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 MAR 1, 2009 , and ending FEB 28, 2010

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
PHYLLIS A BENEKE SCHOLARSHIP FUND
9388080000 / R73229008

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

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

A Employer identification number
55-6106147

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) ▶$ 2,721,805.

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	209.	209.		STATEMENT 1
	4 Dividends and interest from securities	63,467.	63,467.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<205,989.>			
	b Gross sales price for all assets on line 6a 1,627,324.				
	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	2,003.	2,003.		STATEMENT 3
	12 Total. Add lines 1 through 11	<140,310.>	65,679.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	26,404.	19,803.		6,601.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	948.	0.		948.
	b Accounting fees STMT 5	945.	0.		945.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	479.	479.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	854.	0.		854.
	24 Total operating and administrative expenses. Add lines 13 through 23	29,630.	20,282.		9,348.
	25 Contributions, gifts, grants paid	114,000.			114,000.
	26 Total expenses and disbursements. Add lines 24 and 25	143,630.	20,282.		123,348.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<283,940.>			
	b Net investment income (if negative, enter -0-)		45,397.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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10410620 748522 R73229008 2009.03051 PHYLLIS A BENEKE SCHOLARSHI R7322901

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	10.	44,846.	44,846.
2 Savings and temporary cash investments	67,928.	55,234.	55,234.
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 10	98,500.	0.	0.
b Investments - corporate stock STMT 11	1,691,342.	1,304,371.	1,390,798.
c Investments - corporate bonds STMT 12	1,043,282.	810,931.	812,000.
11 Investments - land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other STMT 13	0.	400,713.	418,927.
14 Land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers)	2,901,062.	2,616,095.	2,721,805.
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	2,901,062.	2,616,095.	
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**	2,901,062.	2,616,095.	
31 **Total liabilities and net assets/fund balances**	2,901,062.	2,616,095.	

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	2,901,062.
2 Enter amount from Part I, line 27a	2	<283,940.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	980.
4 Add lines 1, 2, and 3	4	2,618,102.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	2,007.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,616,095.

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 OF PUBLICLY TRADED SECURITIES			
b	CLASS ACTION SETTLEMENTS	P		
c	CAPITAL GAINS DIVIDENDS			
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	1,626,958.		1,833,313.	<206,355.>
b	331.			331.
c	35.			35.
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				<206,355.>
b				331.
c				35.
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** <205,989.>

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	122,867.	2,688,014.	.045709
2007			
2006			
2005			
2004			

2	Total of line 1, column (d)	2	.045709
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	.045709
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,554,006.
5	Multiply line 4 by line 3	5	116,741.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	454.
7	Add lines 5 and 6	7	117,195.
8	Enter qualifying distributions from Part XII, line 4	8	123,348.

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	454.
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	454.
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	454.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 1,480.		
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	1,480.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	1,026.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	480. Refunded ▶	11	546.

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)?	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. ▶ $ 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?	2		X
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year?	7	X	
If "Yes," complete Part II, col (c), and Part XV			
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WV			
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)*

			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 ▶ N/A

14 The books are in care of ▶ JPMORGAN CHASE BANK, NA Telephone no. ▶ (304) 234-4130
Located at ▶ 1114 MARKET STREET, WHEELING, WV ZIP+4 ▶ 26003

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.

			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** Yes: | 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, NA PO BOX 3038 MILWAUKEE, WI 53201	TRUSTEE 2.00	26,404.	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

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	2,440,408.
b	Average of monthly cash balances	1b	152,491.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,592,899.
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	2,592,899.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,893.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,554,006.
6	**Minimum investment return**. Enter 5% of line 5	6	127,700.

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	127,700.
2a	Tax on investment income for 2009 from Part VI, line 5 2a 454.		
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	454.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	127,246.
4	Recoveries of amounts treated as qualifying distributions	4	500.
5	Add lines 3 and 4	5	127,746.
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	127,746.

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	123,348.
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	123,348.
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	454.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	122,894.

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				127,746.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			10,067.	
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				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 123,348.				
a Applied to 2008, but not more than line 2a			10,067.	
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				113,281.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				14,465.
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	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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 (a) 2009	Prior 3 years (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 ▶ ☐ 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:

WHEELING PARK HIGH SCHOOL, ATTN:PATRICK DURKIN, (304) 243-0400
1976 PARK VIEW ROAD, WHEELING, WV 26003

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

APPLICATION FORMS ARE AVAILABLE IN THE SCHOOL GUIDANCE DEPARTMENT.

c Any submission deadlines:

ABOUT THE 3RD WEEK OF MAY.

