Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
JACQUELINE G. ARCHER CHARITABLE TRUST
R74838005 / 1000037500

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038

City or town, state, and ZIP code
MILWAUKEE,, WI 53201

A Employer identification number
68-6218949

B Telephone number
(414) 977-1210

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)* ▶$ 13,206,610.

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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,328.	2,328.		STATEMENT 1
	4 Dividends and interest from securities	348,112.	357,481.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<1,581,480.>			
	b Gross sales price for all assets on line 6a 8,422,216.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	4,292.	17,433.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	<1,226,748.>	377,242.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	93,494.	69,186.		24,308.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	1,145.	0.		1,145.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	3,035.	45.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	1,417.	16,498.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	99,091.	85,729.		25,453.
	25 Contributions, gifts, grants paid	742,068.			742,068.
	26 **Total expenses and disbursements.** Add lines 24 and 25	841,159.	85,729.		767,521.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<2,067,907.>			
	b **Net investment income** (if negative, enter -0-)		291,513.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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14011014 748522 R74838005 2009.04000 JACQUELINE G. ARCHER CHARIT R7483801

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		209,303.	209,303.
	2 Savings and temporary cash investments	1,339,865.	651,781.	651,781.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations STMT 7	1,052,937.	0.	0.
	b Investments - corporate stock STMT 8	6,584,470.	4,832,092.	5,068,586.
	c Investments - corporate bonds STMT 9	3,284,354.	5,488,897.	5,631,879.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans STMT 10	2,115,041.	0.	0.
	13 Investments - other STMT 11	500,000.	1,625,413.	1,643,461.
	14 Land, buildings, and equipment basis ▶ 1,600.			
	Less accumulated depreciation ▶	1,600.	1,600.	1,600.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	14,878,267.	12,809,086.	13,206,610.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	14,878,267.	12,809,086.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	14,878,267.	12,809,086.	
	31 Total liabilities and net assets/fund balances	14,878,267.	12,809,086.	

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	14,878,267.
2 Enter amount from Part I, line 27a	2	<2,067,907.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,810,360.
5 Decreases not included in line 2 (itemize) ▶ ADJUSTMENT TO TAX BASIS	5	1,274.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,809,086.

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				
b	SEE ATTACHED STATEMENT			
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	8,422,216.		10,003,696.	<1,615,488.>

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				<1,615,488.>

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	<1,615,488.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	764,663.	14,188,212.	.053894
2007	704,072.	16,116,025.	.043688
2006	790,754.	15,400,942.	.051345
2005	789,676.	15,103,091.	.052286
2004	786,817.	15,139,729.	.051970

2 Total of line 1, column (d)	2	.253183
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	.050637
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	12,279,337.
5 Multiply line 4 by line 3	5	621,789.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,915.
7 Add lines 5 and 6	7	624,704.
8 Enter qualifying distributions from Part XII, line 4	8	767,521.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	2,915.
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	0.
3	Add lines 1 and 2	3	2,915.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,915.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 7,400.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	7,400.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	4,485.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 3,000. **Refunded** ▶	11	1,485.

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 instructions for definition)? *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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	X	
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 instructions) ▶ CO			
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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ NA

14 The books are in care of ▶ JPMORGAN CHASE BANK, N.A. Telephone no ▶ (719) 227-6441
Located at ▶ 30 PIKES PEAK AVE, COLORADO SPRINGS, CO ZIP+4 ▶ 80903

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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)? ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **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? N/A **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.

(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
JPMORGAN CHASE BANK, N.A. P.O. BOX 3038 MILWAUKEE, WI 53202	TRUSTEE 2.00	93,494.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0.
2	
All other program-related investments See instructions 3 N/A	0.
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	11,170,034.
b	Average of monthly cash balances	1b	1,296,298.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	12,466,332.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,466,332.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	186,995.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,279,337.
6	**Minimum investment return.** Enter 5% of line 5	6	613,967.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	613,967.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,915.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	429.		
c	Add lines 2a and 2b			2c	3,344.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	610,623.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	610,623.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	610,623.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	767,521.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	767,521.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	2,915.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	764,606.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				610,623.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 62,418.				
f Total of lines 3a through e	62,418.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 767,521.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				610,623.
e Remaining amount distributed out of corpus	156,898.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	219,316.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	219,316.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008 62,418.				
e Excess from 2009 156,898.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a 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
2 a 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 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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total			▶ 3a	742,068.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,328.	
4 Dividends and interest from securities			14	348,112.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			15	4,292.	
8 Gain or (loss) from sales of assets other than inventory			18	<1,581,480.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		<1,226,748.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <1,226,748.>

(See worksheet in line 13 instructions 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)

923621 02-02-10

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Kevin Reindl NOV 9 2010 TRUSTEE

Signature of officer or trustee AUTHORIZED OFFICER | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no	

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	SALES IN ACCOUNT OF PUBLICLY TRADED SECURITIES			
b	CLASS ACTION SETTLEMENT			
c	JPMORGAN MULTI-STRAT K-1			
d	JPMORGAN MULTI-STRAT K-1			
e	JPMORGAN MULTI-STRAT SEC 1231, 1250 & 1256			
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	8,420,273.		10,003,696.	<1,583,423.>
b	1,828.			1,828.
c				<2,822.>
d				<28,970.>
e				<2,216.>
f	115.			115.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<1,583,423.>
b				1,828.
c				<2,822.>
d				<28,970.>
e				<2,216.>
f				115.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	<1,615,488.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

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04-24-09

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MONEY MARKET FUNDS	2,328.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,328.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND & INTEREST INCOME	348,227.	115.	348,112.
JPMORGAN MULTI-STRAT K-1	0.	0.	0.
JPMORGAN MULTI-STRAT K-1	0.	0.	0.
TOTAL TO FM 990-PF, PART I, LN 4	348,227.	115.	348,112.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ACCRETION / OID	4,292.	4,292.	
JPMORGAN MULTI-STRAT LLC - PORTFOLIO & OTHER INCOME	13,132.	13,132.	
JPMORGAN MULTI-STRAT LLC	<13,132.>	0.	
JPMORGAN MULTI-STRAT LLC	9.	9.	
JPMORGAN MULTI-STRAT LLC	<9.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,292.	17,433.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	1,145.	0.		1,145.
TO FORM 990-PF, PG 1, LN 16B	1,145.	0.		1,145.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED EXCISE TAX - CURRENT YEAR	3,000.	0.		0.
2008 FORM 990-T ESTIMATE PAID	35.	0.		0.
FOREIGN TAX PAID - JPMORGAN MULTI STRAT K-1	0.	45.		0.
TO FORM 990-PF, PG 1, LN 18	3,035.	45.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE AD VALOREM TAXES	305.	305.		0.
REAL ESTATE EXPENSES	194.	194.		0.
REAL ESTATE FEE	918.	918.		0.
JPMORGAN MULTI STRAT LLC	0.	12,497.		0.
JPMORGAN MULTI STRAT LLC (13H)	0.	2,584.		0.
TO FORM 990-PF, PG 1, LN 23	1,417.	16,498.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. & STATE OBLIGATIONS	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK & EQUITY MUTUAL FUNDS - SEE SCHEDULE	4,832,092.	5,068,586.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,832,092.	5,068,586.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS & FIXED INCOME MUTUAL FUNDS - SEE SCHEDULE	5,488,897.	5,631,879.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,488,897.	5,631,879.

FORM 990-PF MORTGAGE LOANS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE LOANS - SEE SCHEDULE	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 12	0.	0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-HEDGE FUNDS	COST	500,000.	458,570.
ALTERNATIVE STRUCTURED - SEE SCHEDULE ATTACHED	COST	1,125,413.	1,184,891.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,625,413.	1,643,461.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ASIAN RELIEF INC 6411 IVY LANE SUITE 204 GREENBELT, MD 20770	NONE PROGRAM SERVICES	PUBLIC CHARITY	7,420.
BOYS & GIRLS CLUBS-PIKES PEAK REGION PO BOX 15919 COLORADO SPRINGS, CO 80935	NONE PROGRAM SERVICES	PUBLIC CHARITY	14,840.
CHEYENNE MOUNTAIN ZOOLOGICAL SOC 4250 CHEYENNE MTN ZOO ROAD COLORADO SPRINGS, CO 80906	NONE PROGRAM SERVICES	PUBLIC CHARITY	7,420.
CHEYENNE VILLAGE INC 6275 LEHMAN DRIVE COLORADO SPRINGS, CO 80918	NONE PROGRAM SERVICES	PUBLIC CHARITY	44,524.
CHILD NURSERY CENTERS INC 104 E RIO GRANDE COLORADO SPRINGS, CO 80903	NONE PROGRAM SERVICES	PUBLIC CHARITY	14,840.
CHRISTIAN HOME FOR CHILDREN INC 1880 S CASCADE AVENUE COLORADO SPRINGS, CO 80906	NONE PROGRAM SERVICES	PUBLIC CHARITY	37,104.

