Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
BERTHA LEBUS CHARITABLE TRUST 02-60835

Number and street (or P O. box number if mail is not delivered to street address) | Room/suite
P.O. BOX 803878

City or town, state, and ZIP code
CHICAGO, IL 60680

A Employer identification number
95-6022085

B Telephone number (see page 10 of the instructions)
(312) 630-6000

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)* ▶ $ 4,218,908.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc, received (attach schedule)				
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	113,163.	113,163.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-268,893.			
b	Gross sales price for all assets on line 6a 1,639,245.				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	-4,910.			STMT 2
12	**Total.** Add lines 1 through 11	-160,640.	113,163.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	48,152.	2,837.		45,315.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3	1,000.	500.	NONE	500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	1,149.	1,149.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 5	10.			10.
24	**Total operating and administrative expenses.** Add lines 13 through 23	50,311.	4,486.	NONE	45,825.
25	Contributions, gifts, grants paid	166,600.			166,600.
26	**Total expenses and disbursements.** Add lines 24 and 25	216,911.	4,486.	NONE	212,425.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-377,551.			
b	**Net investment income** (if negative, enter -0-)		108,677.		
c	**Adjusted net income** (if negative, enter -0-)				

ENVELOPE POSTMARK DATE MAY 1 2 2010

SCANNED MAY 2 7 2010

RECEIVED MAY 1 8 2010 OGDEN, UT

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	238,254.	138,516.	138,516.
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) STMT 6	2,673,545.	2,293,859.	2,542,041.
c	Investments - corporate bonds (attach schedule) STMT 7	1,237,513.	1,030,940.	1,059,422.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 8	116,890.	425,129.	478,929.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	4,266,202.	3,888,444.	4,218,908.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
27	Capital stock, trust principal, or current funds	4,266,202.	3,888,444.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	4,266,202.	3,888,444.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,266,202.	3,888,444.	

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	4,266,202.
2	Enter amount from Part I, line 27a	2	-377,551.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,888,651.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	207.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,888,444.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-268,893.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	307,724.	4,378,969.	0.07027316247
2007	289,800.	4,736,804.	0.06118049216
2006	315,939.	4,750,134.	0.06651159736
2005	274,392.	4,606,023.	0.05957243375
2004	271,262.	4,623,054.	0.05867593154

2 **Total** of line 1, column (d)	2	0.31621361728
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.06324272346
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,725,102.
5 Multiply line 4 by line 3	5	235,586.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,087.
7 Add lines 5 and 6	7	236,673.
8 Enter qualifying distributions from Part XII, line 4	8	212,425.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. . . . Date of ruling or determination letter: ______________ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	2,174.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	2,174.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5	**Tax based on investment income**. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,174.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 964.		
b	Exempt foreign organizations-tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	964.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,210.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ NORTHERN TRUST, N.A. Telephone no ▶ (312)630-6000

Located at ▶ PO BOX 803878, CHICAGO, IL ZIP + 4 ▶ 60680

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		48,152.	-0-	-0-

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,781,829.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,781,829.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,781,829.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	56,727.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,725,102.
6	**Minimum investment return.** Enter 5% of line 5	6	186,255.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	186,255.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,174.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,174.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	184,081.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	184,081.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	184,081.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	212,425.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	212,425.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	212,425.

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					184,081.
2 Undistributed income, if any, as of the end of 2009:					
a Enter amount for 2008 only				NONE	
b Total for prior years 20 07 ,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2009:					
a From 2004	45,479.				
b From 2005	48,913.				
c From 2006	93,152.				
d From 2007	64,154.				
e From 2008	90,702.				
f **Total** of lines 3a through e		342,400.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 212,425.					
a Applied to 2008, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d Applied to 2009 distributable amount					184,081.
e Remaining amount distributed out of corpus		28,344.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		370,744.			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions			NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				NONE	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		45,479.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a		325,265.			
10 Analysis of line 9:					
a Excess from 2005	48,913.				
b Excess from 2006	93,152.				
c Excess from 2007	64,154.				
d Excess from 2008	90,702.				
e Excess from 2009	28,344.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 22				
Total ▶ **3a**				166,600.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	113,163.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-268,893.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b DEFERRED INCOME			14	-8,580.	
c FEDERAL TAX REFUND			14	3,670.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-160,640.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -160,640.

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

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

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

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

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?

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee NORTHERN TRUST, NA | Date 05/05/2010 | Title OFFICER