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

APPLICANTS MUST BE GRADUATES OF PUBLIC HIGH SCHOOLS IN OHIO COUNTY, WEST VIRGINIA.

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 14				
Total			▶ 3a	114,000.
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	209.	
4 Dividends and interest from securities			14	63,467.	
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			14	2,003.	
8 Gain or (loss) from sales of assets other than inventory			18	<205,989.>	
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.		<140,310.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <140,310.>

(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).

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

Signature of officer or trustee: AUTHORIZED OFFICER — Date: JUL 0 7 2010 — Title: TRUSTEE

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.

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

SOURCE	AMOUNT
MONEY MARKET FUNDS	209.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	209.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS & INTEREST	63,502.	35.	63,467.
TOTAL TO FM 990-PF, PART I, LN 4	63,502.	35.	63,467.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ACCRETION	2,003.	2,003.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,003.	2,003.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL EXPENSES	948.	0.		948.
TO FM 990-PF, PG 1, LN 16A	948.	0.		948.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	945.	0.		945.
TO FORM 990-PF, PG 1, LN 16B	945.	0.		945.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN DIVIDEND TAX PAID	479.	479.		0.
TO FORM 990-PF, PG 1, LN 18	479.	479.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSES	854.	0.		854.
TO FORM 990-PF, PG 1, LN 23	854.	0.		854.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
RECOVERY OF PRIOR YEARS DISTRIBUTION	500.
MISC ADJUSTMENT - RETURN OF CAPITAL	112.
MISC ADJUSTMENT	368.
TOTAL TO FORM 990-PF, PART III, LINE 3	980.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
SALES THAT POSTED AFTER FYE 2/28/08	1,274.
BASIS ADJUSTMENT	733.
TOTAL TO FORM 990-PF, PART III, LINE 5	2,007.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT 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 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	1,304,371.	1,390,798.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,304,371.	1,390,798.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	810,931.	812,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	810,931.	812,000.

FORM 990-PF OTHER INVESTMENTS STATEMENT 13

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	400,713.	418,927.
TOTAL TO FORM 990-PF, PART II, LINE 13		400,713.	418,927.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALLEGHENY COLLEGE FBO REUBEN BERSTEIN-GOFF 520 MAIN ST MEADVILLE, PA 16335	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
BUCKNELL UNIVERSITY FBO SARAH HOOFF MOORE AVE LEWISBURG, PA 17837	SCHOLARSHIP FALL 2009	NONE	1,000.
COASTAL CAROLINA UNIVERSITY FBO MIRANDA RIOS PO BOX 261954 CONWAY, SC 29528	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
DUQUESNE UNIVERSITY FBO RYAN ROBERTSON PO BOX 640094 PITTSBURGH, PA 15264	NONE SCHOLARSHIP SPRING 2010	NONE	500.
FAIRMONT STATE COLLEGE FBO KAYLA HUDIMAC 1201 LOCUST AVE FAIRMONT, WV 26554	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	6,000.
FAIRMONT STATE COLLEGE FBO KIMBERLEY KETTLER 1201 LOCUST AVE FAIRMONT, WV 26554	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.

MARSHALL UNIVERSITY FBO DOMINIQUE MITCHELL ONE JOHN MARSHALL DRIVE HUNTINGTON, WV 25755	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,500.
MARSHALL UNIVERSITY FBO PATRICIA SZERSZEN ONE JOHN MARSHALL DRIVE HUNTINGTON, WV 25755	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	3,000.
OBERLIN COLLEGE FBO ISAAC JONES 101 N PROFESSOR ST OBERLIN, OH 44074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
PENN STATE UNIVERSITY FBO CHRISTOPHER O'KONSKI 201 SHIELDS BUILDING UNIVERSITY PARK, PA 16802	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
UNIVERSITY OF NOTRE DAME FBO THOMAS MITCHELL 220 MAIN BUILDING NOTRE DAME, IN 46556	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	5,000.
UNIVERSITY OF PITTSBURGH FBO AMY MATHIEU 4227 FIFTH AVE PITTSBURGH, PA 15260	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
UNIVERSITY OF SOUTH CAROLINA FBO BRIANNA TRACY 902 SUMTER ST COLUMBIA, SC 29208	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	5,000.
WAKE FOREST UNIVERSITY FBO KRYSTA FRYE 1834 WAKE FOREST RD WINSTON-SALEM, NC 27106	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST LIBERTY STATE COLLEGE FBO ALLISON DURKIN PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST LIBERTY STATE COLLEGE FBO AMANDA SWANN PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.