COLORADO BOYS RANCH FOUNDATION 28071 HIGHWAY 109 - P O BOX 681 LA JUNTA, CO 81050	NONE PROGRAM SERVICES	PUBLIC CHARITY	37,104.
COLORADO SPRINGS CHRISTIAN SCHOOL 4855 MALLOW ROAD COLORADO SPRINGS, CO 80907	NONE PROGRAM SERVICES	PUBLIC CHARITY	7,420.
DAKOTA INDIAN FOUNDATION 209 NORTH MAIN P.O. BOX 340 CHAMBERLAIN, SD 57325	NONE PROGRAM SERVICES	PUBLIC CHARITY	14,840.
GOODWILL INDUSTRIES OF COLORADO SPRINGS P O BOX 6300 COLORADO SPRINGS, CO 80934	NONE PROGRAM SERVICES	PUBLIC CHARITY	44,524.
GUIDEPOSTS - A CHURCH CORPORATION 39 SEMINARY HILL ROAD CARMEL, NY 10512	NONE PROGRAM SERVICES	PUBLIC CHARITY	7,420.
HUMANE SOCIETY OF PIKES PEAK REGION 610 ABBOTT LANE COLORADO SPRINGS, CO 80905	NONE PROGRAM SERVICES	PUBLIC CHARITY	37,104.
MAKE A WISH FDN OF COLORADO INC 7951 E MAPLEWOOD AVENUE SUITE 126 GREENWOOD VILLAGE, CO 80111	NONE PROGRAM SERVICES	PUBLIC CHARITY	14,840.
PIKES PEAK HOSPICE & PALLIATIVE CARE 825 E. PIKES PEAK AVENUE, SUITE 600 COLORADO SPRINGS, CO 80903	NONE PROGRAM SERVICES	PUBLIC CHARITY	37,104.
RED CLOUD INDIAN SCHOOL 100 MISSION DRIVE PINE RIDGE, SD 57770	NONE PROGRAM SERVICES	PUBLIC CHARITY	14,840.
RONALD MCDONALD HOUSE CHARITIES OF 311 N LOGAN STREET COLORADO SPRINGS, CO 80909	NONE PROGRAM SERVICES	PUBLIC CHARITY	37,104.

ROSEBUD EDUCATIONAL SOCIETY P.O. BOX 499 STFRANCIS, SD 57572	NONE PROGRAM SERVICES	PUBLIC CHARITY	14,840.
SILVER KEY SENIOR SERVICES, INC. 2250 BOTT AVE COLORADO SPRINGS, CO 80904	NONE PROGRAM SERVICES	PUBLIC CHARITY	148,420.
SOUTHWEST INDIAN FOUNDATION POST OFFICE BOX 86 GALLUP, NM 87302	NONE PROGRAM SERVICES	PUBLIC CHARITY	14,840.
SPECIAL OLYMPICS COLORADO 410 17TH STREET, SUITE 200 DENVER, CO 80202	NONE PROGRAM SERVICES	PUBLIC CHARITY	29,684.
ST LABRE INDIAN SCHOOL PO BOX 216 ASHLAND, MT 59003	NONE PROGRAM SERVICES	PUBLIC CHARITY	37,104.
ST. JUDE CHILDREN'S RESEARCH HOSP 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE PROGRAM SERVICES	PUBLIC CHARITY	37,104.
THE SALVATION ARMY 1370 PENNSYLVANIA STREET DENVER, CO 80202	NONE PROGRAM SERVICES	PUBLIC CHARITY	37,104.
TRINITY UNITED METHODIST CHURCH 701 N 20TH STREET COLORADO SPRINGS, CO 80904	NONE PROGRAM SERVICES	PUBLIC CHARITY	7,420.
UNITED STATES OLYMPIC COMMITTEE ONE OLYMPIC PLAZA COLORADO SPRINGS, CO 80909	NONE PROGRAM SERVICES	PUBLIC CHARITY	7,420.
YMCA OF THE PIKES PEAK REGION 207 N NEVADA AVENUE COLORADO SPRINGS, CO 80903	NONE PROGRAM SERVICES	PUBLIC CHARITY	29,684.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			742,068.

J.P.Morgan

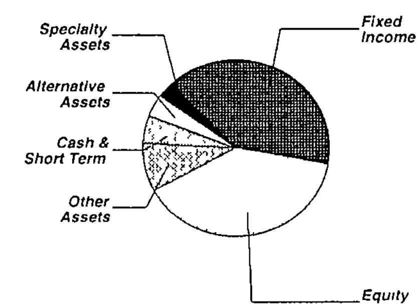
JACQUELINE G ARCHER CHARITABLE TRUST ACCT X74838545
For the Period 11/1/09 to 12/31/09

Account Summary

PRINCIPAL

Asset Allocation	Ending Market Value	Estimated Annual Income	Current Allocation
Equity	5,068,586 18	77,780 22	39%
Alternative Assets	458,570.00		4%
Cash & Short Term	651,781 30	5,125 78	5%
Fixed Income	5,631,879 08	265,866 47	42%
Specialty Assets	1,600 00		1%
Other Assets	1,184,890 50		9%
Market Value	**$12,997,307.00**		**100%**

Asset Allocation



INCOME

Cash Position	Ending Market Value
Cash Balance	209,303 31
Accruals	37,349 37
Market Value	**$246,652.68**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	53,057 04	53,057 04
Foreign Dividends	58 94	58 94
Interest Income	41,461 32	41,461 32
Original Issue Discount	438 44	438 44
Taxable Income	**$95,015.74**	**$95,015.74**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	114 80	114 80
ST Realized Gain/Loss	8,898 34	8,898 34
LT Realized Gain/Loss	125,711 05	125,711 05
Realized Gain/Loss	**$134,724.19**	**$134,724.19**

	To-Date Value
Unrealized Gain/Loss	**$435,779.89**

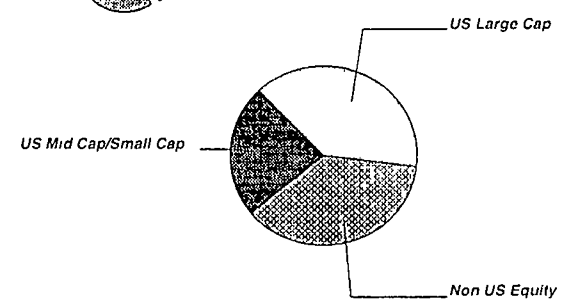
J.P.Morgan

Equity Summary

Asset Categories	Ending Market Value	Current Allocation
US Large Cap	1,984,170 54	16%
US Mid Cap/Small Cap	1,222,014 85	9%
Non US Equity	1,862,400 79	14%
Total Value	**$5,068,586.18**	**39%**

Market Value/Cost	Current Period Value
Market Value	5,068,586 18
Tax Cost	4,832,092 37
Unrealized Gain/Loss	236,493 80
Estimated Annual Income	77,780 22
Accrued Dividends	2,276 40
Yield	1 53%

Asset Categories



Equity Detail

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
ABBOTT LABORATORIES 002824-10-0 ABT	500 000	53 99	26,995 00	25,938 56	1,056 44	800 00	2 96%
ADVANCED AUTO PARTS INC 00751Y-10-6 AAP	125 000	40 48	5,060 00	3,895 00	1,165 00	30 00 7 50	0 59%
AETNA INC 00817Y-10-8 AET	400 000	31 70	12,680 00	12,675 04	4 96	16 00	0 13%
AFLAC INC 001055-10-2 AFL	200 000	46 25	9,250 00	8,789 14	460 86	224 00	2 42%
AMAZON COM INC 023135-10-6 AMZN	50 000	134 52	6,726 00	4,168 83	2,557 17		
ANADARKO PETROLEUM CORP 032511-10-7 APC	100 000	62 42	6,242 00	4,349 69	1,892 31	36 00	0 58%
APACHE CORP 037411-10-5 APA	160 000	103 17	16,507 20	15,696 46	810 74	96 00	0 58%
APPLE INC. 037833-10-0 AAPL	115 000	210 73	24,234 18	15,271 42	8,962 76		
APPLIED MATERIALS INC 038222-10-5 AMAT	1,000 000	13 94	13,940 00	13,188 58	751 42	240 00	1 72%
AT&T INC 00206R-10-2 T	600 000	28 03	16,818 00	23,527 02	(6,709 02)	1,008 00	5 99%
BANK OF AMERICA CORP 060505-10-4 BAC	1,650 000	15 06	24,849 00	43,889 45	(19,040 45)	66 00	0 27%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
BANK OF NEW YORK MELLON CORP 064058-10-0 BK	550 000	27.97	15,383 50	23,226 47	(7,842 97)	198 00	1 29%
BAXTER INTERNATIONAL INC 071813-10-9 BAX	200 000	58 68	11,736 00	9,994 32	1,741 68	232 00 58 00	1 98%
BB & T CORP 054937-10-7 BBT	225 000	25 37	5,708 25	4,215 67	1,492 58	135 00	2 36%
BOEING CO 097023-10-5 BA	65 000	54.13	3,518 45	4,503 85	(985 40)	109 20	3 10%
BRISTOL MYERS SQUIBB CO 110122-10-8 BMY	425 000	25 25	10,731 25	9,266 25	1,465 00	544 00 136 00	5 07%
CARDINAL HEALTH INC 14149Y-10-8 CAH	200 000	32 24	6,448 00	4,938 74	1,509 26	140 00 35 00	2 17%
CATERPILLAR INC 149123-10-1 CAT	125 000	56 99	7,123 75	3,546 58	3,577 17	210 00	2 95%
CELGENE CORPORATION 151020-10-4 CELG	300 000	55 68	16,704 00	14,672 75	2,031 25		
CHEVRON CORP 166764-10-0 CVX	255 000	76 99	19,632 45	16,828 60	2,803 85	693 60	3 53%
CISCO SYSTEMS INC 17275R-10-2 CSCO	1,400 000	23 94	33,516 00	34,679 64	(1,163 64)		
CITIGROUP INC 172967-10-1 C	2,500 000	3 31	8,275 00	10,514 05	(2,239 05)		
COACH INC 189754-10-4 COH	100 000	36 53	3,653 00	3,338 93	314 07	30 00	0 82%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield

US Large Cap

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
COCA COLA CO 191216-10-0 KO	200 000	57 00	11,400 00	11,505 78	(105 78)	328 00	2 88%
COMCAST CORP CL A 20030N-10-1 CMCS A	400 000	16 86	6,744 00	6,793 12	(49 12)	151 20	2 24%
CONOCOPHILLIPS 20825C-10-4 COP	300 000	51 07	15,321 00	14,066 10	1,254 90	600 00	3 92%
CORNING INC 219350-10-5 GLW	880 000	19 31	16,992 80	18,403 88	(1,411 08)	176 00	1 04%
CVS/CAREMARK CORPORATION 126650-10-0 CVS	610 000	32 21	19,648 10	19,963 96	(315 86)	186 05	0 95%
DEERE & CO 244199-10-5 DE	375 000	54 09	20,283 75	14,604 17	5,679 58	420 00 105 00	2 07%
DEVON ENERGY CORP 25179M-10-3 DVN	215 000	73 50	15,802 50	13,541 28	2,261 22	137 60	0 87%
DOW CHEMICAL CO 260543-10-3 DOW	500 000	27 63	13,815 00	6,863 84	6,951 16	300 00 75 00	2 17%
EATON VANCE SPL INVT TR VALUE FD CL I 277905-64-2 EILV X	12,783 053	16 78	214,499 63	175,000 00	39,499 63	3,298 02	1 54%
EDISON INTERNATIONAL 281020-10-7 EIX	400 000	34 78	13,912 00	15,797 29	(1,885 29)	504 00 126 00	3 62%
EMERSON ELECTRIC CO 291011-10-4 EMR	200 000	42 60	8,520 00	7,002 37	1,517 63	268 00	3 15%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
EOG RESOURCES INC 26875P-10-1 EOG	100 000	97 30	9,730 00	6,767 81	2,962 19	58 00	0 60%
EXXON MOBIL CORP 30231G-10-2 XOM	430 000	68 19	29,321 70	38,484 52	(9,162 82)	722 40	2.46%
FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	225 000	80 29	18,065 25	13,730 67	4,334 58	135 00	0 75%
GENERAL MILLS INC 370334-10-4 GIS	100 000	70 81	7,081 00	5,485 67	1,595 33	196 00	2 77%
GILEAD SCIENCES INC 375558-10-3 GILD	255 000	43 27	11,033 85	11,952 08	(918 23)		
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	150 000	168 84	25,326 00	16,199 90	9,126 10	210 00	0 83%
GOOGLE INC CL A 38259P-50-8 GOOG	58 000	619 98	35,958 84	25,525 24	10,433 60		
HEWLETT-PACKARD CO 428236-10-3 HPQ	875 000	51 51	45,071 25	24,308 33	20,762 92	280 00 70 00	0 62%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	100 000	39 20	3,920 00	4,126 77	(206 77)	121 00	3 09%
INTERNATIONAL GAME TECHNOLOGY 459902-10-2 IGT	200 000	18 77	3,754 00	3,081 08	672 92	48 00 12 00	1 28%
INTERNATIONAL BUSINESS MACHINES CORP 459200-10-1 IBM	135 000	130 90	17,671 50	11,254 11	6,417 39	297 00	1 68%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
JOHNSON CONTROLS INC 478366-10-7 JCI	575 000	27 24	15,663 00	11,687 83	3,975 17	299 00 74 75	1 91%
JPMORGAN INTREPID AMERICA FUND SELECT SHARE CLASS FUND 1206 4812A2-10-8 JPIA X	14,758 333	20 31	299,741 74	367,925 25	(68,183 51)	5,667 19	1 89%
JPMORGAN US LARGE CAP CORE PLUS FUND SELECT FUND 1002 4812A2-38-9 JLPS X	8,132.749	18 18	147,853 38	114,590 43	33,262 95	927 13	0.63%
JUNIPER NETWORKS INC 48203R-10-4 JNPR	475 000	26 67	12,668 25	9,739 43	2,928 82		
MASTERCARD INC - CLASS A 57636Q-10-4 MA	30 000	255 98	7,679 40	5,416 77	2,262 63	18 00	0 23%
MERCK & CO INC 58933Y-10-5 MRK	850 000	36 54	31,059 00	27,571 92	3,487 08	1,292 00 323 00	4 16%
METLIFE INC 59156R-10-8 MET	125 000	35 35	4,418 75	3,508 99	909 76	92 50	2 09%
MICROSOFT CORP 594918-10-4 MSFT	1,930 000	30 48	58,826 40	51,557 26	7,269 14	1,003 60	1 71%
MONSANTO CO 61166W-10-1 MON	75 000	81 75	6,131 25	8,789 51	(2,658 26)	79 50	1 30%
MORGAN STANLEY 617446-44-8 MS	510 000	29 60	15,096 00	14,214 07	881 93	102 00	0 68%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
NATIONAL SEMICONDUCTOR CORP 637640-10-3 NSM	300 000	15 36	4,608 00	3,772 50	835 50	96 00 24 00	2 08 %
NETAPP INC 64110D-10-4 NTAP	150 000	34 36	5,154 00	2,348.16	2,805 84		
NIKE INC B 654106-10-3 NKE	125 000	66 07	8,258 75	7,132 60	1,126 15	135 00 33 75	1 63 %
NORFOLK SOUTHERN CORP 655844-10-8 NSC	645 000	52 42	33,810 90	30,719 87	3,091 03	877 20	2 59 %
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	295 000	81 35	23,998 25	21,098 24	2,900 01	389 40 97 35	1 62 %
ORACLE CORP 68389X-10-5 ORCL	500.000	24 53	12,265 00	10,484 35	1,780 65	100 00	0 82 %
PACCAR INC 693718-10-8 PCAR	325 000	36 27	11,787 75	11,282 99	504 76	117 00	0 99 %
PARKER-HANNIFIN CORP 701094-10-4 PH	100 000	53 88	5,388 00	4,030 08	1,357 92	100 00	1 86 %
PAYCHEX INC 704326-10-7 PAYX	150 000	30 64	4,596 00	3,929 78	666 22	186 00	4 05 %
PEPSICO INC 713448-10-8 PEP	300 000	60 80	18,240 00	21,145 75	(2,905 75)	540 00 135 00	2 96 %
PFIZER INC 717081-10-3 PFE	1,575 000	18 19	28,649 25	23,089 04	5,560 21	1,134 00	3 96 %
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	380 000	48 19	18,312 20	16,141 31	2,170 89	881 60 220 40	4 81 %

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
PRAXAIR INC 74005P-10-4 PX	125 000	80 31	10,038 75	10,990 55	(951 80)	200 00	1 99%
PROCTER & GAMBLE CO 742718-10-9 PG	645 000	60 63	39,106 35	36,594 60	2,511 75	1,135 20	2 90%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	200 000	49 76	9,952 00	6,941 85	3,010 15	140 00	1 41%
QUALCOMM INC 747525-10-3 QCOM	475 000	46 26	21,973 50	19,235 67	2,737 83	323 00	1 47%
SCHLUMBERGER LTD 806857-10-8 SLB	230 000	65 09	14,970 70	9,496 18	5,474 52	193 20 48 30	1 29%
SOUTHERN CO 842587-10-7 SO	200 000	33 32	6,664 00	5,729 67	934 33	350 00	5 25%
SOUTHWESTERN ENERGY CO 845467-10-9 SWN	100 000	48 20	4,820 00	4,318 95	501 05		
SPRINT NEXTEL CORP 852061-10-0 S	1,200 000	3 66	4,392 00	4,850 22	(458 22)		
STAPLES INC 855030-10-2 SPLS	625 000	24 59	15,368 75	13,445 77	1,922 98	206 25 51 56	1 34%
STARWOOD HOTELS & RESORTS 85590A-40-1 HOT	300 000	36 57	10,971 00	6,413 86	4,557 14	60 00 60 00	0 55%
SYSCO CORP 871829-10-7 SYY	300 000	27 94	8,382 00	9,513 89	(1,131 89)	300 00 75 00	3 58%
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	200 000	19 38	3,876 00	3,517 25	358 75		

