742.00					-4.00	
		63326.928 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	05/20/2009
2,767.00		2,784.00					-17.00	
		61105.244 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	06/22/2009
2,222.00		2,236.00					-14.00	
		58303.056 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	07/20/2009
2,802.00		2,820.00					-18.00	
		57604.52 GOVT NATIONAL MTG ASSN POOL# 00 PROPERTY TYPE: SECURITIES					06/25/2002	08/20/2009
699.00		703.00					-4.00	
		56963.232 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	09/21/2009
641.00		645.00					-4.00	

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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)	
		56195.984 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	10/20/2009
767.00		772.00					-5.00	
		55260.308 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	11/20/2009
936.00		942.00					-6.00	
		53940.976 GOVT NATIONAL MTG ASSN POOL# 0 PROPERTY TYPE: SECURITIES					06/25/2002	12/21/2009
1,319.00		1,328.00					-9.00	
		188553.215 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/20/2003	01/20/2009
2,441.00		2,497.00					-56.00	
		187156.05 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES					11/20/2003	02/20/2009
1,397.00		1,429.00					-32.00	
		183282.545 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/20/2003	03/20/2009
3,874.00		3,962.00					-88.00	
		179836.285 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/20/2003	04/20/2009
3,446.00		3,525.00					-79.00	
		174993.58 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES					11/20/2003	05/20/2009
4,843.00		4,954.00					-111.00	
		171428.13 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES					11/20/2003	06/22/2009
3,565.00		3,647.00					-82.00	
		166015.785 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/20/2003	07/20/2009
5,412.00		5,537.00					-125.00	
		163791.295 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/20/2003	08/20/2009
2,224.00		2,276.00					-52.00	

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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)	
		150535.165 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/20/2003	09/21/2009
13,256.00		13,561.00					-305.00	
		147725.085 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/20/2003	10/20/2009
2,810.00		2,875.00					-65.00	
		143104.615 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/20/2003	11/20/2009
4,620.00		4,727.00					-107.00	
		141894.05 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES					11/20/2003	12/21/2009
1,211.00		1,238.00					-27.00	
		204243.845 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/25/2003	01/15/2009
2,898.00		2,972.00					-74.00	
		201986.585 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/25/2003	02/17/2009
2,257.00		2,315.00					-58.00	
		198440.92 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES					11/25/2003	03/16/2009
3,546.00		3,636.00					-90.00	
		195001.41 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES					11/25/2003	04/15/2009
3,440.00		3,527.00					-87.00	
		189970.555 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/25/2003	05/15/2009
5,031.00		5,159.00					-128.00	
		186500.88 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES					11/25/2003	06/15/2009
3,470.00		3,558.00					-88.00	
		183865.725 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/25/2003	07/15/2009
2,635.00		2,702.00					-67.00	

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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)	
		181994.535 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/25/2003	08/17/2009
1,871.00		1,919.00					-48.00	
		178207.46 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES					11/25/2003	09/15/2009
3,787.00		3,884.00					-97.00	
		174294.085 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/25/2003	10/15/2009
3,913.00		4,013.00					-100.00	
		172184.91 GOVT NATIONAL MTG ASSN DTD 11/ PROPERTY TYPE: SECURITIES					11/25/2003	11/16/2009
2,109.00		2,163.00					-54.00	
		170375.965 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					11/25/2003	12/15/2009
1,809.00		1,855.00					-46.00	
		194821.195 GOVT NATIONAL MTG ASSN DTD 10 PROPERTY TYPE: SECURITIES					11/24/2003	01/15/2009
2,480.00		2,542.00					-62.00	
		192405.1 GOVT NATIONAL MTG ASSN DTD 10/1 PROPERTY TYPE: SECURITIES					11/24/2003	02/17/2009
2,416.00		2,477.00					-61.00	
		189483.015 GOVT NATIONAL MTG ASSN DTD 10 PROPERTY TYPE: SECURITIES					11/24/2003	03/16/2009
2,922.00		2,995.00					-73.00	
		185706.02 GOVT NATIONAL MTG ASSN DTD 10/ PROPERTY TYPE: SECURITIES					11/24/2003	04/15/2009
3,777.00		3,871.00					-94.00	
		182732.56 GOVT NATIONAL MTG ASSN DTD 10/ PROPERTY TYPE: SECURITIES					11/24/2003	05/15/2009
2,973.00		3,048.00					-75.00	
		180492.695 GOVT NATIONAL MTG ASSN DTD 10 PROPERTY TYPE: SECURITIES					11/24/2003	06/15/2009
2,240.00		2,296.00					-56.00	

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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)	
		176150.65 GOVT NATIONAL MTG ASSN DTD 10/ PROPERTY TYPE: SECURITIES					11/24/2003	07/15/2009
4,342.00		4,451.00					-109.00	
		172582.52 GOVT NATIONAL MTG ASSN DTD 10/ PROPERTY TYPE: SECURITIES					11/24/2003	08/17/2009
3,568.00		3,657.00					-89.00	
		169852.415 GOVT NATIONAL MTG ASSN DTD 10 PROPERTY TYPE: SECURITIES					11/24/2003	09/15/2009
2,730.00		2,798.00					-68.00	
		167546.885 GOVT NATIONAL MTG ASSN DTD 10 PROPERTY TYPE: SECURITIES					11/24/2003	10/15/2009
2,306.00		2,363.00					-57.00	
		164955.51 GOVT NATIONAL MTG ASSN DTD 10/ PROPERTY TYPE: SECURITIES					11/24/2003	11/16/2009
2,591.00		2,656.00					-65.00	
		162177.26 GOVT NATIONAL MTG ASSN DTD 10/ PROPERTY TYPE: SECURITIES					11/24/2003	12/15/2009
2,778.00		2,848.00					-70.00	
		169611.759 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	01/20/2009
1,865.00		1,877.00					-12.00	
		167866.68 GOVT NATIONAL MTG ASSN DTD 3/1 PROPERTY TYPE: SECURITIES					03/28/2006	02/20/2009
1,745.00		1,756.00					-11.00	
		164905.854 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	03/20/2009
2,961.00		2,979.00					-18.00	
		161724.84 GOVT NATIONAL MTG ASSN DTD 3/1 PROPERTY TYPE: SECURITIES					03/28/2006	04/20/2009
3,181.00		3,201.00					-20.00	
		158511.405 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	05/20/2009
3,213.00		3,234.00					-21.00	