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	Phone no.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					3,700.	
		21.2 CMO BANC AMER COML MTG INC 2001-PB1					01/02/2002	01/12/2009
		PROPERTY TYPE: SECURITIES						
21.00		21.00						
		10000. FNMA 4 DUE 01-26-2009 REG					02/24/2005	01/26/2009
		PROPERTY TYPE: SECURITIES						
10,000.00		9,917.00					83.00	
		330. CATERPILLAR INC					01/14/2009	01/27/2009
		PROPERTY TYPE: SECURITIES						
10,830.00		26,274.00					-15,444.00	
		5000. CATERPILLAR FINL SVCS CORP MEDIUM					01/11/2005	01/29/2009
		PROPERTY TYPE: SECURITIES						
5,050.00		4,990.00					60.00	
		21.34 CMO BANC AMER COML MTG INC 2001-PB					01/02/2002	02/11/2009
		PROPERTY TYPE: SECURITIES						
21.00		21.00						
		205. MC DONALDS CORP. COMMON STOCK, NO P					02/15/2007	02/11/2009
		PROPERTY TYPE: SECURITIES						
11,693.00		9,231.00					2,462.00	
		35. WATERS CORP					01/14/2009	02/11/2009
		PROPERTY TYPE: SECURITIES						
1,351.00		1,328.00					23.00	
		280. WATERS CORP					01/07/2008	02/11/2009
		PROPERTY TYPE: SECURITIES						
10,809.00		21,868.00					-11,059.00	
		235. EXELON CORP					02/05/2003	02/18/2009
		PROPERTY TYPE: SECURITIES						
11,560.00		6,012.00					5,548.00	
		145. RESEARCH IN MOTION LTD					01/14/2009	02/18/2009
		PROPERTY TYPE: SECURITIES						
6,273.00		15,878.00					-9,605.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		29.22 CMO BANC AMER COML MTG INC 2001-PB PROPERTY TYPE: SECURITIES					01/02/2002	03/11/2009
29.00		28.00					1.00	
		35. AFLAC INC PROPERTY TYPE: SECURITIES					01/14/2009	03/16/2009
553.00		1,458.00					-905.00	
		335. AFLAC INC PROPERTY TYPE: SECURITIES					01/07/2008	03/16/2009
5,297.00		21,316.00					-16,019.00	
		40. ROCKWELL COLLINS INC COM PROPERTY TYPE: SECURITIES					01/14/2009	03/16/2009
1,246.00		1,491.00					-245.00	
		230. ROCKWELL COLLINS INC COM PROPERTY TYPE: SECURITIES					01/07/2008	03/16/2009
7,164.00		15,762.00					-8,598.00	
		220. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					01/09/2001	03/20/2009
11,320.00		10,832.00					488.00	
		215. PEPSICO INC PROPERTY TYPE: SECURITIES					01/09/2001	04/02/2009
11,420.00		9,981.00					1,439.00	
		345. #REORG/COVIDEN LTD PLAN OF REORG TO PROPERTY TYPE: SECURITIES					09/30/2008	04/02/2009
11,456.00		18,380.00					-6,924.00	
		21.67 CMO BANC AMER COML MTG INC 2001-PB PROPERTY TYPE: SECURITIES					01/02/2002	04/13/2009
22.00		21.00					1.00	
		881.1 MFO CREDIT SUISSE COMMODITY-RETURN PROPERTY TYPE: SECURITIES					01/07/2008	04/14/2009
6,573.00		10,758.00					-4,185.00	
		45. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					01/31/2008	04/14/2009
1,480.00		2,132.00					-652.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		9556.26 MFB NORTHN MULTI-MANAGER INTL EQ					02/15/2007	04/14/2009
		PROPERTY TYPE: SECURITIES						
63,358.00		114,580.00					-51,222.00	
		4182.13 MFB NRTHN MULTIMGR SMALL"FOR NMM					06/22/2006	04/14/2009
		PROPERTY TYPE: SECURITIES						
24,800.00		41,821.00					-17,021.00	
		5958.04 MFB NORTHERN EMERGING MARKETS EQ					12/19/2008	04/14/2009
		PROPERTY TYPE: SECURITIES						
43,136.00		46,955.00					-3,819.00	
		12494.63 MFB NORTHERN EMERGING MARKETS E					02/15/2007	04/14/2009
		PROPERTY TYPE: SECURITIES						
90,461.00		139,690.00					-49,229.00	
		20820.7 MFB NORTHN SHORT INTERMEDIATE US					01/07/2008	04/14/2009
		PROPERTY TYPE: SECURITIES						
221,324.00		211,955.00					9,369.00	
		75. SCHWAB CHARLES CORP COMMON STOCK NEW					09/04/2008	04/14/2009
		PROPERTY TYPE: SECURITIES						
1,258.00		1,780.00					-522.00	
		280. ABBOTT LABORATORIES					04/04/2008	04/16/2009
		PROPERTY TYPE: SECURITIES						
11,922.00		15,227.00					-3,305.00	
		170. CHEVRONTEXACO CORP COM					04/04/2008	04/16/2009
		PROPERTY TYPE: SECURITIES						
11,163.00		12,300.00					-1,137.00	
		430. ACCENTURE LTD BERMUDA CL A					11/28/2005	04/16/2009
		PROPERTY TYPE: SECURITIES						
11,772.00		11,931.00					-159.00	
		24.38 CMO BANC AMER COML MTG INC 2001-PB					01/02/2002	05/11/2009
		PROPERTY TYPE: SECURITIES						
24.00		24.00						
		110. CHEVRONTEXACO CORP COM					02/15/2007	05/14/2009
		PROPERTY TYPE: SECURITIES						
7,458.00		7,850.00					-392.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		125. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					03/03/1983	05/14/2009
8,702.00		490.00					8,212.00	
		260. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					08/12/2004	05/14/2009
13,278.00		14,230.00					-952.00	
		11319.39 MFB NORTHN MULTI-MANAGER INTL E PROPERTY TYPE: SECURITIES					02/15/2007	05/21/2009
84,669.00		119,087.00					-34,418.00	
		30. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					01/14/2009	05/27/2009
2,016.00		2,123.00					-107.00	
		375. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					04/04/2008	05/27/2009
25,205.00		29,113.00					-3,908.00	
		130. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES					04/25/2008	05/27/2009
13,576.00		15,959.00					-2,383.00	
		55. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES					01/14/2009	05/27/2009
1,200.00		1,109.00					91.00	
		480. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES					02/15/2007	05/27/2009
10,474.00		17,299.00					-6,825.00	
		655. SCHWAB CHARLES CORP COMMON STOCK NE PROPERTY TYPE: SECURITIES					05/15/2008	05/27/2009
11,333.00		14,724.00					-3,391.00	
		5000. ALLSTATE LIFE GLOBAL FDG SECD MEDI PROPERTY TYPE: SECURITIES					05/20/2004	05/29/2009
5,000.00		4,990.00					10.00	
		21.97 CMO BANC AMER COML MTG INC 2001-PB PROPERTY TYPE: SECURITIES					01/02/2002	06/11/2009
22.00		21.00					1.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		5000. TARGET CORP NT 5.375 DUE 06-15-200 PROPERTY TYPE: SECURITIES					10/31/2002	06/15/2009