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
TIME WARNER INC NEW 887317-30-3 TWX	683 000	29 14	19,902 62	17,417 12	2,485 50	512 25	2 57%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	315 000	69 41	21,864 15	17,790 41	4,073 74	485.10	2 22%
URBAN OUTFITTERS INC 917047-10-2 URBN	200 000	34 99	6,998 00	3,045 45	3,952 55		
US BANCORP DEL 902973-30-4 USB	700 000	22 51	15,757 00	20,537 13	(4,780 13)	140 00 35 00	0 89%
V F CORP 918204-10-8 VFC	100 000	73 24	7,324 00	5,803 82	1,520 18	240 00	3 28%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	720 000	33 13	23,853 60	23,921 35	(67 75)	1,368 00	5 73%
WAL MART STORES INC 931142-10-3 WMT	335 000	53 45	17,905 75	15,987 74	1,918 01	365 15 91 29	2 04%
WALT DISNEY CO 254687-10-6 DIS	950 000	32 25	30,637 50	24,777 92	5,859 58	332 50 332 50	1 09%
WELLPOINT INC 94973V-10-7 WLP	60 000	58 29	3,497.40	3,201 16	296 24		
WELLS FARGO & CO 949746-10-1 WFC	800 000	26 99	21,592 00	19,363 02	2,228 98	160 00	0 74%
XILINX CORP 983919-10-1 XLNX	400 000	25 06	10,024 00	8,550 16	1,473 84	256 00	2 55%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
YUM BRANDS INC 988498-10-1 YUM	300 000	34 97	10,491 00	10,569 09	(78 09)	252 00	2 40%
Total US Large Cap			**$1,984,170.54**	**$1,847,761.97**	**$136,408.57**	**$34,299 84** **$2,226.40**	**1.73%**
US Mid Cap/Small Cap							
ISHARES RUSSELL 2000 INDEX FUND 464287-65-5 IWM	4,500 000	62 44	280,980 00	263,963 40	17,016 60	4,558 50	1 62%
ISHARES S&P MIDCAP 400 INDEX FUND 464287-50-7 IJH	3,200 000	72 41	231,712 00	217,603 52	14,108 48	4,307 20	1 86%
JPMORGAN MARKET EXPANSION INDEX FUND SELECT SHARE CLASS FUND 3708 4812C1-63-7 PGMI X	37,993 921	8 68	329,787 23	250,000 00	79,787 23	4,445 28	1 35%
JPMORGAN TR I HIGHBRIDGE STATISTICAL MARKET NEUTRAL FUND SELECT SHARES FUND # 1011 4812A2-43-9 HSKS X	23,938 985	15 74	376,799 62	389,995 50	(13,195 88)	789 98	0 21%
KB HOME 48666K-10-9 KBH	200 000	13 68	2,736 00	3,289 92	(553 92)	50 00	1 83%
Total US Mid Cap/Small Cap			**$1,222,014.85**	**$1,124,852.34**	**$97,162.51**	**$14,150.96**	**1.16%**

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
Non US Equity							
ACE LTD NEW H0023R-10-5 ACE	150 000	50.40	7,560 00	6,814 17	745 83	186 00	2 46%
ARTIO INTERNATIONAL EQUITY II - I 04315J-83-7 JETI X	25,597.000	11 78	301,532 66	193,513 32	108,019 34	14,820 66	4 92%
COOPER INDUSTRIES PLC CL - A G24140-10-8 CBE	200 000	42 64	8,528 00	6,540 34	1,987 66	200 00 50 00	2 35%
COVIDIEN PLC G2554F-10-5 COV	300 000	47 89	14,367 00	10,948 93	3,418 07	216 00	1 50%
DODGE & COX INTERNATIONAL STOCK 256206-10-3 DODF X	16,993 261	31 85	541,235 36	700,000 00	(158,764 64)	7,409 06	1 37%
JPMORGAN ASIA EQUITY FUND SELECT SHARE CLASS FUND 1134 4812A0-70-6 JPAS X	10,856 146	31 20	338,711 76	308,473 47	30,238 28	1,248 45	0 37%
JPMORGAN INTREPID INTERNATIONAL FUND SELECT SHARE CLASS FUND # 1321 4812A2-21-5 JISI X	8,460 886	15 73	133,089 74	199,761 52	(66,671.78)	2,225 21	1 67%
MATTHEWS PACIFIC TIGER FUND -CL I 577130-10-7 MAPT X	14,845 606	19 23	285,481 00	250,000 00	35,481 00	2,167 45	0 76%
NUVEEN NWQ VALUE OPPORTUNITIES FUND 67064Y-63-6 NVOR X	7,513 954	29 76	223,615 27	175,000 00	48,615 27	856 59	0 38%
TRANSOCEAN INC H8817H-10-0 RIG	100 000	82 80	8,280 00	8,426 31	(146 31)		
Total Non US Equity			$1,862,400 79	$1,859,478.06	$2,922 72	$29,329.42 $50.00	1 57%

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	456,470 00	458,570 00	2,100 00	5%

Asset Categories

Note R indicates position reviewed

Alternative Assets Detail

	Quantity	Price	Estimated Value	Cost
Hedge Funds				
R **JPM MULTI STRATEGY FUND LLC (RIC)** 09-08 (NON-SELF DEALING FIDUCIARY INVESTORS) N/O Client 477291-92-6	500,000 000	0 92 12/31/09	458,570 00	500,000 00

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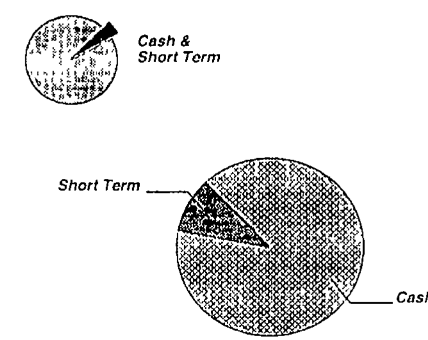
Cash & Short Term Summary

Asset Categories	Ending Market Value	Current Allocation
Cash	586,067.10	4%
Short Term	65,714 20	1%
Total Value	**$651,781.30**	**5%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	651,781 30
Tax Cost	654,954 85
Unrealized Gain/Loss	(3,173 55)
Estimated Annual Income	5,125 78
Accrued Interest	766 25
Yield	0 52%

Cash & Short Term Summary CONTINUED

SUMMARY BY MATURITY

Short Term	Market Value
Less than 3 months	15,110 20
3-6 months	50,604 00
Total Value	**$65,714.20**

SUMMARY BY TYPE

Short Term	Market Value	% of Bond Portfolio
Corporate Bonds	65,714 20	100%

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Short Term Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	586,067 10	1 00	586,067 10	586,067 10		703 28 71 26	0 12 % [1]
Short Term							
NATIONAL RURAL UTILITIES 5 70% JAN 15 2010 DTD 1/11/1999 637432-CJ-2 A+ /A1	5,000 00	100 13	5,006 60	5,428 95	(422 35)	285 00 131 41	2 24 %
DUKE ENERGY CORP 7 3/8% D MAR 1 2010 DTD 3/10/2000 264399-DP-8 A- /A3	10,000 00	101 04	10,103 60	11,269 80	(1,166 20)	737 50 245 83	1 12 %
INTERNATIONAL LEASE FINANCE CORP SR NOTES 5% APR 15 2010 DTD 4/11/2005 459745-FP-5 BBB /B1	20,000 00	98 50	19,699 80	20,274 40	(574 60)	1,000 00 211 10	10 24 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
Short Term							
DAIMLERCHRYSLER NORTH AMERICA HOLDING CORP GTD NOTES 8% JUN 15 2010 DTD 6/8/2000 233835-AK-3 BBB /A3	30,000 00	103 01	30,904 20	31,914 60	(1,010 40)	2,400 00 106 65	1 34 %
Total Short Term			**$65,714.20**	**$68,887 75**	**($3,173 55)**	**$4,422.50 $694.99**	**4 04 %**

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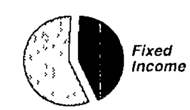
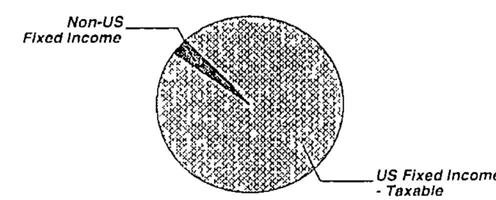
Fixed Income Summary

Asset Categories	Ending Market Value	Current Allocation
US Fixed Income - Taxable	5,557,560 62	41%
Non-US Fixed Income	74,318 46	1%
Total Value	**$5,631,879.08**	**42%**

Asset Categories





Market Value/Cost	Current Period Value
Market Value	5,631,879 08
Tax Cost	5,488,897 44
Unrealized Gain/Loss	142,981 64
Estimated Annual Income	265,866 47
Accrued Interest	34,306 72
Yield	3 60%

Fixed Income Summary CONTINUED

SUMMARY BY MATURITY

Fixed Income	Market Value	% of Bond Portfolio
Less than 5 years[1]	2,480,105 13	44%
5-10 years[1]	1,776,217 86	32%
10+ years[1]	1,375,556 09	24%
Total Value	**$5,631,879.08**	**100%**

SUMMARY BY TYPE

Fixed Income	Market Value	% of Bond Portfolio
Corporate Bonds	1,054,476 30	19%
Government and Agency Bonds	1,086,862 60	19%
International Bonds	74,318 46	1%
Mortgage and Asset Backed Bonds	2,010,318 93	36%
Mutual Funds	1,405,902 79	25%
Total Value	**$5,631,879.08**	**100%**

[1]The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

Note O - Bonds purchased at a discount show accretion

Fixed Income Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
ISHARES BARCLAYS TIPS BOND FUND 464287-17-6	6,000 000	103 90	623,400 00	622,760 00	640 00	24,252 00	3 89%
FIDELITY ADVISOR HIGH INCOME ADVANTAGE FUND 315807-87-5	59,984 520	8 60	515,866 87	550,000 00	(34,133 13)	28,132 73	5 45%
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND 3844 30-Day Annualized Yield. 2 76% 4812A4-35-1	23,005 688	11 59	266,635 92	230,747 05	35,888 87	9,547 36 828 20	3 58%
TARGET CORP NOTES 6 35% JAN 15 2011 DTD 1/10/2001 87612E-AC-0 A+ /A2	5,000 000	105 60	5,279 80	5,504 95	(225 15)	317 50 146 40	0 92%
POTAST CORP SASKATCHEWAN INC NOTES 7 3/4% MAY 31 2011 DTD 5/21/2001 73755L-AB-3 A- /BAA	5,000 000	108 41	5,420 50	5,367 60	52 90	387 50 33 36	1 71%
WACHOVIA CORP SR NOTES 5 30% OCT 15 2011 DTD 10/23/2006 929903-CF-7 AA- /A1	20,000 000	106 15	21,230 40	18,843 00	2,387 40	1,060 00 223 76	1 79%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield

US Fixed Income - Taxable

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
CREDIT SUISSE FB USA INC NOTES 6 1/8% NOV 15 2011 DTD 11/6/2001 22541L-AB-9 A+ /AA1	25,000 000	107 84	26,959 50	25,729 25	1,230 25	1,531 25 195 65	1 85 %
WELLPOINT HEALTH NETWORK NOTES 6 3/8% JAN 15 2012 DTD 1/16/2002 94973H-AC-2 A- /BAA	10,000 000	107 71	10,770 60	10,254 60	516 00	637 50 293 95	2 48 %
INTUIT INC 5 40% MAR 15 2012 DTD 3/12/2007 461202-AA-1 BBB /BAA	20,000 000	106 24	21,248 00	20,253 00	995 00	1,080 00 318 00	2 47 %
UNION PACIFIC CORP NOTES 6 1/2% APR 15 2012 DTD 4/18/2002 907818-CP-1 BBB /BAA	5,000 000	109 21	5,460 30	5,176 45	283 85	325 00 68 61	2 34 %
U S A TREASURY NOTES 4 1/2% APR 30 2012 DTD 4/30/2007 912828-GQ-7 AAA /AAA	40,000 000	107 21	42,884 40	43,839 06	(954 66)	1,800 00 308 28	1 34 %
HOUSEHOLD FINANCE CORP NOTES 7% MAY 15 2012 DTD 5/22/2002 441812-JY-1 A /A3	30,000 000	108 74	32,620 80	26,700 00	5,920 80	2,100 00 268 32	3 15 %
MONSANTO CO SR NOTES 7 3/8% AUG 15 2012 DTD 8/14/2002 61166W-AA-9 A+ /A2	5,000 000	113 35	5,667 40	5,379 90	287 50	368 75 139 30	2 11 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
SBC COMMUNICATIONS INC NOTES 5 7/8% AUG 15 2012 DTD 8/19/2002 78387G-AK-9 A /A2	30,000 000	109 17	32,751 00	32,072 70	678 30	1,762 50 665 82	2 25%
VERIZON GLOBAL FUNDING CORP NOTES 7 3/8% SEP 1 2012 DTD 8/26/2002 92344G-AT-3 A /A3	30,000 000	112 72	33,816 60	32,737 50	1,079 10	2,212 50 737 49	2 42%
GENERAL MILLS INC NOTES 5 650% SEPT 10 2012 DTD 08/29/2007 370334-BE-3 BBB /BAA	15,000 000	108 79	16,318 20	15,357 60	960 60	847 50 261 30	2 26%
CAPITALONE MULTI-ASSET EXECUTION TRUST SER 2005-A3 CL A3 4 05% MAR 15 2013 DTD 6/10/2005 14041N-CC-3 AAA /AAA	90,000 000	101 18	91,065 04	88,182 42	2,882 62	3,645 00 162 00	0 86%
GOLDMAN SACHS GROUP INC NOTES 5 1/4% APR 1 2013 DTD 3/31/2003 38141G-DB-7 A /A1	35,000 000	105 92	37,071 30	35,487 55	1,583 75	1,837 50 459 37	3 31%
PRINCIPAL LIFE INC FDG MEDIUM TERM NOTE 5.3% APR 24 2013 DTD 04/24/2008 74254P-YE-6 A+ /AA3	25,000 000	105 59	26,397 50	24,623 00	1,774 50	1,325 00 246 57	3 50%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield

US Fixed Income - Taxable

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
ALLSTATE LF GLB FN TRST MEDIUM TERM NOTES 5 3/8% APR 30 2013 DTD 04/30/2008 02003M-BQ-6 AA- /A1	15,000 000	106 75	16,012 05	14,803 20	1,208 85	806 25	3 22 %
U S A NOTES 3 5/8% MAY 15 2013 DTD 5/15/2003 912828-BA-7 AAA /AAA	140,000 000	105 88	148,225 00	148,864 84	(639 84)	5,075 00 658 84	1 82 %
GE CAPITAL CREDIT CARD MASTER NOTE TRUST SER 2005-3 CL A 4 13% JUN 15 2013 DTD 6/30/2005 36159J-AN-1 AAA /AAA	100,000 000	101 40	101,404 20	97,991 80	3,412 40	4,130 00 183 50	1 03 %
TRANS-CANADA PIPELINES 4% JUN 15 2013 DTD 06/12/2003 89352H-AA-7 A- /A3	10,000 000	102 45	10,244 50	9,360 90	883 60	400 00 17 77	3 25 %
AMERICAN EXPRESS NOTES 4 7/8% JUL 15 2013 DTD 7/24/2003 025816-AQ-2 BBB /A3	10,000 000	104 34	10,433 80	10,276 70	157 10	487 50 224 79	3 56 %
BRISTOL-MYERS SQUIBB NOTES 5 1/4% AUG 15 2013 DTD 2/15/2004 110122-AL-2 A+ /A2	10,000 000	108 38	10,838 40	10,430 40	408 00	525 00 198 33	2 80 %
PUBLIC SERVICE EL & GAS MEDIUM TERM NOTE 5 3/8% SEP 01 2013 DTD 09/08/2003 74456Q-AL-0 A- /A2	5,000 000	107 64	5,382 05	5,503 75	(121 70)	268 75 89 58	3 15 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield

US Fixed Income - Taxable

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
U S A NOTES 4 1/4% NOV 15 2013 DTD 11/15/2003 912828-BR-0 AAA /AAA	135,000 000	108 03	145,841 85	147,199 22	(1,357 37)	5,737 50 744 79	2 08 %
METLIFE INC NOTES 5% NOV 24 2013 DTD 11/24/2003 59156R-AG-3 A- /A3	30,000 000	105 27	31,581 60	30,544 80	1,036 80	1,500 00 154 14	3 54 %
OHIO POWER COMPANY 4 85% JAN 15 2014 DTD 7/11/2003 677415-CG-4 BBB /BAA	30,000 000	104 48	31,344 00	29,951 70	1,392 30	1,455 00 670 89	3 65 %
STAPLES INC 9 3/4% JAN 15 2014 DTD 01/15/2009 855030-AJ-1 BBB /BAA	10,000 000	121 85	12,184 50	11,175 00	1,009 50	975 00 449 58	3 86 %
HRPT PROPERTIES TRUST 5 3/4% FEB 15 2014 DTD 10/30/2003 40426W-AQ-4 BBB /BAA	5,000 000	97 78	4,888 85	4,828 90	59 95	287 50 108 61	6 37 %
PACCAR INC NOTES 6 7/8% FEB 15 2014 DTD 02/13/2009 69373U-AA-5 AA- /A1	10,000 000	112 81	11,280 60	11,261 00	19 60	687 50 259 72	3 51 %
PROGRESS ENERGY INC 6 05% MAR 15 2014 DTD 03/19/2009 743263-AM-7 BBB /BAA	5,000 000	109 48	5,473 80	4,986 25	487 55	302 50 89 06	3 60 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
MORGAN STANLEY NOTES 4 3/4% APR 1 2014 DTD 3/30/2004 61748A-AE-6 A- /A3	30,000 000	100 58	30,172 50	30,128 70	43 80	1,425 00 356 25	4 60 %
U S A NOTES 4 1/4% AUG 15 2014 DTD 8/15/2004 912828-CT-5 AAA /AAA	25,000 000	107 88	26,970 75	23,742 19	3,228 56	1,062 50 401 30	2 44 %
PITNEY BOWES INC MEDIUM TERM NOTE 4 7/8% AUG 15 2014 DTD 8/18/2004 72447W-AU-3 A /A1	5,000 000	104 76	5,238 00	4,793 15	444 85	243 75 92 08	3 74 %
WELLS FARGO COMPANY NOTES 5% NOV 15 2014 DTD 11/6/2002 949746-CR-0 A+ /A2	25,000 000	102 71	25,677 75	24,334 00	1,343 75	1,250 00 159 70	4 37 %
NATIONAL CITY CORP 4 9% JAN 15 2015 DTD 01/12/2005 635405-AQ-6 A /A3	10,000 000	102 16	10,215 80	9,325 90	889 90	490 00 225 94	4 42 %
U S A NOTES 4% FEB 15 2015 DTD 2/15/2005 912828-DM-9 AAA /AAA	170,000 000	106 28	180,677 70	168,080 86	12,596 84	6,800 00 2,568.36	2 68 %
MERCK & CO 4 3/4% MAR 1 2015 DTD 2/17/2005 589331-AK-3 AA- /AA3	5,000 000	107 22	5,361 05	4,991 50	369 55	237 50 79 16	3 22 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
CSX CORP NOTES 6 1/4% APR 01 2015 DTD 03/27/2008 126408-GN-7 BBB /BAA	10,000 000	110 15	11,014 50	11,012 30	2 20	625 00 156 25	4 08 %
HOSPIRA INC NOTES 6 4% MAY 15 2015 DTD 05/08/2009 441060-AK-6 BBB /BAA	5,000 000	110 68	5,534 10	4,989 80	544 30	320 00 40 88	4 16 %
EXELON CORP NOTES 4 9% JUN 15 2015 DTD 6/9/2005 30161N-AD-3 BBB /BAA	10,000 000	103 16	10,316 00	9,573 40	742 60	490 00 21 77	4 24 %
KIMBERLY-CLARK CORPORATION 4 7/8% AUG 15 2015 DTD 8/11/2005 494368-AY-9 A /A2	10,000 000	107 72	10,772 20	10,181 40	590 80	487 50 184 16	3 36 %
NATIONSBANK CORP SUB NOTES 7 3/4% AUG 15 2015 DTD 9/5/95 638585-AN-9 A- /A3	30,000.000	109 71	32,913 00	34,220 40	(1,307 40)	2,325 00 878 31	5 70 %
MEDTRONIC INC SR NT DTD 09/15/2005 4 75% DUE 09/15/2015 585055-AH-9 AA- /A1	5,000 000	107 96	5,397 75	4,725 60	672 15	237 50 69 93	3 21 %
FPL GROUP CAPITAL INC 7 7/8% DEC 15 2015 DTD 12/12/2008 302570-BC-9 A- /A2	10,000 000	120 35	12,035 00	11,964 50	70 50	787 50 35 00	4 00 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
CITIGROUP INC SENIOR NOTES 5 3% JAN 7 2016 DTD 12/8/2005 172967-DE-8 A /A3	65,000 000	97 31	63,248 25	64,807 60	(1,559 35)	3,445 00 1,665 04	5 84 %
CISCO SYSTEMS NOTES 5 1/2% FEB 22 2016 DTD 2/22/2006 17275R-AC-6 A+ /A1	30,000 000	109 79	32,937 00	29,964 90	2,972 10	1,650 00 591 24	3 70 %
HOME DEPOT INC SR NOTES 5 40% MAR 1 2016 DTD 3/24/2006 437076-AP-7 BBB /BAA	25,000 000	104 69	26,171 50	24,085 75	2,085 75	1,350 00 450 00	4 52 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 357121 6 00% DUE 05/01/2016 31376J-VN-6	14,817 240	107 17	15,879 49	15,335 83	543 66	889 03 74 08	2 72 %
U S A BONDS 7 1/4% MAY 15 2016 DTD 5/15/86 912810-DW-5 AAA /AAA	120,000 000	123 79	148,546 80	142,098 44	6,448 36	8,700 00 1,129 44	3 10 %
U S A NOTES 3 1/4% MAY 31 2016 DTD 06/01/2009 912828-KW-9 AAA /AAA	120,000.000	100 41	120,496 80	120,764 06	(267 26)	3,900 00 344.64	3 18 %
FANNIE MAE 5 3/8% JUL 15 2016 DTD 6/15/2006 31359M-S6-1 AAA /AAA	20,000 000	111 34	22,268 80	20,367 62	1,901 18	1,075 00 495 68	3 42 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
CAPITAL ONE FINANCIAL CO SUB NOTES 6 15% SEP 1 2016 DTD 8/29/2006 14040H-AN-5 BBB /BAA	25,000 000	100 45	25,113 00	24,998 00	115 00	1,537 50 512 50	6 06%
CONSOLIDATED EDISON CO N Y INC SER 2006 DEB 5 1/2% C DUE 09/15/2016 DTD 09/25/2006 209111-EN-9 A- /A3	10,000 000	105 46	10,546 20	9,832 40	713 80	550 00 161 94	4 54%
SIMON PROPERTY GROUP LP 5 1/4% DEC 01 2016 DTD 12/12/2006 828807-BW-6 A- /A3	10,000 000	97 25	9,725 30	9,421 10	304 20	525 00 43 75	5 74%
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU TR REMIC TR 2001-69 CL PG 6 00% DUE 12/25/2016 31392A-4V-7	20,882 800	107.14	22,374 18	21,169 92	1,204 26	1,252 96 104 41	2 40%
COMCAST CORP 6 1/2% JAN 15 2017 DTD 7/14/2006 20030N-AP-6 BBB /BAA	15,000 000	110 71	16,605 90	16,201 50	404 40	975 00 449 58	4 70%
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU CTF REMIC TR 2002-2 CL UC 6 00% DUE 02/25/2017 31392B-YC-4	24,624 620	106 57	26,241 46	24,936 29	1,305 17	1,477 47 123 12	2 78%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield

US Fixed Income - Taxable

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
O **U S A BOND STRIPPED PRIN PMT** ZERO CPN MAY 15 2017 DTD 05/16/87 912803-AL-7 AAA /NA	105,000 000	76 91	80,755 50	82,492 74 79,881 23	(1,737 24)		4 07%
NORFOLK SOUTHERN CORP NOTES 7 70% MAY 15 2017 DTD 5/19/97 655844-AE-8 BBB /BAA	5,000 000	117 06	5,853 15	5,581 75	271 40	385 00 49 19	4 91%
ERP OPERATING LP 5 3/4% JUN 15 2017 DTD 06/04/2007 26884A-AX-1 BBB /BAA	5,000 000	100 01	5,000 55	4,957 95	42 60	287 50 132 56	5 75%
LEHMAN BROTHERS HOLDINGS SUB NOTES 6 1/2% JUL 19 2017 DTD 07/19/2007 IN DEFAULT LEHMAN PRICE IS N/A 524908-R3-6 NR /WR	20,000 000	0 03	6 00	19,552 40	(19,546 40)	1,300 00 585 00	
SUNTRUST BANKS SR NOTES 6% SEP 11 2017 DTD 09/10/2007 867914-AZ-6 BBB /BAA	10,000 000	99 12	9,912 40	9,999 20	(86 80)	600 00 183 33	6 14%
GENERAL ELEC CAP CORP MEDIUM TERM NOTES 5 5/8% SEP 15 2017 DTD 09/24/2007 36962G-3H-5 AA+ /AA2	60,000 000	103 02	61,813 80	58,163 40	3,650 40	3,375 00 993 72	5 14%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2513 CL 2513-DM 5 50% DUE 10/15/2017 31392X-CJ-5	20,000 000	106 91	21,382 59	20,287 50	1,095 09	1,100 00 91 66	2 60 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 662920 5 50% DUE 11/01/2017 31391C-PD-1	16,949 920	106 48	18,048 44	17,458 44	590 00	932 24 77 68	2 02 %
MIDAMERICAN ENERGY CO 5 3% MAR 15 2018 DTD 03/25/2008 595620-AH-8 A- /A2	15,000 000	103 05	15,457 95	14,957 70	500 25	795 00 234 07	4 84 %
JOHN DEERE CAPITAL CORP MEDIUM TERM NOTE 5 35% APR 03 2018 DTD 04/03/2008 24422E-QR-3 A /A2	5,000 000	105 68	5,284 20	4,984 70	299 50	267 50 65 38	4 52 %
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2783 CL 2783-AE 4 00% DUE 04/15/2018 31394W-YJ-1	74,219 960	103 39	76,732 82	70,740 91	5,991 91	2,968 79 247 37	2 18 %
ORACLE CORP 5 3/4% APR 15 2018 DTD 04/09/2008 68389X-AC-9 A /A2	15,000 000	108 12	16,217 85	14,992 95	1,224 90	862 50 182 07	4 56 %
GLAXOSMITHKLINE CAP INC 5 65% MAY 15 2018 DTD 05/13/2008 377372-AD-9 A+ /A1	5,000 000	107 86	5,392 95	5,524 70	(131 75)	282 50 36 09	4 51 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
TRAVELERS COS INC SR NOTES 5 8% MAY 15 2018 DTD 05/13/2008 89417E-AE-9 A- /A2	10,000 000	106 57	10,657 30	10,081 50	575 80	580 00 74 11	4 84%
FED HOME LN MTG CORP PARTN CTFS GROUP NBR E-01385 4 40% DUE 06/01/2018 31294K-RE-7	21,511 620	104 14	22,401 34	22,146 90	254 44	968 02 80 66	2 68%
E.I. DU PONT DE NEMOURS SR NOTES 6% JUL 15 2018 DTD 07/28/2008 263534-BT-5 A /A2	10,000 000	109 12	10,911 70	10,788 30	123 40	600 00 276 66	4 69%
PUBLIC SERVICE COLORADO 5 8% AUG 01 2018 DTD 08/13/2008 744448-CB-5 A /A2	10,000 000	108 47	10,846 70	10,597 80	248 90	580 00 241 66	4 59%
FHLMC REMIC SER 2962 CL YE 4 1/2% SEP 15 2018 DTD 4/01/05 31395T-SL-9	50,000 000	104 67	52,333 12	46,718 75	5,614 37	2,250 00 187 50	2 98%
U S A BONDS 9% NOV 15 2018 DTD 11/15/88 912810-EB-0 AAA /AAA	50,000 000	140 41	70,203 00	77,052 73	(6,849 73)	4,500 00 584 25	3 63%
U S A NOTES 3 3/4% NOV 15 2018 DTD 11/17/2008 912828-JR-2 AAA /AAA	100,000 000	99 99	99,992 00	102,644 53	(2,652 53)	3,750 00 486 80	3 75%