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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)	
		155790.762 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	06/22/2009
2,721.00		2,738.00					-17.00	
		152693.307 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	07/20/2009
3,097.00		3,117.00					-20.00	
		148813.602 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	08/20/2009
3,880.00		3,904.00					-24.00	
		145527.276 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	09/21/2009
3,286.00		3,307.00					-21.00	
		143894.373 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	10/20/2009
1,633.00		1,643.00					-10.00	
		142035.444 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	11/20/2009
1,859.00		1,871.00					-12.00	
		139837.833 GOVT NATIONAL MTG ASSN DTD 3/ PROPERTY TYPE: SECURITIES					03/28/2006	12/21/2009
2,198.00		2,211.00					-13.00	
		132775.067 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					03/27/2006	01/15/2009
3,062.00		3,088.00					-26.00	
		130575.761 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					03/27/2006	02/17/2009
2,199.00		2,219.00					-20.00	
		128375.7604 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES					03/27/2006	03/16/2009
2,200.00		2,219.00					-19.00	
		122555.799 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					03/27/2006	04/15/2009
5,820.00		5,871.00					-51.00	

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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)	
		120407.8842 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES					03/27/2006	05/15/2009
2,148.00		2,167.00					-19.00	
		118239.1912 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES					03/27/2006	06/15/2009
2,169.00		2,188.00					-19.00	
		116047.1486 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES					03/27/2006	07/15/2009
2,192.00		2,211.00					-19.00	
		113872.908 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					03/27/2006	08/17/2009
2,174.00		2,193.00					-19.00	
		111689.403 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					03/27/2006	09/15/2009
2,184.00		2,203.00					-19.00	
		109507.393 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					03/27/2006	10/15/2009
2,182.00		2,201.00					-19.00	
		107312.135 GOVT NATIONAL MTG ASSN DTD 11 PROPERTY TYPE: SECURITIES					03/27/2006	11/16/2009
2,195.00		2,214.00					-19.00	
		105072.6526 GOVT NATIONAL MTG ASSN DTD 1 PROPERTY TYPE: SECURITIES					03/27/2006	12/15/2009
2,239.00		2,259.00					-20.00	
		167147.577 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	01/15/2009
4,952.00		4,890.00					62.00	
		165646.509 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	02/17/2009
1,501.00		1,482.00					19.00	
		162016.533 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	03/16/2009
3,630.00		3,585.00					45.00	

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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)	
		160818.852 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	04/15/2009
1,198.00		1,183.00					15.00	
		156271.02 GOVT NATIONAL MTG ASSN DTD 5/1 PROPERTY TYPE: SECURITIES					03/29/2006	05/15/2009
4,548.00		4,491.00					57.00	
		155074.542 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	06/15/2009
1,196.00		1,182.00					14.00	
		153922.113 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	07/15/2009
1,152.00		1,138.00					14.00	
		152719.347 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	08/17/2009
1,203.00		1,188.00					15.00	
		151604.649 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	09/15/2009
1,115.00		1,101.00					14.00	
		150401.625 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	10/15/2009
1,203.00		1,188.00					15.00	
		149186.742 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	11/16/2009
1,215.00		1,200.00					15.00	
		148012.722 GOVT NATIONAL MTG ASSN DTD 5/ PROPERTY TYPE: SECURITIES					03/29/2006	12/15/2009
1,174.00		1,159.00					15.00	
		600. GALLAGHER ARTHUR J & CO PROPERTY TYPE: SECURITIES					04/22/2005	08/27/2009
14,253.00		17,533.00					-3,280.00	
		2650. GENENTECH INC PROPERTY TYPE: SECURITIES					04/26/2007	03/27/2009
251,750.00		215,514.00					36,236.00	

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		500. GENERAL DYNAMICS CORP PROPERTY TYPE: SECURITIES					09/04/2003	08/27/2009
29,952.00		21,603.00					8,349.00	
		350. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					03/15/2006	08/27/2009
4,965.00		11,844.00					-6,879.00	
		200. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					10/17/2008	08/27/2009
9,172.00		8,812.00					360.00	
		100. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					03/14/2007	08/27/2009
16,486.00		19,995.00					-3,509.00	
		800. GREAT PLAINS ENERGY INC PROPERTY TYPE: SECURITIES					11/05/2008	08/27/2009
14,204.00		14,766.00					-562.00	
		600. HALLIBURTON CO PROPERTY TYPE: SECURITIES					06/05/2007	08/27/2009
14,613.00		21,848.00					-7,235.00	
		300. HARRIS CORPORATION PROPERTY TYPE: SECURITIES					10/31/2007	08/27/2009
10,459.00		17,982.00					-7,523.00	
		.254 HARRIS STRATEX NETWORKS INC PROPERTY TYPE: SECURITIES					05/11/2009	05/27/2009
1.00		1.00						
		745. HARRIS STRATEX NETWORKS INC PROPERTY TYPE: SECURITIES					05/11/2009	06/08/2009
4,236.00		3,978.00					258.00	
		400. HEINZ H J CO PROPERTY TYPE: SECURITIES					04/23/2008	08/27/2009
15,474.00		18,944.00					-3,470.00	
		100. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					02/25/2009	08/27/2009
4,463.00		2,954.00					1,509.00	