WEST LIBERTY STATE COLLEGE FBO AMBER MCCLOSKEY PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST LIBERTY STATE COLLEGE FBO BETHANY COGLEY PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST LIBERTY STATE COLLEGE FBO CASEY MAIN PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST LIBERTY STATE COLLEGE FBO JAMES BALL PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST LIBERTY STATE COLLEGE FBO JORDAN DAUGHERTY PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST LIBERTY STATE COLLEGE FBO KELLEY OLIVER PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST LIBERTY STATE COLLEGE FBO LUCAS DVORACEK PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST LIBERTY STATE COLLEGE FBO TIMOTHY TRIVERI PO BOX 295 WEST LIBERTY, WV 26074	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO ALEXIS MORRELL PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO AMY FORSHEY PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	3,500.

WEST VIRGINIA UNIVERSITY FOUNDATION FBO AMY PURPURA PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	3,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO ANTHONY PALMA PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,500.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO BRANDON BELLANCA PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO BRANDON FRIEND PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	5,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO CAITLIN PEYTON PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO CASSANDRA NELSON PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO DENNI JO KLAGES PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO DERRICK ROBRECHT PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	3,500.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO DOMINICK JEBBIA PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO ELAINE HATCHER PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	4,000.

WEST VIRGINIA UNIVERSITY FOUNDATION FBO EMILY BALL PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO GEOFFREY HEMPLEMAN - PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO HANNAH SLANINA PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	6,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO JACOB WOLEN PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO JUSTIN WEST PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO KAITLYN MCKITRICK PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,500.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO KEVIN BUSICK PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO LINDSEY LUCAS PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,500.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO MATTHEW DAVIES PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO MELINDA EVICK PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	4,000.

WEST VIRGINIA UNIVERSITY FOUNDATION FBO ROBERT GUY PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO SAM HINEBAUGH PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WEST VIRGINIA UNIVERSITY FOUNDATION FBO SAMUEL MILLER PO BOX 1650 MORGANTOWN, WV 26507	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	2,000.
WHEELING JESUIT UNIVERSITY FBO DANIEL FORESTER 316 WASHINGTON AVE WHEELING, WV 26003	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WHEELING JESUIT UNIVERSITY FBO JOHN WROTEN 316 WASHINGTON AVE WHEELING, WV 26003	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WHEELING JESUIT UNIVERSITY FBO MARISSA YOHO 316 WASHINGTON AVE WHEELING, WV 26003	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,000.
WHEELING JESUIT UNIVERSITY FBO NICOLE DAVIS 316 WASHINGTON AVE WHEELING, WV 26003	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	1,500.
WHEELING JESUIT UNIVERSITY FBO VIVIAN MINKEMEYER 316 WASHINGTON AVE WHEELING, WV 26003	NONE SCHOLARSHIP FALL 2009 & SPRING 2010	NONE	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			114,000.

J.P.Morgan

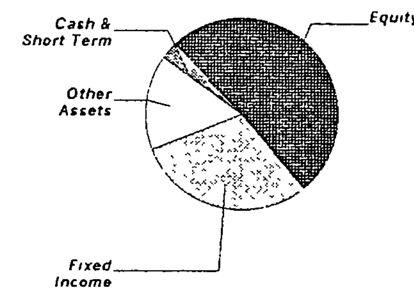
PHYLLIS A BENEKE ACCT R73229008
For the Period 11/1/09 to 2/28/10

Account Summary

PRINCIPAL

Asset Allocation	Ending Market Value	Estimated Annual Income	Current Allocation
Equity	1,390,797 88	18,161 70	52%
Cash & Short Term	55,234 38	100 07	2%
Fixed Income	811,999 69	39,485 65	30%
Other Assets	418,927 25		16%
Market Value	**$2,676,959.20**		**100%**