5,000.00		5,333.00					-333.00	
		43.64 CMO BANC AMER COML MTG INC 2001-PB PROPERTY TYPE: SECURITIES					01/02/2002	07/13/2009
44.00		42.00					2.00	
		22.23 CMO BANC AMER COML MTG INC 2001-PB PROPERTY TYPE: SECURITIES					01/02/2002	08/11/2009
22.00		22.00						
		250. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					08/12/2004	08/13/2009
13,011.00		13,683.00					-672.00	
		427. MFC ISHARES TR BARCLAYS TIPS BD FD PROPERTY TYPE: SECURITIES					12/17/2008	08/17/2009
43,060.00		40,997.00					2,063.00	
		213. MFC ISHARES TR BARCLAYS TIPS BD FD PROPERTY TYPE: SECURITIES					11/19/2008	08/17/2009
21,470.00		20,195.00					1,275.00	
		150. EXELON CORP PROPERTY TYPE: SECURITIES					01/14/2009	09/02/2009
7,351.00		8,434.00					-1,083.00	
		160. EXELON CORP PROPERTY TYPE: SECURITIES					07/10/2008	09/02/2009
7,841.00		5,303.00					2,538.00	
		15. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES					01/14/2009	09/02/2009
1,759.00		2,046.00					-287.00	
		55. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES					05/28/2008	09/02/2009
6,450.00		14,762.00					-8,312.00	
		460. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES					01/14/2009	09/02/2009
15,392.00		16,737.00					-1,345.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		130. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES					11/28/2005	09/02/2009
4,350.00		3,607.00					743.00	
		55. MC DONALDS CORP. COMMON STOCK, NO PA PROPERTY TYPE: SECURITIES					01/14/2009	09/10/2009
3,022.00		3,167.00					-145.00	
		360. MC DONALDS CORP. COMMON STOCK, NO P PROPERTY TYPE: SECURITIES					04/04/2008	09/10/2009
19,783.00		16,424.00					3,359.00	
		22.37 CMO BANC AMER COML MTG INC 2001-PB PROPERTY TYPE: SECURITIES					01/02/2002	09/11/2009
22.00		22.00						
		729. MFB NORTHN FDS MULTI-MANAGER GLOBAL PROPERTY TYPE: SECURITIES					05/21/2009	09/23/2009
12,065.00		8,452.00					3,613.00	
		1776.9 MFB NRTHN MULTIMGR SMALL"FOR NMMS PROPERTY TYPE: SECURITIES					06/22/2006	09/23/2009
14,233.00		17,769.00					-3,536.00	
		2825.97 MFB NORTHN MULTI-MANAGER MID CAP PROPERTY TYPE: SECURITIES					02/15/2007	09/23/2009
24,812.00		32,216.00					-7,404.00	
		14130.99 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					09/23/2009	09/23/2009
96,232.00		84,930.00					11,302.00	
		6163.42 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					04/16/2003	09/23/2009
41,973.00		52,860.00					-10,887.00	
		2127.36 MFB NORTHN SHORT INTERMEDIATE US PROPERTY TYPE: SECURITIES					01/07/2008	09/23/2009
22,550.00		21,657.00					893.00	
		90. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					02/15/2007	09/30/2009
4,419.00		4,758.00					-339.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		150. ADOBE SYS INC PROPERTY TYPE: SECURITIES					01/07/2008	09/30/2009
4,963.00		6,028.00					-1,065.00	
		60. AIR PRODUCTS & CHEMICALS INC PROPERTY TYPE: SECURITIES					07/10/2008	09/30/2009
4,674.00		5,761.00					-1,087.00	
		100. ALTERA CORP COM PROPERTY TYPE: SECURITIES					03/20/2009	09/30/2009
2,057.00		1,750.00					307.00	
		45. AMAZON COM INC PROPERTY TYPE: SECURITIES					05/27/2009	09/30/2009
4,176.00		3,538.00					638.00	
		30. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					07/28/2006	09/30/2009
5,559.00		1,949.00					3,610.00	
		80. BAXTER INTL INC PROPERTY TYPE: SECURITIES					02/15/2007	09/30/2009
4,480.00		4,035.00					445.00	
		40. BHP LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					05/14/2009	09/30/2009
2,640.00		1,993.00					647.00	
		60. CVS CORP COM STK PROPERTY TYPE: SECURITIES					08/13/2009	09/30/2009
2,146.00		2,091.00					55.00	
		60. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					07/10/2008	09/30/2009
4,216.00		4,626.00					-410.00	
		370. CISCO SYS INC PROPERTY TYPE: SECURITIES					04/04/2008	09/30/2009
8,771.00		7,611.00					1,160.00	
		50. COSTCO WHSL CORP NEW PROPERTY TYPE: SECURITIES					01/17/2008	09/30/2009
2,823.00		3,247.00					-424.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		65. CUMMINS ENGINE INC PROPERTY TYPE: SECURITIES					09/02/2009	09/30/2009
2,913.00		2,925.00					-12.00	
		85. DANAHER CORP PROPERTY TYPE: SECURITIES					04/04/2008	09/30/2009
5,705.00		3,309.00					2,396.00	
		85. DARDEN RESTAURANTS INC COM PROPERTY TYPE: SECURITIES					02/11/2009	09/30/2009
2,851.00		2,380.00					471.00	
		110. WALT DISNEY CO PROPERTY TYPE: SECURITIES					02/15/2007	09/30/2009
3,032.00		3,757.00					-725.00	
		125. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					04/04/2008	09/30/2009
5,059.00		5,787.00					-728.00	
		95. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/10/2008	09/30/2009
6,535.00		1,992.00					4,543.00	
		70. FPL GROUP INC PROPERTY TYPE: SECURITIES					07/28/2008	09/30/2009
3,849.00		4,472.00					-623.00	
		170. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					04/04/2008	09/30/2009
2,825.00		707.00					2,118.00	
		45. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					04/02/2009	09/30/2009
8,310.00		5,134.00					3,176.00	
		10. GOOGLE INC CL A PROPERTY TYPE: SECURITIES					05/27/2009	09/30/2009
4,966.00		4,088.00					878.00	
		125. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					07/28/2006	09/30/2009
5,935.00		4,041.00					1,894.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		85. ITT INDS INC PROPERTY TYPE: SECURITIES					10/11/2005	09/30/2009
4,406.00		4,705.00					-299.00	
		45. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES					08/11/2008	09/30/2009
5,362.00		5,736.00					-374.00	
		215. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					01/31/2008	09/30/2009
9,478.00		10,185.00					-707.00	
		75. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					01/07/2008	09/30/2009
3,440.00		7,054.00					-3,614.00	