US Fixed Income - Taxable

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 765486 5 00% DUE 01/01/2019 31404D-NB-0	23,903 320	105 36	25,183 58	24,665 24	518 34	1,195 16 99 58	3 00%
FREDDIE MAC GOLD PARTIC CTF 5% FEB 1 2019 DTD 2/1/2004 POOL NO B12368 312964-TZ-2	46,878 910	105 26	49,345 68	47,025 40	2,320 28	2,343 94 195 29	2 42%
AMGEN INC SR NOTES 5 7% FEB 01 2019 DTD 01/16/2009 031162-AZ-3 A+ /A3	10,000 000	107 24	10,723 50	10,959 80	(236 30)	570 00 237 50	4 71%
CONOCOPHILLIPS NOTES 5 3/4% FEB 01 2019 DTD 02/03/2009 20825C-AR-5 A /A1	10,000 000	109 46	10,945 50	10,910 90	34 60	575 00 239 58	4 47%
GNMA GTD PASS THRU CTF POOL NBR 600747 4 50% DUE 02/15/2019 36200G-L4-6	23,500 760	104 45	24,546 31	23,853 28	693 03	1,057 53 88 12	2 99%
CATERPILLAR FINACIAL SE MEDIUM TERM NOTE 7 15% FEB 15 2019 DTD 02/12/2009 14912L-4E-8 A /A2	10,000 000	115 64	11,563 90	11,564 40	(0 50)	715 00 270 11	4 99%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
SEMPRA ENERGY 9 8% FEB 15 2019 DTD 11/20/2008 816851-AK-5 BBB /BAA	10,000 000	124 81	12,481 20	11,335 90	1,145 30	980 00 370 22	6 20%
ANADARKO PETROLEUM CORP NOTES 8 7% MAR 15 2019 DTD 03/05/2009 032511-BC-0 BBB /BAA	10,000 000	124 39	12,439 20	9,889 90	2,549 30	870 00 256 16	5 31%
ATOMS ENERGY CORP 8 1/2% MAR 15 2019 DTD 03/26/2009 049560-AJ-4 BBB /BAA	5,000 000	121 46	6,073 10	4,990 65	1,082 45	425 00 125.13	5 50%
EATON CORP 6 95% MAR 20 2019 DTD 3/16/2009 278058-DH-2 A- /A3	10,000.000	114 00	11,399 90	10,379 90	1,020 00	695 00 194 98	5 03%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2798 CL JL 4 50% DUE 05/15/2019 31394X-Y2-6	55,000 000	103 96	57,179 19	54,260 94	2,918 25	2,475 00 206 25	3 46%
ACE INA HOLDINGS 5 9% JUN 15 2019 DTD 06/08/2009 00440E-AM-9 A- /A3	10,000 000	107 58	10,758 30	10,005 80	752 50	590 00 26 22	4 89%
BUNGE LIMITED FINANCE CO 8 1/2% JUN 15 2019 DTD 06/09/2009 120568-AT-7 BBB /BAA	10,000 000	113 99	11,399 10	10,257 61	1,141 49	850 00 37 77	6 50%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FANNIE MAE 5 50% AUG 1 2019 DTD 7/1/2004 POOL NO 761533 31403Y-BA-0	33,330 580	106 61	35,532 40	34,570 07	962 33	1,833 18 152 75	3 13%
BURLINGTN NORTH SANTA FE 4 7% OCT 01 2019 DTD 09/24/2009 12189T-BC-7 BBB /BAA	5,000 000	99 07	4,953 40	4,991 25	(37 85)	235 00 63 31	4 82%
BLACKROCK INC 5% DEC 10 2019 DTD 12/10/2009 09247X-AE-1 A+ /A1	10,000 000	98 27	9,826 80	9,949 46	(122 66)	500 00 29 16	5 23%
BANK OF NEW YORK MELLON NOTES 4 6% JAN 15 2020 DTD 11/16/2009 06406H-BP-3 AA- /AA2	5,000 000	97 74	4,887 00	4,990 25	(103 25)	230 00 28 75	4 89%
FNMA REMIC TRUST SER 2004-101 CL HB 5% JAN 25 2020 DTD 12/01/2004 31394B-G6-5	50,000 000	105 61	52,806 53	48,812 50	3,994 03	2,500 00 208 30	3 49%
GNMA GTD PASS THRU CTF POOL NBR 782040 6 00% DUE 06/15/2020 36241K-HR-2	17,520 300	106 99	18,744 62	17,958 32	786 30	1,051.21 87 60	3 82%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FED HOME LN MTG CORP PARTN CTFS GROUP NBR J0-2821 5 50% DUE 06/01/2021 3128PE-D2-1	33,172 030	106 14	35,208 13	32,962 62	2,245 51	1,824 46 152 02	2 68%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 1130 CL 1130-K 5 50% DUE 09/15/2021 312906-P9-5 NR /NR	22,484 350	99 98	22,479 58	22,315 70	163 88	1,236 63 103 04	0 51%
GOVERNMENT NATL MTG ASSN GTD REMIC PASS THRU SEC REMIC TR 2003-113 CL VB 4 50% DUE 02/16/2022 38374E-G8-4	50,000 000	103 68	51,841 81	46,843 75	4,998 06	2,250 00 187 50	3 23%
FANNIE MAE 4 50% JUN 25 2022 DTD 5/1/2003 31393C-NC-3	32,303 290	103 53	33,442 35	31,051 54	2,390 81	1,453 64 121 13	2 05%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2687 CL 2687-JG 75 00% DUE 11/15/2022 31394K-6T-6	20,000 000	105 49	21,098 79	19,162 50	1,936 29	1,000 00 83 32	3 51%
FED HOME LN MTG CORP PARTN CTFS GROUP NBR C9-0678 6 00% DUE 03/01/2023 31335H-XF-5	64,068 310	107 60	68,938 14	64,919 21	4,018 93	3,844 09 320 34	2 45%
FHLMC REMIC SER 2627 CL MW 5% JUN 15 2023 DTD 06/01/2003 31393V-4V-0	25,000 000	102 88	25,718 93	25,953 13	(234 20)	1,250 00 104 15	4 51%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FNMA REMIC TRUST 5% SER 2003-55 CL CD JUN 25 2023 DTD 05/01/2003 31393C-PD-9	50,000 000	104 91	52,456 49	47,859 38	4,597 11	2,500 00 208 30	3 60%
FANNIE MAE SER 1993-119 CL H 6 5% JUL 25 2023 DTD 08/01/1993 31359B-ZL-4 NR /NR	19,617 940	107 09	21,009 59	19,943 07	1,066 52	1,275 16 106 25	4 18%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2716 CL 2716-UN 4 50% DUE 12/15/2023 31394M-NE-6	25,000 000	101 76	25,438 77	24,101 56	1,337 21	1,125 00 93 75	4 11%
FEDERAL HOME LN MTG CORP MULTICLASS GTD PARTN CTFS GTD SER 2649 CL 2649-OL 4 50% DUE 04/15/2026 31394G-HY-2	30,918 030	101 36	31,339 56	30,029 13	1,310 43	1,391 31 115 94	0 28%
FREDDIE MAC SERIES 2553 CLASS NH 4 50% MAR 15 2029 DTD 1/1/2003 31393J-HX-9	5,860 410	100 77	5,905 55	5,710 24	195 31	263 71 21.97	0 63%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2827 CL-TD 5 00% DUE 02/15/2030 31395C-YL-9	90,000 000	105 13	94,615 48	88,396 88	6,218 60	4,500 00 374 94	2 86%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 3145 CL KC 5 00% DUE 07/15/2030 31396N-CW-4	135,000 000	104 61	141,223 12	129,051 56	12,171 56	6,750 00 562 41	3 49 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 601418 7 00% DUE 11/01/2003 31388D-DX-3	24,399 490	111 40	27,180 54	25,444 06	1,736 48	1,707 96 142 32	4 06 %
FED HOME LN MTG CORP PARTN CTFS GROUP NBR C01372 7 50% DUE 05/01/2032 31292H-QZ-0	8,099 080	112 17	9,084 90	8,559 72	525 18	607 43 50 61	4 17 %
GOVERNMENT NATL MTG ASSN GTD REMIC PASS THRU SECS REMIC TR 2002-45 CL QE 6 50% DUE 06/20/2032 38373X-DM-5	32,309 120	108 34	35,003 61	33,036 08	1,967 53	2,100 09 174 98	3 30 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 652833 6 50% DUE 09/01/2032 31390Q-HJ-7	3,766 180	108 06	4,069 85	3,908 57	161 28	244 80 20 39	4 40 %
FANNIE MAE SER 2004-45 CL ZL 6% OCT 15 2032 DTD 05/01/2004 31393Y-YL-3	27,796 500	104 88	29,152 14	29,775 79	(623 65)	1,667 79 138 98	4 99 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FHLMC REMICS SER 2781 CL PC 5% JAN 15 2033 DTD 04/01/2004 31394X-DE-3	35,000 000	103 87	36,355 89	35,196 88	1,159 01	1,750 00 145 81	4 00 %
FED HOME LN MTG CORP PARTN CTFS GROUP NBR C76970 5 50% DUE 02/01/2033 31288F-W7-5	15,339 530	105 23	16,141 63	15,933 92	207 71	843 67 70 30	3 26 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 687792 6 00% DUE 03/01/2033 31400H-C5-0	16,810 020	106 81	17,955 29	17,496 21	459 08	1,008 60 84 05	4 23 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 688001 5 50% DUE 03/01/2033 31400H-KN-2	26,200 530	105 10	27,537 81	26,568 99	968 82	1,441 02 120 07	4 17 %
GNMA POOL NO 607785 6% MAR 15 2033 DTD 3/1/2003 36202S-F2-9	7,757 520	106 70	8,277 51	8,009 63	267 88	465 45 38 78	4 51 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 688980 5 50% DUE 05/01/2033 31400J-M5-5	27,640 780	105 91	29,275 18	28,003 57	1,271 61	1,520 24 126 67	3 97 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 357399 5 50% DUE 06/01/2033 31376J-7L-7	43,499 300	105 10	45,719 50	43,017 45	2,702 05	2,392 46 199 35	4 17 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2624 CL QH 5 00% DUE 06/15/2033 31393R-J9-2	25,000 000	102 39	25,596 81	23,257 81	2,339 00	1,250 00 104 15	4 69 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 722973 5 00% DUE 07/01/2033 31402A-FN-1	25,741 550	103 04	26,523 32	26,449 46	73 86	1,287 07 107 23	4 20 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 730131 5 00% DUE 08/01/2033 31402J-EC-7	51,242 560	103 04	52,798 80	51,450 71	1,348 09	2,562 12 213 47	4 20 %
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU TR REMIC TR 2005-14 CL ME 5 00% DUE 10/25/2033 31394C-YG-1	25,000 000	103 51	25,878 59	25,625 00	253 59	1,250 00 104 15	4 16 %
GNMA GTD PASS THRU CTF POOL NBR 633777 5 50% DUE 10/15/2034 36291P-CN-4	17,461 530	105 43	18,408 99	17,892 61	516 38	960 38 80 02	4 32 %
FNMA REMIC TRUST 6% NOV 25 2034 DTD 4/1/2005 31394D-ST-8	65,000 000	105 56	68,615 09	67,430 29	1,184 80	3,900 00 325 00	5 07 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 809969 5 50% DUE 03/01/2035 31406G-2A-6	35,668 790	105 04	37,467 21	35,824 83	1,642 38	1,961 78 163 47	4 21 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU CTF REMIC TR 2005-70 CL NA 5 50% DUE 08/25/2035 31394E-Z2-7	33,496 960	105 63	35,381 36	33,413 22	1,968 14	1,842 33 153 51	3 89%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 3033 CL JD 5 50% DUE 09/15/2035 31396A-CK-8	50,000 000	104 05	52,026 60	51,093 75	932 85	2,750 00 229 15	4 80%
FHLMC REMIC SER 3218 CL BG 6% SEP 15 2036 DTD 09/01/2006 31397B-HL-8	25,000 000	105 65	26,413 16	26,781 25	(368 09)	1,500 00 125 00	5 14%
MORGAN STANLEY CAP I TR 2006-IQ12 COML MTG PASSTHRU CTF CL A-1 5 257% DUE 12/15/2043 61750W-AR-4 AAA /NA	13,247 300	102 19	13,537 87	13,280 26	257 61	696 41 58 02	3 04%
Total US Fixed Income - Taxable			**$5,557,560 62**	**$5,419,087.95**	**$138,472.67**	**$262,363.97 $33,877.57**	3 59%
Non-US Fixed Income							
DEUTSCHE TELEKOM INT FIN NOTES 5 1/4% JUL 22 2013 DTD 7/22/2003 25156P-AF-0 BBB /BAA	10,000 000	106 15	10,615 10	9,540 40	1,074 70	525 00 231 87	3 40%
VODAFONE GROUP PLC 4 15% JUN 10 2014 DTD 06/10/2009 92857W-AT-7 A- /BAA	15,000 000	102 88	15,431 70	14,989 95	441 75	622 50 36 30	3 45%