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		500. HORMEL FOODS CORP PROPERTY TYPE: SECURITIES					11/01/2006	08/27/2009
18,557.00		17,929.00					628.00	
		1850. INTEL CORP PROPERTY TYPE: SECURITIES					10/28/1997	08/27/2009
35,861.00		7,673.00					28,188.00	
		500. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					06/15/1999	08/27/2009
30,277.00		22,838.00					7,439.00	
		400. KIMBERLY-CLARK CORP PROPERTY TYPE: SECURITIES					03/14/2000	08/27/2009
23,913.00		18,341.00					5,572.00	
		200. MCDONALDS CORP PROPERTY TYPE: SECURITIES					05/18/2009	08/27/2009
11,415.00		10,840.00					575.00	
		850. MICROSOFT CORP PROPERTY TYPE: SECURITIES					04/14/2000	08/27/2009
20,956.00		32,353.00					-11,397.00	
		250. NUCOR CORP PROPERTY TYPE: SECURITIES					04/30/2009	08/27/2009
11,213.00		10,234.00					979.00	
		850. ORACLE CORPORATION PROPERTY TYPE: SECURITIES					04/07/1999	08/27/2009
18,763.00		4,230.00					14,533.00	
		250. PEPSICO INC PROPERTY TYPE: SECURITIES					04/21/1999	08/27/2009
14,436.00		8,067.00					6,369.00	
		415. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					04/14/2000	08/27/2009
22,026.00		13,609.00					8,417.00	
		500. QUALCOMM INC PROPERTY TYPE: SECURITIES					06/21/2000	08/27/2009
23,567.00		16,188.00					7,379.00	

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		500. SANOFI-AVENTIS - ADR PROPERTY TYPE: SECURITIES					03/15/2006	08/27/2009
17,072.00		22,480.00					-5,408.00	
		250. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES					04/07/1999	08/27/2009
14,208.00		6,279.00					7,929.00	
		5753.138 SCOUT MID CAP FUND PROPERTY TYPE: SECURITIES					07/01/2008	08/27/2009
55,115.00		65,068.00					-9,953.00	
		7725.322 SCOUT SMALL CAP FUND PROPERTY TYPE: SECURITIES					12/14/2007	08/27/2009
90,000.00		133,374.00					-43,374.00	
		9437.524 SCOUT INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					06/19/2008	08/27/2009
251,227.00		310,365.00					-59,138.00	
		3851.091 SCOUT INTERNATIONAL DISCOVERY F PROPERTY TYPE: SECURITIES					06/05/2008	08/27/2009
30,000.00		40,552.00					-10,552.00	
		547. SMUCKER J M CO PROPERTY TYPE: SECURITIES					04/14/2000	04/30/2009
21,609.00		10,977.00					10,632.00	
		500. TEXAS INSTRUMENTS INC PROPERTY TYPE: SECURITIES					02/02/2001	08/27/2009
12,202.00		21,700.00					-9,498.00	
		450. 3M CO PROPERTY TYPE: SECURITIES					04/07/1999	08/27/2009
32,208.00		15,892.00					16,316.00	
		228. TORONTO DOMINION BK PROPERTY TYPE: SECURITIES					08/05/2005	08/27/2009
14,237.00		10,280.00					3,957.00	
		1141. TORTOISE ENERGY INFRASTRUCTURE COR PROPERTY TYPE: SECURITIES					06/05/2008	08/27/2009
30,047.00		37,237.00					-7,190.00	

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		.457 TORTOISE ENERGY INFRASTRUCTURE CORP PROPERTY TYPE: SECURITIES					06/05/2008	09/11/2009
11.00		15.00					-4.00	
		500000. UNITED STATES TREASURY NOTES DTD PROPERTY TYPE: SECURITIES					08/05/2005	04/27/2009
502,598.00		496,426.00					6,172.00	
		450. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					09/04/2003	08/27/2009
27,011.00		17,867.00					9,144.00	
		100. V F CORP PROPERTY TYPE: SECURITIES					06/23/2009	08/27/2009
6,914.00		5,607.00					1,307.00	
		400. VALE SA-SP ADR PROPERTY TYPE: SECURITIES					04/23/2008	08/27/2009
7,982.00		15,728.00					-7,746.00	
		400. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					05/29/1997	08/27/2009
12,418.00		13,597.00					-1,179.00	
		250. WAL MART STORES INC PROPERTY TYPE: SECURITIES					04/30/2009	08/27/2009
12,818.00		12,606.00					212.00	
		200. WELLS FARGO & CO PROPERTY TYPE: SECURITIES					10/17/2008	08/27/2009
5,541.00		6,738.00					-1,197.00	
		100. WILLIAMS COMPANIES INC PROPERTY TYPE: SECURITIES					06/25/2002	08/27/2009
1,697.00		676.00					1,021.00	
		400. NOBLE CORPORATION PROPERTY TYPE: SECURITIES					10/20/2004	08/27/2009
14,214.00		8,934.00					5,280.00	

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)	
TOTAL GAIN(LOSS)							-182,014.	

JSA
9E1730 1 000

9E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
ARVIN GOTTLIEB CHARITABLE FOUNDATION 100156	43-6380792

DESCRIPTION OF PROPERTY

D-M-G TULSA PROPERTIES, L.L.C.