		80. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					04/04/2008	09/30/2009
4,860.00		4,187.00					673.00	
		130. JOHNSON CONTROLS INC PROPERTY TYPE: SECURITIES					09/10/2009	09/30/2009
3,336.00		3,461.00					-125.00	
		100. KELLOGG CO PROPERTY TYPE: SECURITIES					04/04/2008	09/30/2009
4,915.00		5,000.00					-85.00	
		60. KOHLS CORP PROPERTY TYPE: SECURITIES					01/27/2009	09/30/2009
3,401.00		2,254.00					1,147.00	
		110. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					02/15/2007	09/30/2009
6,079.00		3,419.00					2,660.00	
		225. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					04/04/2008	09/30/2009
5,830.00		6,110.00					-280.00	
		30. MOSAIC CO COM PROPERTY TYPE: SECURITIES					05/27/2009	09/30/2009
1,460.00		1,691.00					-231.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		60. NATIONAL-OILWELL INC PROPERTY TYPE: SECURITIES					01/07/2008	09/30/2009
2,592.00		4,349.00					-1,757.00	
		35. NOBLE ENERGY INC COM PROPERTY TYPE: SECURITIES					04/16/2009	09/30/2009
2,307.00		2,075.00					232.00	
		90. PG&E CORP PROPERTY TYPE: SECURITIES					01/07/2008	09/30/2009
3,634.00		3,953.00					-319.00	
		90. PEPSICO INC PROPERTY TYPE: SECURITIES					07/10/2008	09/30/2009
5,268.00		4,525.00					743.00	
		55. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					08/12/2004	09/30/2009
3,170.00		3,010.00					160.00	
		65. QUALCOMM INC PROPERTY TYPE: SECURITIES					09/02/2009	09/30/2009
2,940.00		2,959.00					-19.00	
		60. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES					07/10/2008	09/30/2009
3,610.00		4,703.00					-1,093.00	
		225. SCHWAB CHARLES CORP COMMON STOCK NE PROPERTY TYPE: SECURITIES					09/04/2008	09/30/2009
4,316.00		5,340.00					-1,024.00	
		65. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES					01/17/2008	09/30/2009
3,510.00		3,404.00					106.00	
		245. SPECTRA ENERGY CORP COM STK PROPERTY TYPE: SECURITIES					08/13/2008	09/30/2009
4,674.00		6,383.00					-1,709.00	
		50. SUNCOR ENERGY INC NEW COM STK PROPERTY TYPE: SECURITIES					01/07/2008	09/30/2009
1,727.00		2,705.00					-978.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		105. TJX COS INC NEW PROPERTY TYPE: SECURITIES					04/25/2008	09/30/2009
3,872.00		3,411.00					461.00	
		105. TEVA PHARMACEUTICALS INDS LTD ADR PROPERTY TYPE: SECURITIES					02/18/2009	09/30/2009
5,298.00		4,848.00					450.00	
		150. US BANCORP PROPERTY TYPE: SECURITIES					04/25/2008	09/30/2009
3,281.00		5,182.00					-1,901.00	
		40. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					06/30/2005	09/30/2009
2,426.00		2,083.00					343.00	
		205. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					01/07/2008	09/30/2009
6,201.00		8,826.00					-2,625.00	
		125. WAL MART STORES INC PROPERTY TYPE: SECURITIES					09/04/2008	09/30/2009
6,131.00		7,565.00					-1,434.00	
		250. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES					07/28/2006	09/30/2009
7,059.00		8,701.00					-1,642.00	
		55. COVIDIEN PLC USD0.20 PROPERTY TYPE: SECURITIES					09/30/2008	09/30/2009
2,373.00		2,930.00					-557.00	
		30. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES					04/04/2008	09/30/2009
2,587.00		2,963.00					-376.00	
		2436.59 MFB NRTHN MULTIMGR SMALL"FOR NMM PROPERTY TYPE: SECURITIES					01/07/2008	10/02/2009
18,713.00		23,766.00					-5,053.00	
		11356.29 MFB NORTHN MULTI-MANAGER MID CA PROPERTY TYPE: SECURITIES					01/07/2008	10/02/2009
96,642.00		120,719.00					-24,077.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		4047.7 MFB NORTHN SHORT INTERMEDIATE US PROPERTY TYPE: SECURITIES					01/07/2008	10/02/2009
43,108.00		41,206.00					1,902.00	
		25.06 CMO BANC AMER COML MTG INC 2001-PB PROPERTY TYPE: SECURITIES					01/02/2002	10/13/2009
25.00		24.00					1.00	
		400. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					01/07/2008	10/22/2009
11,653.00		17,222.00					-5,569.00	
		345. DARDEN RESTAURANTS INC COM PROPERTY TYPE: SECURITIES					02/11/2009	11/09/2009
11,301.00		9,659.00					1,642.00	
		430. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES					11/04/2008	11/09/2009
11,867.00		14,442.00					-2,575.00	
		22.68 CMO BANC AMER COML MTG INC 2001-PB PROPERTY TYPE: SECURITIES					01/02/2002	11/12/2009
23.00		22.00					1.00	
		85. AMAZON COM INC PROPERTY TYPE: SECURITIES					05/27/2009	12/08/2009
11,424.00		6,682.00					4,742.00	
		35. BAXTER INTL INC PROPERTY TYPE: SECURITIES					01/14/2009	12/08/2009
1,934.00		1,873.00					61.00	
		370. BAXTER INTL INC PROPERTY TYPE: SECURITIES					11/04/2008	12/08/2009
20,450.00		18,825.00					1,625.00	
		20. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					01/14/2009	12/08/2009
680.00		914.00					-234.00	
		315. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					07/10/2008	12/08/2009
10,711.00		29,138.00					-18,427.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		25.36 CMO BANC AMER COML MTG INC 2001-PB PROPERTY TYPE: SECURITIES					01/02/2002	12/11/2009
25.00		25.00						
		10. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES					01/14/2009	12/15/2009
624.00		408.00					216.00	
		275. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES					04/21/2006	12/15/2009
17,157.00		13,902.00					3,255.00	
TOTAL GAIN(LOSS)							-268,893.	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		113,163.	113,163.
	TOTAL	113,163.	113,163.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
DEFERRED INCOME		-8,580.
FEDERAL TAX REFUND		3,670.
	TOTALS	-4,910.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	1,000.	500.		500.
TOTALS	1,000.	500.	NONE	500.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1,149.	1,149.
TOTALS	1,149.	1,149.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
CA FRANCHISE TAX BD.	10.	10.
TOTALS	10.	10.