Non-US Fixed Income

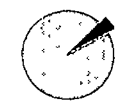
	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
BHP BILLITON FINANCE USA 5 1/4% DEC 15 2015 DTD 12/12/2005 055451-AB-4 A+ /A1	30,000 000	108 27	32,479 50	29,290 50	3,189 00	1,575 00 69 99	3 69 %
WESTPAC BANKING CORP NOTES 4 7/8% NOV 19 2019 DTD 11/19/2009 961214-BK-8 AA /AA1	16,000 000	98 70	15,792 16	15,988 64	(196 48)	780 00 90 99	5 04 %
Total Non-US Fixed Income			**$74,318.46**	**$69,809.49**	**$4,508.97**	**$3,502.50** **$429.15**	**3 89 %**

J.P.Morgan

Specialty Assets Summary

Asset Categories	Ending Estimated Value	Current Allocation
Real Estate	1,600 00	1%

Asset Categories



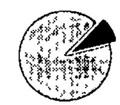
Specialty Assets Detail

	Interest Type	Percentage of Ownership	Estimated Value	Estimated Cost
Real Estate				
Lots 1, 6, 7 & 12 Lake Havasu Estates Lake Havasu City, AZ RES LOT Bearer 910R00-40-8	SURFACE-REAL ESTATE	100 00 %	1,500 00	1,500 00
Lots 26 & 27 Rancho 87 Holbrook, AZ RES LOT Bearer 910R00-41-2	SURFACE-REAL ESTATE	100 00 %	100 00	100 00
Total Real Estate			**$1,600.00**	**$1,600 00**

Other Assets Summary

Asset Categories	Ending Estimated Value	Current Allocation
Structured Investments	1,184,890 50	9%

Asset Categories



Other Assets Detail

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
Structured Investments					
BARC 9M RTY TACTICAL NOTE 07/29/2010 (80% CONTIN BARRIER-2 0% PMT -7% CAP) INITIAL LEVEL-RTY 10/22/09 605 11 06739J-P3-1	125,000 000	101 23	126,537 50	124,187 50	2,350 00
BARC 9M SPX NOTE 08/27/2010 (85% CONTIN BARRIER-6 23% PMT -7% CAP) INITIAL LEVEL-SPX 11/18/09 1109 80 06739J-5N-9	260,000 000	101 07	262,782 00	258,050 00	4,732 00
CS 12M ASIA BREN 01/12/11 (10%BUFF -2XLEV-9 9%CAP-19 8%MXPYMT) INITIAL LEVEL-ASIA 12/11/09. 100 00 22546E-QN-7	100,000 000	99 74	99,740 00	99,000 00	740 00

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
Structured Investments					
CS 18M ASIA BSKT MKT PLS NOTE 02/24/11 (72 7%KO BARRIER-0%PMT-UNCAPPED) INITIAL LEVEL-ASIA BSKT 08/21/09 100 22546E-LZ-5	60,000 000	109 20	65,520 00	59,250 00	6,270 00
CS 6M SPX BREN 03/04/10 (5%BUFFER- 2XLEV-4 96%CAP-9 92%MAXPYMT) INITIAL LEVEL-8/27/09 SPX 1030 98 22546E-MC-5	100,000 000	108 21	108,210 00	99,500 00	8,710 00
GS 9M EAFE NOTE 08/27/2010 (84 5% CONTIN BARRIER-2% PMT -7% CAP) INITIAL LEVEL- 11/19/09 SX5E 2860 29 UKX 5267 70 TPX 837 71 38143U-FK-2	130,000 000	104 87	136,331 00	129,025 00	7,306 00
MORGAN STANLEY BREN SPX 6/15/10 (10%BUFFER-2XLEV) INITIAL LEVEL-SPX 05/22/09 886 75 617482-FU-3	160,000 000	114 93	183,880 00	158,400 00	25,480 00
MS 12M SPX BREN 01/12/11 (10%BUFF -2XLEV-7 55%CAP-15 1%MXPYMT) INITIAL LEVEL-SPX 12/11/09 1106 41 617482-HZ-0	200,000 000	100 95	201,890 00	198,000 00	3,890 00
Total Structured Investments			$1,184,890.50	$1,125,412.50	$59,478 00

FORM 8688	EXPLANATION FOR EXTENSION	STATEMENT 4

EXPLANATION

ADDITIONAL TIME IS NEEDED TO RECEIVE A 2009 SCHEDULE K-1 FOR A LIMITED PARTNERSHIP INTEREST HELD BY THIS TRUST. THIS SCHEDULE K-1 IS EXPECTED TO BE DELIVERED TO THE TAXPAYER IN SEPTEMBER.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed)

Type or print	Name of Exempt Organization JACQUELINE G. ARCHER CHARITABLE TRUST R74838005 / 1000037500	**Employer identification number** 68-6218949
File by the extended due date for filing the return See instructions	Number, street, and room or suite no. If a P O. box, see instructions. C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE,, WI 53201	

Check type of return to be filed (File a separate application for each return):

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ JPMORGAN CHASE BANK, N.A.
30 PIKES PEAK AVE - COLORADO SPRINGS, CO 80903

Telephone No. ▶ (719) 227-6441 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

5 For calendar year 2009 , or other tax year beginning ______ , and ending ______ .

6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
SEE STATEMENT 4

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 4,400.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 4,400.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ [signature] Title ▶ TRUSTEE Date ▶ 8/4/10

Form **8868** (Rev 4-2009)

923832
05-26-09

COPY

Form **8868** (Rev. April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization JACQUELINE G. ARCHER CHARITABLE TRUST R74838005 / 1000037500	**Employer identification number** 68-6218949
	Number, street, and room or suite no. If a P O. box, see instructions. C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MILWAUKEE,, WI 53201	

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ JPMORGAN CHASE BANK, N.A. 30 PIKES PEAK AVE - COLORADO SPRINGS, CO 80903

  Telephone No ▶ (719) 227-6441 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2009 or

▶ [ ] tax year beginning ______ , and ending ______

2 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$	10,400.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$	10,400.
c **Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.