Asset Allocation



INCOME

Cash Position	Ending Market Value
Cash Balance	44,848 90
Accruals	3,096 70
Market Value	**$47,945.60**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	22,568 60	22,568 60
Foreign Dividends	83 52	83 52
Interest Income	62 59	62 59
Taxable Income	**$22,714.71**	**$22,714.71**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	34 98	34 98
ST Realized Gain/Loss	15,410 42	15,410 42
LT Realized Gain/Loss	20,093 53	20,093 53
Realized Gain/Loss	**$35,538.93**	**$35,538.93**

	To-Date Value
Unrealized Gain/Loss	**$105,710.43**

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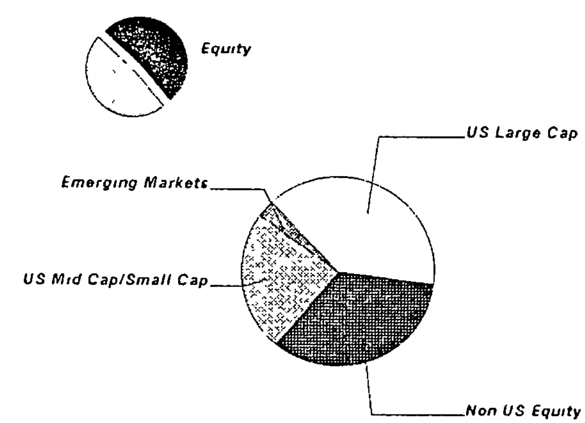
Equity Summary

Asset Categories	Ending Market Value	Current Allocation
US Large Cap	559,641 40	20%
US Mid Cap/Small Cap	343,073 69	13%
Non US Equity	486,464 59	18%
Emerging Markets	1,618 20	1%
Total Value	**$1,390,797.88**	**52%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	1,390,797 88
Tax Cost	1,304,371 04
Unrealized Gain/Loss	86,426 84
Estimated Annual Income	18,161 70
Accrued Dividends	784 64
Yield	1 31%

Note P indicates position adjusted for Pending Trade Activity

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	155 000	54 28	8,413 40	7,223 76	1,189 64	272 80	3 24%
ADVANCED AUTO PARTS INC 00751Y-10-6 AAP	50 000	40 80	2,040 00	1,632 42	407 58	12 00	0 59%
AETNA INC 00817Y-10-8 AET	160 000	29 99	4,798 40	4,176 84	621 56	6 40	0 13%
AFLAC INC 001055-10-2 AFL	60 000	49 45	2,967 00	2,648 94	318 06	67 20 16 80	2 26%
AMAZON COM INC 023135-10-6 AMZN	15 000	118 40	1,776 00	1,250 65	525 35		
ANADARKO PETROLEUM CORP 032511-10-7 APC	30 000	70 13	2,103 90	1,295 44	808 46	10 80	0 51%
APACHE CORP 037411-10-5 APA	55 000	103 64	5,700 20	5,337 17	363 03	33 00	0 58%
APPLE INC. 037833-10-0 AAPL	40 000	204 62	8,184 80	3,362 55	4,822 25		
APPLIED MATERIALS INC 038222-10-5 AMAT	135 000	12 24	1,652 40	1,744 96	(92 56)	32 40 8 10	1 96%

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J.P.Morgan

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
AT&T INC 00206R-10-2 T	185 000	24 81	4,589 85	7,091 48	(2,501 63)	310 80	6 77%
BAKER HUGHES INC 057224-10-7 BHI	20 000	47 92	958 40	910 50	47 90	12 00	1 25%
BANK OF AMERICA CORP 060505-10-4 BAC	527 000	16 66	8,779 82	13,406 78	(4,626 96)	21 08	0 24%
BANK OF NEW YORK MELLON CORP 064058-10-0 BK	185 000	28 52	5,276 20	7,309 30	(2,033 10)	66 60	1 26%
BAXTER INTERNATIONAL INC 071813-10-9 BAX	55 000	56 93	3,131 15	2,616 83	514 32	63 80	2 04%
BB & T CORP 054937-10-7 BBT	75 000	28 53	2,139 75	1,382 42	757 33	45 00	2 10%
BOEING CO 097023-10-5 BA					N/A	12 60	
BRISTOL MYERS SQUIBB CO 110122-10-8 BMY	95 000	24 51	2,328 45	1,897 93	430 52	121 60	5 22%
CARDINAL HEALTH INC 14149Y-10-8 CAH	70 000	33 97	2,377 90	1,726 06	651 84	49 00	2 06%
CELGENE CORPORATION 151020-10-4 CELG	95 000	59 52	5,654 40	4,890 45	763 95		
CISCO SYSTEMS INC 17275R-10-2 CSCO	456 000	24 33	11,094 48	6,747 67	4,346 81		
CITIGROUP INC 172967-10-1 C	800 000	3 40	2,720 00	3,329 66	(609 66)		