BERTHA LEBUS CHARITABLE TRUST 02-60835 95-6022085

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	2,293,859.	2,542,041.
TOTALS	2,293,859.	2,542,041.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	1,030,940.	1,059,422.
TOTALS	1,030,940.	1,059,422.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	425,129.	478,929.
TOTALS		425,129.	478,929.

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

DESCRIPTION		AMOUNT
PRIOR PERIOD ADJUSTMENT		207.
	TOTAL	207.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

CA

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

OFFICER NAME:
NORTHERN TRUST, N.A.
ADDRESS:

WESTWOOD, CA
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 3,152.

OFFICER NAME:
JESSICA ROBBINS
ADDRESS:

LEXINGTON, KY
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 15,000.

OFFICER NAME:
SALLY ANN HAGAN
ADDRESS:

KENILWORTH, IL
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 15,000.

OFFICER NAME:
FRAZER D LEBUS, JR.
ADDRESS:

CYNTHIANA, KY
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 15,000.

TOTAL COMPENSATION: 48,152.

RECIPIENT NAME:
ART INSTITUTE OF
CHICAGO
ADDRESS:
111 SOUTH MICHIGAN AVE.
CHICAGO, IL 60603
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
FIELD MUSEUM OF NATURAL
HISTORY
ADDRESS:
1400 SOUTH LAKE SHORE DR.
CHICAGO, IL 60605-2496
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 12,000.

RECIPIENT NAME:
NORTHWESTERN UNIVERSITY
ADDRESS:
633 CLARK ST.
EVANSTON, IL 60208
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOOL OF MUSIC & MUSIC LIBRARY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
SOUTHERN ILLINOIS
UNIVERSITY
ADDRESS:
CARBONDALE, IL

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
UNIVERSITY OF ILLINOIS
CHICAGO
ADDRESS:
CHICAGO, IL

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
WFMT
ADDRESS:
CHICAGO, IL

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
UNIVERSITY OF KENTUCKY
ADDRESS:
LEXINGTON, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
K-FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 16,600.

RECIPIENT NAME:
MAYSVILLE COMMUNITY
COLLEGE
ADDRESS:
LICKING VALLEY, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
HOSPICE OF THE BLUEGRASS
ADDRESS:
CYNTHIANA, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CYNTHIANA BUILDING FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
ST. EDWARDS CATHOLIC SCHOOL
ADDRESS:
JEFFERSONTOWN, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
TRANSYLVANIA UNIVERSITY
ADDRESS:
300 NORTH BROADWAY
LEXINGTON, KY 40508
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
CYNTHIANA-HARRISON
CO. MUSEUM
ADDRESS:
CYNTHIANA, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
RED CROSS OF THE
BLUEGRASS
ADDRESS:
LEXINGTON, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
POMONA COLLEGE
ADDRESS:
550 N. COLLEGE AVE.
CLAREMONT, CA 91711
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
THE LEXINGTON FOUNDATION,
INC.
ADDRESS:
1504 COLLEGE WAY
LEXINGTON, KY 40502
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
GOOD SHEPHERD DAY SCHOOL
ADDRESS:
LEXINGTON, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
WYCC
ADDRESS:
CHICAGO, IL

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
DEPAUL UNIVERSITY
ADDRESS:
1 EAST JACKSON BLVD.
CHICAGO, IL 60604-2201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOOL OF MUSIC
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
LAWRENCEVILLE SCHOOL
ADDRESS:
LEXINGTON, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
MCCONNELL CENTER FOR
CHILDREN'S LITERATURE
ADDRESS:
LEXINGTON, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
THE LEXINGTON SCHOOL
ADDRESS:
1050 LANE ALLEN ROAD
LEXINGTON, KY 40504
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
EPHRAIM MCDOWELL MARKEY
CANCER CENTER
ADDRESS:
800 ROSE ST.
LEXINGTON, KY 40536
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CHICAGO BOTANIC GARDEN
ADDRESS:
CHICAGO, IL

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
UNIVERSITY OF CALIFORNIA
SAN DIEGO
ADDRESS:
SAN DIEGO, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
BIG BROTHERS BIG SISTERS
ADDRESS:
CHICAGO, IL

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
KENTUCKY HORSE PARK
FOUNDATION
ADDRESS:
LEXINGTON, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CENTRE COLLEGE
ADDRESS:
DANVILLE, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
WBEZ
ADDRESS:
CHICAGO, IL

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
HOPE LODGE OF
LEXINGTON
ADDRESS:
LEXINGTON, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CANAAN HOUSE
ADDRESS:
LEXINGTON, KY

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
GEORGIA SOUTHERN COLLEGE
ADDRESS:
STATESBORO, GA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
COLLEGE OF ST.
SCHOLASTICA
ADDRESS:
DULUTH, MN

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 11,000.

TOTAL GRANTS PAID: 166,600.
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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Australia - USD							
ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108							
200 000	76 58	0 00	15,316 00	9,963 26	5,352 74	0 00	5,352 74
Total USD		0 00	15,316 00	9,963 26	5,352 74	0 00	5,352 74
Total Australia		0 00	15,316 00	9,963 26	5,352 74	0 00	5,352 74
Canada - USD							
SUNCOR ENERGY INC NEW COM STK CUSIP 867224107							
350 000	35 31	0 00	12,358 50	13,663 91	-1,305 41	0 00	-1,305 41
Total USD		0 00	12,358 50	13,663 91	-1,305 41	0 00	-1,305 41
Total Canada		0 00	12,358 50	13,663 91	-1,305 41	0 00	-1,305 41
Ireland - USD							
COVIDIEN PLC USD0 20 CUSIP G2554F105							
245 000	47 89	0 00	11,733 05	12,177 88	-444 83	0 00	-444 83
Total USD		0 00	11,733 05	12,177 88	-444 83	0 00	-444 83
Total Ireland		0 00	11,733 05	12,177 88	-444 83	0 00	-444 83
Israel - USD							
ADR TEVA PHARMACEUTICAL INDS CUSIP 881624209							
490 000	56 18	0 00	27,528 20	21,439 52	6,088 68	0 00	6,088 68
Total USD		0 00	27,528 20	21,439 52	6,088 68	0 00	6,088 68
Total Israel		0 00	27,528 20	21,439 52	6,088 68	0 00	6,088 68
Switzerland - USD							