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

RENTAL INCOME	325,142.	
OTHER INCOME		
INTEREST INCOME	3,520.	
TOTAL GROSS INCOME		328,662.
OTHER EXPENSES:		
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		
TOTAL RENT OR ROYALTY INCOME (LOSS)		328,662.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		328,662.
Deductible Rental Loss (if Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des.	(e) Bus. %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE
======================================

OTHER INCOME

INTEREST INCOME	3,520.

	3,520.
	==========

9E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
ARVIN GOTTLIEB CHARITABLE FOUNDATION 100156	43-6380792

DESCRIPTION OF PROPERTY

QUIVIRA PROPERTIES, LLC

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

RENTAL INCOME	41,239.	
OTHER INCOME		
TOTAL GROSS INCOME		41,239.
OTHER EXPENSES:		
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		
TOTAL RENT OR ROYALTY INCOME (LOSS)		41,239.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		41,239.
Deductible Rental Loss (if Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus. %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA

9E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
ARVIN GOTTLIEB CHARITABLE FOUNDATION 100156	43-6380792

DESCRIPTION OF PROPERTY

WAL-GO ASSOCIATES, L.L.C.

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

RENTAL INCOME		259,211.	
OTHER INCOME			
TOTAL GROSS INCOME			259,211.
OTHER EXPENSES:			
OTHER EXPENSES		32,544.	
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			32,544.
TOTAL RENT OR ROYALTY INCOME (LOSS)			226,667.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			226,667.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
JSA Totals									

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER DEDUCTIONS

OTHER DEDUCTIONS	32,544.
	32,544.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INT.& DIV. FROM SECU		700,208.	678,252.
	TOTAL	700,208.	678,252.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INC. FROM ZAZOVE LP		203,510.
FEDERAL TAX REFUND	8,005.	
TOTALS	8,005.	203,510.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - INCOME (ALLOCABLE	1,980.	495.		1,485.
TOTALS	1,980.	495.	NONE	1,485.

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	2,921.	2,921.
FEDERAL TAX PAYMENT - PRIOR YE	16,832.	
FEDERAL ESTIMATES - INCOME	11,132.	
FOREIGN TAXES ON QUALIFIED FOR	4,535.	4,535.
TOTALS	35,420.	7,456.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RENT AND ROYALTY EXPENSES	32,544.	
RENTAL EXPENSE		32,544.
CONSULTANT FEES	19,800.	19,800.
OTHER EXPENSES	7,319.	7,319.
TOTALS	59,663.	59,663.

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

DESCRIPTION	AMOUNT
COST BASIS ADJ ON HARRIS STRATEX NETWORK	3,980.
PARTNERSHIP BOOK/TAX ADJ	205,583.
2008 DISTRIBUTION REVERSED	10,000.
TOTAL	219,563.

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

DESCRIPTION		AMOUNT
ROUNDING		1.
	TOTAL	1.

STATEMENT 8

STATE(S) WHERE THE FOUNDATION IS REGISTERED
MO

STATEMENT 9

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: 2
COMPENSATION .... 125,282.

OFFICER NAME:
PETER BROWN/ LATHROP AND GAGE
ADDRESS:
2345 Grand Blvd., Suite 2800
KANSAS CITY, MO 64108
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 20,520.

OFFICER NAME:
BARTON J COHEN
ADDRESS:
9010 SHAWNEE MISSION PARKWAY
MISSION, KS 66202-2820
TITLE:
CO-TRUSTEE
COMPENSATION .... 20,520.

TOTAL COMPENSATION: 166,322.

RECIPIENT NAME:
UMB BANK, N.A. C/O JAN LEONARD
ADDRESS:
PO BOX 419692
KANSAS CITY, MO 64141-6692
RECIPIENT'S PHONE NUMBER: 816-860-1933
FORM, INFORMATION AND MATERIALS:
TYPEWRITTEN LETTERS; NAME AND PURPOSE OF ORGANIZATION
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
ORGANIZATIONS MUST BE A QUALIFIED CHARITABLE ORGANIZATION

RECIPIENT NAME:
AMERICAN STROKE FOUNDATION
ADDRESS:
10540 MARTY #200
OVERLAND, KS 66212
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
MEDICAL MISSIONS FOUNDATION
ADDRESS:
2456 LINDEN LN
LEAWOOD, KS 66209
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
KEHILATH ISRAEL SYNAGOGUE
ADDRESS:
10501 CONSOR
SHAWNEE MISSION, KS 66212
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
LYRIC OPERA OF KANSAS CITY
ADDRESS:
1029 CENTRAL ST
KANSAS CITY, MO 64105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
HARRY S TRUMAN LIBRARY INSTITUTE
ADDRESS:
HWY 24 & DELAWARE STREET
INDEPENDENCE, MO 64050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
KANSAS CITY BALLET
ADDRESS:
706 WEST 42ND STREET
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
CASA OF JOHNSON & WYANDATTE
COS.
ADDRESS:
6901 SHAWNEE MISSION PKWY, STE 112
OVERLAND PARK, KS 66202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 7,000.

RECIPIENT NAME:
STANFORD UNIV SCHOOL OF MEDICINE
ADDRESS:
ROOM 293
STANFORD, CA 94305
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 120,000.

RECIPIENT NAME:
KANSAS CITY FRIENDS OF ALVIN AILEY
ADDRESS:
218 DELAWARE, STE 101
KANSAS CITY, MO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 12,000.

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

RECIPIENT NAME:
AFA (AGRICULTURE FUTURE O
F AMERICA)
ADDRESS:
P.O. BOX 414838
KANSAS CITY, MO 64141
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
KEMPER MUSEUM OF CONTEMPORARY
ART & DESIGN
ADDRESS:
4420 WARWICK BLVD
KANSAS CITY, MO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
KANSAS CITY TAX CLINIC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

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

RECIPIENT NAME:
KCPT PUBLIC TV CH 19
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 200,000.