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
CME GROUP INC CLASS A COMMON STOCK 12572Q-10-5 CME	5 000	301 69	1,508 45	1,427 82	80 63	23 00	1 52%
COACH INC 189754-10-4 COH	45 000	36 44	1,639 80	1,522 67	117 13	13 50	0 82%
COCA COLA CO 191216-10-0 KO	50 000	52 72	2,636 00	2,876 45	(240 45)	88 00	3 34%
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A 192446-10-2 CTSH	30 000	48 13	1,443 90	1,445 53	(1 63)		
COMCAST CORP CL A 20030N-10-1 CMCS A	125 000	16 44	2,055 00	2,122 85	(67 85)	47 25	2 30%
CONOCOPHILLIPS 20825C-10-4 COP	110 000	48 00	5,280 00	5,216 38	63 62	220 00 55 00	4 17%
CORNING INC 219350-10-5 GLW	220 000	17 63	3,878 60	3,193 16	685 44	44 00 11 00	1 13%
CVS/CAREMARK CORPORATION 126650-10-0 CVS	204 000	33 75	6,885 00	4,404 56	2,480 44	71 40	1 04%
DEERE & CO 244199-10-5 DE	105 000	57 30	6,016 50	4,110 52	1,905 98	117 60	1 95%
DEVON ENERGY CORP 25179M-10-3 DVN	75 000	68 86	5,164 50	3,851 55	1,312 95	48 00	0 93%
DOW CHEMICAL CO 260543-10-3 DOW	175 000	28 31	4,954 25	2,355 40	2,598 85	105 00	2 12%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
US Large Cap							
EATON VANCE SPL INVT TR VALUE FD CL I 277905-64-2 EILV X	2,503 594	16 72	41,860 09	33,891 84	7,968 25	645 92	1 54%
EDISON INTERNATIONAL 281020-10-7 EIX	170 000	32 63	5,547 10	6,184 95	(637 85)	214 20	3 86%
EMERSON ELECTRIC CO 291011-10-4 EMR	95 000	47 34	4,497 30	3,667 35	829 95	127 30 31 83	2 83%
EOG RESOURCES INC 26875P-10-1 EOG	25 000	94 05	2,351 25	1,635 50	715 75	15 50	0 66%
EXXON MOBIL CORP 30231G-10-2 XOM	158 000	65 00	10,270 00	4,724 28	5,545 72	265 44 66 36	2 58%
FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	80 000	75 16	6,012 80	4,158 19	1,854 61	48 00	0 80%
GENERAL MILLS INC 370334-10-4 GIS	25 000	72 01	1,800 25	1,507 91	292 34	49 00	2 72%
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	50 000	156 35	7,817 50	5,257 46	2,560 04	70 00 17 50	0 90%
GOOGLE INC CL A 38259P-50-8 GOOG	20 000	526 80	10,536 00	8,099 42	2,436 58		
HEWLETT-PACKARD CO 428236-10-3 HPQ	277 000	50 79	14,068 83	5,594 50	8,474 33	88 64	0 63%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	65 000	40 16	2,610 40	2,630 78	(20 38)	78 65 19 66	3 01%