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
Switzerland - USD							
ADR ABB LTD SPONSORED ADR CUSIP 000375204							
565 000	19 10	0 00	10,791 50	12,042 86	-1,251 36	0 00	-1,251 36
TRANSOCEAN LTD CUSIP H8817H100							
145 000	82 80	0 00	12,006 00	11,204 17	801 83	0 00	801 83
Total USD		0 00	22,797 50	23,247 03	-449 53	0 00	-449 53
Total Switzerland		0.00	22,797 50	23,247 03	-449 53	0 00	-449 53
United States - USD							
ABBOTT LAB COM CUSIP 002824100							
385 000	53 99	0 00	20,786 15	20,271 31	514 84	0 00	514 84
ADOBE SYS INC COM CUSIP 00724F101							
645 000	36 78	0 00	23,723 10	24,137 10	-414 00	0 00	-414 00
AIR PROD & CHEM INC COM CUSIP 009158106							
290 000	81 06	130 50	23,507 40	26,848 32	-3,340 92	0 00	-3,340 92
ALTERA CORP COM CUSIP 021441100							
530 000	22 63	0 00	11,993 90	9,272 83	2,721 07	0 00	2,721 07
AMAZON COM INC COM CUSIP 023135106							
175 000	134 52	0 00	23,541 00	13,384 35	10,156 65	0 00	10,156 65
APPLE INC CUSIP 037833100							
190 000	210 86	0 00	40,063 40	17,923 79	22,139 61	0 00	22,139 61

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Equity Securities							
Common stock							
United States - USD							
BAXTER INTL INC COM CUSIP 071813109							
0 000	58 68	117 45	0 00	0 00	0 00	0 00	0 00
CHEVRON CORP COM CUSIP 166764100							
360 000	76 99	0 00	27,716 40	25,242 47	2,473 93	0 00	2,473 93
CISCO SYSTEMS INC CUSIP 17275R102							
1,595 000	23 94	0 00	38,184 30	31,278 70	6,905 60	0 00	6,905 60
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
260 000	59 17	0 00	15,384 20	16,544 76	-1,160 56	0 00	-1,160 56
CUMMINS INC CUSIP 231021106							
445 000	45 86	0 00	20,407 70	20,022 73	384 97	0 00	384 97
CVS CAREMARK CORP COM STK CUSIP 126650100							
320 000	32 21	0 00	10,307 20	11,152 39	-845 19	0 00	-845 19
DANAHER CORP COM CUSIP 235851102							
390 000	75 20	15 60	29,328 00	19,259 49	10,068 51	0 00	10,068 51
EMERSON ELECTRIC CO COM CUSIP 291011104							
535 000	42 60	0 00	22,791 00	23,723 18	-932 18	0 00	-932 18
EXXON MOBIL CORP COM CUSIP 30231G102							
575 000	68 19	0 00	39,209 25	7,111 43	32,097 82	0 00	32,097 82

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
F P L GROUP INC COM CUSIP 302571104							
300 000	52 82	0 00	15,846 00	18,605 37	-2,759 37	0 00	-2,759 37
FEDEX CORP COM CUSIP 31428X106							
135 000	83 45	14 85	11,265 75	12,143 94	-878 19	0 00	-878 19
GENERAL ELECTRIC CO CUSIP 369604103							
745 000	15 13	74 50	11,271 85	2,546 28	8,725 57	0 00	8,725 57
GOLDMAN SACHS GROUP INC COM CUSIP 38141G104							
195 000	168 84	0 00	32,923 80	20,054 37	12,869 43	0 00	12,869 43
GOOGLE INC CL A CL A CUSIP 38259P508							
50 000	619 98	0 00	30,999 00	19,782 46	11,216 54	0 00	11,216 54
HEWLETT PACKARD CO COM CUSIP 428236103							
620 000	51 51	49 60	31,936 20	20,758 12	11,178 08	0 00	11,178 08
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101							
300 000	130 90	0 00	39,270 00	36,000 27	3,269 73	0 00	3,269 73
ITT CORP INC COM CUSIP 450911102							
395 000	49 74	83 93	19,647 30	21,429 77	-1,782 47	0 00	-1,782 47
JOHNSON & JOHNSON COM CUSIP 478160104							
395 000	64 41	0 00	25,441 95	20,109 00	5,332 95	0 00	5,332 95

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
JOHNSON CTL INC COM CUSIP 478366107							
710 000	27 24	92 30	19,340 40	18,902 90	437 50	0 00	437 50
JPMORGAN CHASE & CO COM CUSIP 46625H100							
1,135 000	41 67	0 00	47,295 45	44,025 16	3,270 29	0 00	3,270 29
KELLOGG CO COM CUSIP 487836108							
485 000	53.20	0 00	25,802 00	23,652 85	2,149 15	0 00	2,149 15
KOHLS CORP COM CUSIP 500255104							
225 000	53 93	0 00	12,134 25	8,453 75	3,680 50	0 00	3,680 50
MCKESSON CORP CUSIP 58155Q103							
375 000	62 50	0 00	23,437 50	22,928 03	509 47	0 00	509 47
MEDCO HEALTH SOLUTIONS INC COM CUSIP 58405U102							
530 000	63 91	0 00	33,872 30	17,097 30	16,775 00	0 00	16,775 00
MICROSOFT CORP COM CUSIP 594918104							
1,070 000	30 49	0 00	32,624 30	27,072 65	5,551 65	0 00	5,551 65
MOSAIC CO COM CUSIP 61945A107							
225 000	59 73	0 00	13,439 25	12,679 68	759 57	0 00	759 57
NATIONAL OILWELL VARCO COM STK CUSIP 637071101							
340 000	44 09	0 00	14,990 60	17,560 60	-2,570 00	0 00	-2,570 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
NIKE INC CL B CUSIP 654106103							
200 000	66 07	0 00	13,214 00	12,763 96	450 04	0 00	450 04
NOBLE ENERGY INC COM CUSIP 655044105							
165 000	71 22	0 00	11,751 30	9,780 39	1,970 91	0 00	1,970 91
PEPSICO INC COM CUSIP 713448108							
465 000	60 80	209 25	28,272 00	21,877 60	6,394 40	0 00	6,394 40
PG& E CORP COM CUSIP 69331C108							
485 000	44 65	203 70	21,655 25	19,515 60	2,139 65	0 00	2,139 65
PROCTER & GAMBLE CO COM CUSIP 742718109							
330 000	60 63	0 00	20,007 90	18,510 15	1,497 75	0 00	1,497 75
QUALCOMM INC COM CUSIP 747525103							
355 000	46 26	0 00	16,422 30	16,162 55	259 75	0 00	259 75
SCHLUMBERGER LTD COM STK CUSIP 806857108							
0 000	65 09	59 85	0 00	0 00	0 00	0 00	0 00
SCHWAB CHARLES CORP COM NEW CUSIP 808513105							
1,030 000	18 82	0 00	19,384 60	21,997 13	-2,612 53	0 00	-2,612 53
SIGMA-ALDRICH CORP COM CUSIP 826552101							
280 000	50 53	0 00	14,148 40	14,225 63	-77 23	0 00	-77 23