RECIPIENT NAME:
UNION STATION KANSAS CTY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
BOYS & GIRLS CLUBS
OF GREATER KANSAS CTY
ADDRESS:
6301 ROCKHILL ROAD, SUITE 303
KANSAS CITY, MO 64131
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
HABITAT FOR HUMANITY
KANSAS CITY
ADDRESS:
1423 E LINWOOD BLVD
KANSAS CITY, MO 64109
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
UMKC BLOCH SCHOOL OF BUSINESS
ADDRESS:
5110 CHERRY STREET
KANSAS CITY, MO 64110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 110,000.

RECIPIENT NAME:
HYMAN BRAND HEBREW
ACADEMY
ADDRESS:
5801 W 115TH ST STE 102
OVERLAND PARK, MO 66211
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
HARVESTERS / COMM FOOD
ADDRESS:
1811 N TOPPING
KANSAS CITY, MO 64120
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
WENTWORTH MILITARY ACADEMY
ADDRESS:
1880 WASHINGTON AVE
LEXINGTON, MO 64067
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
KC HOSPICE FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

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

RECIPIENT NAME:
WOMENS INTERSPORT NETWORK
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
DELASALLE EDUCATION CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
HORIZON ACADEMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
BOY SCOUTS OF AMERICA
ADDRESS:
10210 HOLMES RD
KANSAS CITY, MO 64131
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 12,000.

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

RECIPIENT NAME:
NCADD OF GREATER KANSAS CITY
ADDRESS:
633 EAST 63RD ST
KANSAS CITY, MO 64110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
SHAWNEE MISSION MED CTR
FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
SMILES CHANGE LIVES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
NATIONAL COUNCIL OF JEWISH WOMEN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
BAPTIST TRINITY LUTHERAN LEGACY FDT
ADDRESS:
6601 ROCKHILL RD
KANSAS CITY, MO 64131
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
SHEFFIELD PLACE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
KANSAS CITY SYMPHONY
ADDRESS:
1020 CENTRAL, SUITE 300
KANSAS CITY, MO 64105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 40,000.

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

RECIPIENT NAME:
KAUFFMAN CENTER FOR THE PERFORMING ARTS
ADDRESS:
906 GRAND BLVD # 11
KANSAS CITY, MO 64106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 250,000.

RECIPIENT NAME:
KANSAS CITY CHORALE
ADDRESS:
5601 WYANDOTTE ST, STE 412
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
KANSAS CITY ART INSTITUTE
ADDRESS:
4415 WARWICK BLVD
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
KANSAS CITY AUTISM TRAINING CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
RESTART INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
NEWHOUSE
METROPOLITAN FAMILY\VIOLENCE COALIT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
POWELL GARDENS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

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

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

TOTAL GRANTS PAID: 1,244,500.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
D-M-G TULSA PROPERTI	328,662.			328,662.
QUIVIRA PROPERTIES,	41,239.			41,239.
WAL-GO ASSOCIATES, L	259,211.		32,544.	226,667.
TOTALS	629,112.		32,544.	596,568.

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

Account Title **Arvin Gottlieb Charitable Found**

Account Number **100156**

Statement of Investment Position

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
Equity Securities								
Common Stock								
3800	3M Corp MMM 88579Y101	124,066.38	32 65	314,146 00	82 67	0 93%	7,752 00	2 47
5000	Abbott Laboratories ABT 002824100	193,325 52	38 67	269,950 00	53 99	0 80%	8,000 00	2 96
1350	Air Products and Chemicals Inc APD 009158106	87,459 15	64 78	109,431 00	81 06	0 33%	2,430 00	2 22
3600	Ameren Corp AEE 023608102	131,483 00	36 52	100,620 00	27 95	0 30%	5,544 00	5 51
1200	Apple Inc AAPL 037833100	136,828 82	114 02	252,878 40	210 73	0 75%		
4600	AT & T Inc T 00206R102	142,575 62	30 99	128,938 00	28 03	0 38%	7,728 00	5 99
1100	Becton Dickinson & CO BDX 075887109	77,976 58	70 89	86,746 00	78 86	0 26%	1,628 00	1 88
4500	BHP Billiton Ltd One ADR Represents 2 Ord Shrs BHP 088606108	164,160 00	36 48	344,610 00	76 58	1 02%	7,380 00	2 14
3150	Caterpillar Inc Del CAT 149123101	114,518 95	36 36	179,518 50	56 99	0 53%	5,292 00	2 95
3800	Cenovus Energy Inc CVE-W 15135U109	34,791 32	9 16	95,760 00	25 20	0 28%	760 00	0 79
2250	Cerner Corp CERN 156782104	132,169 95	58 74	185,490.00	82.44	0 55%		
3300	Chevron Corp CVX 166764100	71,587 78	21 69	254,067 00	76 99	0 75%	8,976 00	3 53