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
United States - USD							
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
1,175 000	20 51	0 00	24,099 25	27,815 10	-3,715 85	0 00	-3,715 85
TJX COS INC COM NEW CUSIP 872540109							
520 000	36 55	0 00	19,006 00	16,299 69	2,706 31	0 00	2,706 31
TRAVELERS COS INC COM STK CUSIP 89417E109							
465 000	49 86	0 00	23,184 90	24,878 34	-1,693 44	0 00	-1,693 44
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
220 000	69 41	0 00	15,270 20	11,512 70	3,757 50	0 00	3,757 50
UNITEDHEALTH GROUP INC COM CUSIP 91324P102							
585 000	30 48	0 00	17,830 80	18,265 34	-434 54	0 00	-434 54
US BANCORP CUSIP 902973304							
825 000	22 51	41 25	18,570 75	27,462 11	-8,891 36	0 00	-8,891 36
VERIZON COMMUNICATIONS COM CUSIP 92343V104							
555 000	33 13	0 00	18,387 15	18,402 28	-15 13	0 00	-15 13
WAL-MART STORES INC COM CUSIP 931142103							
640 000	53 45	174 40	34,208 00	37,556 97	-3,348 97	0 00	-3,348 97
WALT DISNEY CO CUSIP 254687106							
560 000	32 25	196 00	18,060 00	18,620 86	-560 86	0 00	-560 86

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
880 000	26 99	0 00	23,751 20	24,063 85	-312 65	0 00	-312 65
Total USD		1,463 18	1,145,704 90	989,685 60	156,019 30	0 00	156,019 30
Total United States		1,463 18	1,145,704 90	989,685 60	156,019 30	0 00	156,019 30
Total Common Stock							
26,655.000		**1,463.18**	**1,235,438.15**	**1,070,177.20**	**165,260.95**	**0.00**	**165,260.95**
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
19,331 160	20 37	0 00	393,775 72	292,393 27	101 382 45	0 00	101,382 45
Total USD		0 00	393,775 72	292,393 27	101,382 45	0 00	101,382 45
Total Emerging Markets Region		0 00	393,775 72	292,393 27	101,382 45	0 00	101,382 45
International Region - USD							
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
83,063 820	8 93	0 00	741,759 91	749,501 10	-7,741 19	0 00	-7,741 19
Total USD		0 00	741,759 91	749,501 10	-7,741 19	0 00	-7,741 19
Total International Region		0 00	741,759 91	749,501 10	-7,741 19	0 00	-7,741 19
United States - USD							
MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574							
9,257 450	9 38	0 00	86,834 88	84,854 80	1,980 08	0 00	1,980 08

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Equity funds							
United States - USD							
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
10,197 660	8 26	0 00	84,232 67	96,932 29	-12,699 62	0 00	-12,699 62
Total USD		0 00	171,067 55	181,787 09	-10,719 54	0 00	-10,719 54
Total United States		0 00	171,067 55	181,787 09	-10,719 54	0 00	-10,719 54
Total Equity Funds							
121,850.090		**0.00**	**1,306,603.18**	**1,223,681.46**	**82,921.72**	**0.00**	**82,921.72**
Total Equity Securities							
148,505.090		**1,463.18**	**2,542,041 33**	**2,293,858.66**	**248,182.67**	**0.00**	**248,182.67**
Fixed Income Securities							
Corporate/government							
United States - USD							
CMO BANC AMER COML MTG INC 2001-PB1 PASSTHRU CTF CL A-2 5 787 5-11-35BE CUSIP 05947UCF3							
8,803 980	103 5998	42 45	9,120 90	8,543 21	577 69	0 00	577 69
Issue Date 01 Oct 01 Rate 5 787% Yield to Maturity 2 065% Maturity Date 11 May 35							
FHLMC TRANCHE # TR 00116 4 75 12-08-2010/12-08-2005 CUSIP 3128X2EV3							
5,000 000	103 8597	15 17	5,192 98	5,000 00	192 98	0 00	192 98
Issue Date 08 Dec 03 Rate 4 75% Yield to Maturity 0 579% Maturity Date 08 Dec 10							
GENERAL ELEC CO NT 5% DUE 02-01-2013 BEO CUSIP 369604AY9							
20,000 000	105 796	416 66	21,159 20	20,471 30	687 90	0 00	687 90
Issue Date 28 Jan 03 Rate 5 00% Yield to Maturity 2 148% Maturity Date 01 Feb 13							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total