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

Account Title **Arvin Gottlieb Charitable Found**
Account Number **100156**

Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
3600	Chicago Bridge & Iron Co N V CBI 167250109	167,896 80	46 64	72,792 00	20 22	0 22%		
7650	Cisco Systems Inc CSCO 17275R102	182,528 97	23 86	183,141 00	23 94	0 54%		
4600	ConocoPhillips COP 20825C104	142,489 84	30 98	234,922 00	51 07	0 70%	9,200 00	3 92
1600	Costco Wholesale Corp COST 22160K105	92,304 00	57 69	94,672 00	59 17	0 28%	1,152 00	1 22
2835	Cullen Frost Bankers Inc CFR 229899109	108,565 11	38 29	141,750 00	50 00	0 42%	4,876 20	3 44
3150	Deere & Company DE 244199105	129,223 57	41 02	170,383 50	54 09	0 51%	3,528 00	2 07
1800	Dell Inc DELL 24702R101	14,544 00	8 08	25,848 00	14 36	0 08%		
6750	Duke Energy Hldg Corp DUK 26441C105	92,295 85	13 67	116,167 50	17 21	0 35%	6,480.00	5 58
3800	Emerson Electric Co EMR 291011104	111,401.75	29 32	161,880 00	42 60	0 48%	5,092 00	3 15
7650	Empire District Electric Co EDE 291641108	156,502 58	20 46	143,284 50	18 73	0 43%	9,792 00	6 83
3800	Encana Corp (USD) ECA 292505104	36,943 37	9 72	123,082 00	32 39	0 37%	3,040 00	2.47
1350	ExxonMobil Corp XOM 30231G102	19,809 56	14 67	92,056 50	68 19	0 27%	2,268 00	2 46
5400	Gallagher Arthur J & CO AJG 363576109	148,044 00	27 42	121,554 00	22 51	0 36%	6,912 00	5 69

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
4250	General Dynamics Corp GD 369550108	154,489 35	36 35	289,722 50	68 17	0 86%	6,460 00	2 23
3250	General Electric Co GE 369604103	82,497 50	25 38	49,172 50	15 13	0 15%	1,300 00	2 64
1800	Gilead Sciences Inc GILD 375558103	79,308 00	44 06	77,886 00	43 27	0 23%		
1000	Goldman Sachs Group Inc GS 38141G104	194,955 87	194 96	168,840 00	168 84	0 50%	1,400 00	0 83
500	Gottlieb Oil & Gas Corp KS 38349Z912			11,865 00	23 73	0 04%		
7200	Great Plains Energy Inc GXP 391164100	132,894 72	18 46	139,608 00	19 39	0 41%	5,976 00	4 28
5400	Halliburton Co HAL 406216101	161,225 23	29 86	162,486 00	30 09	0 48%	1,944 00	1 20
2700	Harris Corp Del HRS 413875105	161,839 62	59 94	128,385 00	47 55	0 38%	2,376 00	1 85
3600	Heinz H J Co HNZ 423074103	137,881 50	38 30	153,936 00	42 76	0 46%	6,048 00	3 93
900	Hewlett Packard Co HPQ 428236103	26,586 00	29 54	46,359 00	51 51	0 14%	288 00	0 62
4600	Hormel Foods Corp HRL 440452100	164,944 50	35 86	176,870 00	38 45	0 53%	3,864 00	2 18
16000	Intel Corp INTC 458140100	163,191 25	10 20	326,400 00	20 40	0 97%	8,960 00	2 75
4600	Johnson & Johnson JNJ 478160104	155,855 00	33 88	296,286 00	64 41	0 88%	9,016 00	3 04

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
3000	Kimberly Clark Corp KMB 494368103	127,482 82	42 49	191,130 00	63 71	0 57%	7,200 00	3 77
1900	McDonalds Corp MCD 580135101	102,045 45	53 71	118,636 00	62 44	0 35%	4,180 00	3 52
7650	Microsoft Corp MSFT 594918104	260,337 62	34 03	233,172 00	30 48	0 69%	3,978 00	1 71
3500	Noble Corporation NE H5833N103	78,172 50	22.34	142,450 00	40.70	0 42%		
2250	Nucor Corp NUE 670346105	91,339 80	40 60	104,962 50	46 65	0 31%	3,240 00	3 09
7650	Oracle Corp ORCL 68389X105	31,262 50	4 09	187,654 50	24 53	0.56%	1,530 00	0 82
2300	Pepsico Inc PEP 713448108	55,791 84	24 26	139,840 00	60 80	0 42%	4,140 00	2 96
3500	Procter & Gamble Co PG 742718109	114,778 53	32.79	212,205 00	60 63	0 63%	6,160 00	2 90
4600	Qualcomm Inc QCOM 747525103	118,414 00	25 74	212,796 00	46 26	0 63%	3,128 00	1 47
4600	Sanofi-Aventis - ADR Sponsored ADR Repstg 5 Ord Sh SNY 80105N105	206,816 00	44 96	180,642 00	39 27	0 54%	5,138 20	2 84
2250	Schlumberger Ltd SLB 806857108	66,811 72	29 69	146,452 50	65 09	0 44%	1,890 00	1 29
4600	Texas Instruments Inc TXN 882508104	143,180 00	31 13	119,876 00	26 06	0 36%	2,208 00	1 84
2100	Toronto Dominion Bank TD 891160509	90,005 37	42 86	131,712 00	62 72	0 39%	4,874 10	3.70

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
4800	UMB Financial Corp UMBF 902788108	69,013 06	14 38	188,880 00	39 35	0 56%	3,552 00	1 88
3800	United Technologies Corp UTX 913017109	125,174 64	32 94	263,758 00	69 41	0 78%	5,852 00	2 22
800	V F Corp VFC 918204108	44,704 94	55 88	58,592 00	73 24	0 17%	1,920 00	3 28
3600	Vale SA-SP ADR 1 ADR Repsts 1 Ord Shr VALE 91912E105	98,406 20	27 34	104,508 00	29 03	0 31%	810 00	0 78
6780	Verizon Communications Inc VZ 92343V104	218,501 36	32 23	224,621 40	33 13	0 67%	12,882 00	5 73
2150	Wal Mart Stores Inc WMT 931142103	107,765 75	50 12	114,917 50	53 45	0 34%	2,343 50	2 04
1800	Wells Fargo & Co WFC 949746101	60,638 04	33 69	48,582 00	26 99	0 14%	360 00	0 74
750	Williams Companies Inc WMB 969457100	5,070 00	6 76	15,810 00	21 08	0 05%	330 00	2 09
	Total Common Stock	**6,644,873.15**		**9,172,701.30**		**27.26%**	**231,178.00**	**2.52**
Equity Funds								
6763 811	Allianz Fund NFJ Small-Cap Value Fund CL A PCVAX 018918714	193,640 33	28 63	156,852 78	23 19	0 47%	2,955 79	1 88
2750	IShares Comex Gold Trust IAU 464285105	244,297 20	88 84	295,267 50	107 37	0 88%		
34847 334	Scout International Discovery Fund UMBDX 81063U602	341,595 77	9 80	291,323 71	8 36	0 87%	1,881 76	0 65