Fixed Income Securities

Corporate/government

United States - USD

GOLDMAN SACHS 5% DUE 10-01-2014 CUSIP 38143UAW1							
5,000 000	105 4501	62 50	5,272 50	5,000 00	272 50	0 00	272 50
Issue Date 29 Sep 04 Rate 5 00% Yield to Maturity 3 759% Maturity Date 01 Oct 14							
GOLDMAN SACHS GROUP INC NT 6 875 DUE 01-15-2011 BEO CUSIP 38141GAZ7							
5,000 000	106 0426	158 50	5,302 13	5,708 90	-406 77	0 00	-406 77
Issue Date 16 Jan 01 Rate 6 875% Yield to Maturity 0 896% Maturity Date 15 Jan 11							
HSBC FINANCE CORP 4 75% DUE 07-15-2013 CUSIP 441812KD5							
5,000 000	104 1242	109 51	5,206 21	4,979 20	227 01	0 00	227 01
Issue Date 21 Jul 03 Rate 4 75% Yield to Maturity 3 129% Maturity Date 15 Jul 13							
HSEHD FIN CORP HSEHD FIN GLBL CPN 6 375 MAT 11/27/12 6 375 DUE 11-27-2012 BEO CUSIP 441812KA1							
10,000 000	108 9033	60 20	10,890 33	10,913 70	-23 37	0 00	-23 37
Issue Date 27 Nov 02 Rate 6 375% Yield to Maturity 2 638% Maturity Date 27 Nov 12							
MERRILL LYNCH & CO INC MEDIUM TERM NTS BTRANCHE # TR 00453 5 DUE 01-15-2015 CUSIP 59018YUW9							
5,000 000	101 7027	115 27	5,085 13	4,966 15	118 98	0 00	118 98
Issue Date 22 Nov 04 Rate 5 00% Yield to Maturity 4 463% Maturity Date 15 Jan 15							
MFB NORTHERN FUNDS FIXED INCOME FD CUSIP 665162806							
38,077 140	10 14	0 00	386,102 20	376,020 28	10,081 92	0 00	10,081 92
Issue Date 25 Aug 08							
MFB NORTHERN FUNDS MULTI MANAGER HIGH YIELD OPPORTUNITY FUND CUSIP 665162442							
20,248 990	10 23	0 00	207,147 16	202,491 53	4,655 63	0 00	4,655 63

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHN SHORT INTERMEDIATE US GOVT CUSIP 665162756							
19,448 820	10 30	0 00	200,322 84	198 157 17	2,165 67	0 00	2,165 67
Issue Date 25 Aug 08							
MORGAN STANLEY 4 75% DUE 04-01-2014 CUSIP 61748AAE6							
5,000 000	100 5747	59 37	5,028 73	4,955 60	73 13	0 00	73 13
Issue Date 30 Mar 04 Rate 4 75% Yield to Maturity 4 172% Maturity Date 01 Apr 14							
UNITED STATES TREAS NTS 5 DUE 08-15-2011 REG CUSIP 9128277B2							
15,000 000	106 625	283 28	15,993 75	16,054 69	-60 94	0 00	-60 94
Issue Date 15 Aug 01 Rate 5 00% Yield to Maturity 0 616% Maturity Date 15 Aug 11							
UNITED STATES TREAS NTS DTD 02/15/2001 5% DUE 02-15-2011 BEO CUSIP 9128276T4							
5,000 000	104 8008	94 42	5,240 04	5,464 84	-224 80	0 00	-224 80
Issue Date 15 Feb 01 Rate 5 00% Yield to Maturity 0 403% Maturity Date 15 Feb 11							
VERIZON COMMUNICATIONS INC 5 55 DUE 02-15-2016 BEO CUSIP 92343VAC8							
150,000 000	107 7997	3,145 00	161,699 55	151,414 50	10,285 05	0 00	10,285 05
Issue Date 15 Feb 06 Rate 5 55% Yield to Maturity 3 764% Maturity Date 15 Feb 16							
VERIZON NEW ENG INC BD 6 5 DUE 09-15-2011 BEO CUSIP 92344RAA0							
10,000 000	106 5857	191 38	10,658 57	10,799 15	-140 58	0 00	-140 58
Issue Date 21 Aug 01 Rate 6 50% Yield to Maturity 2 064% Maturity Date 15 Sep 11							
Total USD		4,753 71	1,059,422 22	1,030,940 22	28,482 00	0 00	28,482 00
Total United States		4,753 71	1,059,422 22	1,030,940 22	28,482 00	0 00	28,482 00

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Total Corporate/Government							
326,578.930		**4,753.71**	**1,059,422.22**	**1,030,940.22**	**28,482 00**	**0.00**	**28,482.00**
Total Fixed Income Securities							
326,578.930		**4,753.71**	**1,059,422.22**	**1,030,940.22**	**28,482.00**	**0.00**	**28,482.00**
Real Estate							
Real estate funds							
Global Region - USD							
MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475							
7,702 940	16 57	0 00	127,637 71	87,898 00	39,739 71	0 00	39,739 71
Total USD		0 00	127,637 71	87,898 00	39,739 71	0 00	39,739 71
Total Global Region		0 00	127,637 71	87,898 00	39,739 71	0 00	39,739 71
Total Real Estate Funds							
7,702.940		**0.00**	**127,637.71**	**87,898.00**	**39,739.71**	**0.00**	**39,739.71**
Total Real Estate							
7,702.940		**0.00**	**127,637.71**	**87,898.00**	**39,739.71**	**0.00**	**39,739.71**
Commodities							
Commodities							
United States - USD							
MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107							
410 000	107 31	0 00	43,997 10	35,779 06	8,218 04	0 00	8,218 04

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Commodities							
Commodities							
United States - USD							
MFO CREDIT SUISSE COMMODITY-RETURN PLUS STRATEGY FD COM CL CUSIP 22544R305							
17,354 760	8 59	0 00	149,077 38	169,368 83	-20,291 45	0 00	-20,291 45
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
19,108 350	8 28	0 00	158,217 13	132,083 26	26,133 87	0 00	26,133 87
Total USD		0 00	351,291 61	337,231 15	14,060 46	0 00	14,060 46
Total United States		0 00	351,291 61	337,231 15	14,060 46	0 00	14,060 46
Total Commodities **36,873.110**		**0.00**	**351,291.61**	**337,231.15**	**14,060 46**	**0.00**	**14,060.46**
Total Commodities **36,873.110**		**0.00**	**351,291.61**	**337,231.15**	**14,060.46**	**0.00**	**14,060.46**
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	37 93	138,516 08	138 516 08	0 00	0 00	0 00
Total short term - all currencies		37 93	138,516 08	138,516 08	0 00	0 00	0 00
Total short term - all countries		37 93	138,516 08	138,516 08	0 00	0 00	0.00
Total Short Term **138,516.080**		**37.93**	**138,516 08**	**138,516 08**	**0 00**	**0.00**	**0.00**

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Total Cash and Short Term Investments							
138,516.080		37.93	138,516.08	138,516.08	0.00	0.00	0.00
Total							
658,176.150		6,254.82	4,218,908.95	3,888,444.11	330,464.84	0.00	330,464.84