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
83236 655	Scout International Fund UMBWX 81063U503	1,666,320 90	20 02	2,425,516 13	29 14	7 21%	27,384 86	1 13
51611 995	Scout Mid Cap Fund UMBMX 81063U206	536,914 49	10 40	565,151.35	10 95	1 68%	1,909 64	0 34
71345 1	Scout Small Cap Fund UMBHX 81063U305	922,243 13	12 93	910,363 48	12 76	2 71%		
10460	Tortoise Energy Infrastructure Corp TYG 89147L100	312,968 85	29 92	324,469 20	31 02	0.96%	22,593 60	6 96
	Total Equity Funds	**4,217,980.67**		**4,968,944.15**		**14.77%**	**56,725.65**	**1.14**
Total Equity Securities		10,862,853.82		14,141,645 45		42 02%	287,903 65	2 04

Fixed Income Securities

Gov't & Agency Bonds

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
350000	Fannie Mae DTD 6/8/2009 1 150% 6/8/2011 Call 06/08/10 @ 100 AAA 3136FHYA7	350,000 00	1 00	350,983 50	100 28	1 04%	4,025 00	1 15
500000	Federal Farm Credit Bank DTD 4/18/2006 5 200% 4/18/2011 AAA 31331VXC5	498,750 00	1 00	527,970 00	105 59	1 57%	26,000 00	4 92
500000	Federal Farm Credit Bank DTD 4/19/2006 5 200% 4/19/2010 AAA 31331VXG6	500,295 00	1 00	507,345 00	101 47	1 51%	26,000 00	5 12
500000	Federal Farm Credit Bank DTD 8/16/2006 5 200% 8/16/2011 AAA 31331VY83	503,023 50	1 01	532,970 00	106 59	1 58%	26,000 00	4 88
300000	Federal Home Loan Bank DTD 11/4/2005 5 000% Ser VB15 12/21/2015 AAA 3133XDTL5	297,669 00	0 99	323,439 00	107 81	0 96%	15,000 00	4 64

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
300000	Federal Home Loan Bank DTD 2/15/2006 5 000% Ser 5713 3/8/2013 AAA 3133XES91	297,885 00	0 99	327,282 00	109 09	0 97%	15,000 00	4 58
300000	Federal Home Loan Bank DTD 2/6/2006 4 875% 3/11/2011 AAA 3133XENX3	297,462 00	0 99	314,718 00	104 91	0 94%	14,625 00	4 65
500000	Government National Mortgage Assn DTD 7/1/2005 4 4270% 8/16/2033 38373MQS2	486,015 63	0 97	520,610 00	104 12	1 55%	22,135 00	4 25
162177 26 500000	Govt National Mtg Assn DTD 10/1/2003 5 0000% 10/15/2018 36225BZV3 Pool # 781656	166,231 66	1 02	171,477 11	105 73	0 51%	8,108 86	4 73
170375 965 500000	Govt National Mtg Assn DTD 11/1/2003 5 0000% 11/15/2018 36207ELM4 Pool # 429732	174,715 24	1 03	180,145 96	105 73	0 54%	8,518 80	4 73
141894 05 500000	Govt National Mtg Assn DTD 11/1/2003 5 0000% 11/20/2018 36202DZ79 Pool # 003466	145,153 19	1 02	149,653 88	105 47	0 44%	7,094 70	4 74
105072 6526 460000	Govt National Mtg Assn DTD 11/1/2003 5 5000% 11/15/2013 36291BJG3 Pool # 623163	105,992 03	1 01	111,820 29	106 42	0 33%	5,779 00	5 17
70641 234 300000	Govt National Mtg Assn DTD 12/1/2002 5 0000% 12/15/2017 36201H4K6 Pool # 584126	73,312 34	1 04	74,736 22	105 80	0 22%	3,532 06	4 73

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
139837 833 300000	Govt National Mtg Assn DTD 3/1/2006 5 5000% 12/20/2020 36241KJN9 Pool # 782069	140,711 82	1 01	148,359 20	106 09	0 44%	7,691 08	5 18
85528 212 300000	Govt National Mtg Assn DTD 4/1/2003 5 0000% 4/15/2018 36200MHP1 Pool # 604238	88,842 40	1 04	90,432 72	105 73	0 27%	4,276 41	4 73
500000	Govt National Mtg Assn DTD 4/1/2006 4 7800% 9/16/2031 Series 2006-15 Class B 38373MUH1	489,941 41	0 98	524,046 50	104 81	1 56%	23,900 00	4.56
108118 384 400000	Govt National Mtg Assn DTD 5/1/2003 4 5000% 5/15/2018 36200KVP9 Pool # 603722	110,145 59	1 02	113,068 18	104 58	0 34%	4,865 33	4 30
148012 722 300000	Govt National Mtg Assn DTD 5/1/2004 5 0000% 6/15/2019 36291GYW0 Pool # 628125	146,162 59	0 99	156,361 56	105 64	0 46%	7,400 64	4 73
53940 976 400000	Govt National Mtg Assn DTD 6/1/2002 5 5000% 6/20/2017 36202DS93 Pool # 003244	54,278 10	1 01	57,447 14	106 50	0 17%	2,966 75	5 16
500000	United States Treasury Notes DTD 5/15/2004 4 750% 5/15/2014 AAA 912828CJ7	500,078 13	1 00	550,155.00	110 03	1 63%	23,750 00	4 32
	Total Gov't & Agency Bonds	**5,426,664.63**		**5,733,021.26**		**17.04%**	**256,668.63**	**4.48**

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Corporate Bonds

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
300000	Abbott Laboratories DTD 3/18/2004 3 750% 3/15/2011 AA 002824AP5	309,932 82	1 03	309,915 00	103 31	0 92%	11,250 00	3 63
125000	Berkshire Hathaway Fin Corp DTD 1/11/2005 4 850% 1/15/2015 AAA 084664AT8	120,855 00	0 97	133,830 00	107 06	0 40%	6,062 50	4 53
125000	Boeing Cap Corp DTD 11/9/2001 6 500% 2/15/2012 BECC12 097014AG9	124,453.75	1 00	136,710 00	109 37	0 41%	8,125 00	5 94
125000	Caterpillar Financial Services Corp DTD 9/26/2008 6.200% Ser F 9/30/2013 Sr Unsecured Notes A 14912L4C2	122,416 25	0 98	139,292 50	111 43	0 41%	7,750 00	5 56
100000	Caterpillar Financial Services Corp MTN DTD 12/5/2005 5 050% Ser F 12/1/2010 A 14912L2W0	103,820 00	1 04	104,036 00	104 04	0 31%	5,050 00	4 85
125000	Deere John Capital Corp DTD 3/22/2002 7 000% 3/15/2012 A 244217BG9	125,347 50	1 00	138,667 50	110 93	0 41%	8,750 00	6 31
125000	Hewlett Packard Co DTD 3/3/2008 4.500% 3/1/2013 A 428236AQ6	118,022 50	0 94	132,520 00	106 02	0 39%	5,625 00	4 24
200000	Hewlett Packard Co DTD 5/27/2009 2 250% 5/27/2011 Sr Notes A 428236AX1	199,934 00	1 00	202,840 00	101 42	0 60%	4,500 00	2 22
125000	IBM Corp DTD 9/14/2007 5 700% 9/14/2017 Senior Notes A+ 459200GJ4	116,776 25	0 93	136,663 75	109 33	0 41%	7,125 00	5 21

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
200000	John Deere Capital Corp DTD 10/25/2005 4 875% 10/15/2010 Sr Unsecured Note A 24422EPX1	206,970 00	1 03	206,940 00	103 47	0 61%	9,750 00	4 71
125000	Wal Mart Stores Inc DTD 4/5/2007 5 375% 4/5/2017 Senior Unsecured Notes AA 931142CG6	119,577.50	0 96	134,487 50	107 59	0 40%	6,718 75	5 00
200000	Wells Fargo & Company DTD 1/12/2006 4 875% 1/12/2011 AA- 949746NB3	204,420 00	1 02	207,220 00	103 61	0 62%	9,750 00	4 71
125000	Wells Fargo Bank NA DTD 5/15/2006 5 750% 5/16/2016 Super-Regional Banks-US AA- 94980VAE8	116,765 00	0 93	129,585 00	103 67	0 39%	7,187 50	5 55
	Total Corporate Bonds	**1,989,290.57**		**2,112,707.25**		**6.28%**	**97,643.75**	**4.62**
Fixed Income Funds								
263337 805	Scout Bond Fund UMBBX 81063U107	3,022,940 49	11.48	3,015,217.87	11 45	8 96%	87,428 15	2 90
	Total Fixed Income Funds	**3,022,940.49**		**3,015,217.87**		**8.96%**	**87,428.15**	**2.90**
Total Fixed Income Securities		10,438,895 69		10,860,946 39		32 27%	441,740 53	4 07
Cash & Equivalents								
Money Market Funds								
1335100 21	Fidelity Money Market Fund #59 316175207	1,335,100 21	1 00	1,335,100 21	1 00	3 97%	3,316 39	0 25
	Fidelity Treasury Only Fund #680 233809300					0 00%		

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Statement of Investment Position (continued)

Units Original Face	Asset Description	Cost Basis Total	Cost Basis Unit	Market Value Total	Market Value Price	% of Account	Estimated Annual Income	Market Yield
	Total Money Market Funds	**1,335,100.21**		**1,335,100.21**		**3.97%**	**3,316.39**	**0.25**
Cash								
1292	Cash USD	1,292 00	1 00	1,292 00	1 00	0 00%		
	Total Cash	**1,292.00**		**1,292.00**		**0.00%**		
Total Cash & Equivalents		1,336,392 21		1,336,392 21		3 97%	3,316 39	0 25
Miscellaneous								
Limited Partnership								
1	D-M-G Tulsa Properties L.L C A 33 34% undivided interest in An Oklahoma Limited Liability Company LLC60	794,821 00	794,821 00	3,087,500 00	3,087,500 00	9 17%		
1	Quivira Properties LLC A 33 1/3% undivided Membership interest in a Limited Liability Company LLC114	116,667 00	116,667 00	425,000 00	425,000 00	1 26%		
1	Wal-Go Associates L.L C A 50% undivided Membership interest in A Texas Limited Liability Company LLC146	1,414,316 00	1,414,316 00	2,801,250 00	2,801,250 00	8 32%		
1	Zazove Income Fund LP a Delaware limited partnership LP564	1,000,000 00	1,000,000 00	1,000,000 00	1,000,000 00	2 97%		
	Total Limited Partnership	**3,325,804.00**		**7,313,750.00**		**21.73%**		
Total Miscellaneous		3,325,804 00		7,313,750 00		21 73%		
Total Assets		25,963,945 72		33,652,734 04		100 00%	737,960 57	2 18