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US Large Cap

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
INTERNATIONAL GAME TECHNOLOGY 459902-10-2 IGT	55 000	17 55	965 25	836 54	128 71	13 20	1 37%
INTERNATIONAL BUSINESS MACHINES CORP 459200-10-1 IBM	42 000	127 16	5,340 72	1,029 09	4,311 63	92 40 23 10	1 73%
IVY LARGE CAP GROWTH FUND - I 466001-20-3 IYGI X	7,142 001	11 40	81,418 81	66,777 71	14,641 10	499 94	0 61%
JOHNSON CONTROLS INC 478366-10-7 JCI	185 000	31 10	5,753 50	3,753 33	2,000 17	96 20	1 67%
JPMORGAN INTREPID AMERICA FUND SELECT SHARE CLASS FUND 1206 4812A2-10-8 JPIA X	676 011	20 17	13,635 14	10,532 25	3,102 89	259 58	1 90%
JUNIPER NETWORKS INC 48203R-10-4 JNPR	150 000	27 98	4,197 00	2,910 69	1,286 31		
LOWES COMPANIES INC 548661-10-7 LOW	125 000	23 71	2,963 75	2,879 79	83 96	45 00	1 52%
MASTERCARD INC - CLASS A 57636Q-10-4 MA	15 000	224 37	3,365 55	2,945 80	419 75	9 00	0 27%
MERCK & CO INC 58933Y-10-5 MRK	295 000	36 88	10,879 60	9,759 26	1,120 34	448 40	4 12%
METLIFE INC 59156R-10-8 MET	45 000	36 39	1,637 55	1,211 01	426 54	33 30	2 03%
MICROSOFT CORP 594918-10-4 MSFT	644 000	28 67	18,463 48	6,110 40	12,353 08	334 88 83 72	1 81%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
US Large Cap							
MONSANTO CO 61166W-10-1 MON	40 000	70 65	2,826 00	4,093 17	(1,267 17)	42 40	1 50%
MORGAN STANLEY 617446-44-8 MS	158 000	28 18	4,452 44	4,438 07	14 37	31 60	0 71%
NASDAQ OMX GROUP INC 631103-10-8 NDAQ	75 000	18 63	1,397 25	1,520 78	(123 53)		
NIKE INC B 654106-10-3 NKE	40 000	67 60	2,704 00	2,323 73	380 27	43 20	1 60%
NORFOLK SOUTHERN CORP 655844-10-8 NSC	210 000	51 43	10,800 30	8,354 64	2,445 66	285 60 71 40	2 64%
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	115 000	79 85	9,182 75	7,178 25	2,004 50	151 80	1 65%
ORACLE CORP 68389X-10-5 ORCL	175 000	24 65	4,313 75	3,669 52	644 23	35 00	0 81%
PACCAR INC 693718-10-8 PCAR	135 000	35 35	4,772 25	4,276 56	495 69	48 60 12 15	1 02%
PARKER-HANNIFIN CORP 701094-10-4 PH	40 000	60 31	2,412 40	1,753 55	658 85	40 00 10 00	1 66%
PEPSICO INC 713448-10-8 PEP	85 000	62 47	5,309 95	5,449 26	(139 31)	153 00	2 88%
PFIZER INC 717081-10-3 PFE	575 000	17 55	10,091 25	8,499 11	1,592 14	414 00 103 50	4 10%
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	117 000	48 98	5,730 66	3,028 42	2,702 24	271 44	4 74%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
PRAXAIR INC 74005P-10-4 PX	48 000	75 14	3,606 72	1,775 53	1,831 19	86 40	2 40%
PRINCIPAL FINANCIAL GROUP 74251V-10-2 PFG	45 000	23 21	1,044 45	1,148 56	(104 11)	22 50	2 15%
PROCTER & GAMBLE CO 742718-10-9 PG	225 000	63 28	14,238 00	12,167 49	2,070 51	396 00	2 78%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	80 000	52 41	4,192 80	3,091 80	1,101 00	56 00	1 34%
QUALCOMM INC 747525-10-3 QCOM	151 000	36 68	5,539 13	3,091 14	2,447 99	102 68 25 67	1 85%
SCHLUMBERGER LTD 806857-10-8 SLB	80 000	61 10	4,888 00	3,783 62	1,104 38	67 20 16 80	1 37%
SOUTHERN CO 842587-10-7 SO	100 000	31 77	3,177 00	2,987 62	189 38	175 00 43 75	5 51%
SOUTHWESTERN ENERGY CO 845467-10-9 SWN	30 000	42 55	1,276 50	1,295 68	(19 18)		
SPRINT NEXTEL CORP 852061-10-0 S	395 000	3 33	1,315 35	1,596 49	(281 14)		
STAPLES INC 855030-10-2 SPLS	235 000	25 76	6,053 60	5,091 37	962 23	77 55	1 28%
STARWOOD HOTELS & RESORTS 85590A-40-1 HOT	80 000	38 70	3,096 00	1,702 37	1,393 63	16 00	0 52%
SYSCO CORP 871829-10-7 SYY	100 000	28 90	2,890 00	3,168 09	(278 09)	100 00	3 46%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	105 000	17 49	1,836 45	1,692 39	144 06		
TIME WARNER INC NEW 887317-30-3 TWX	236 000	29 04	6,853 44	5,714 23	1,139 21	200 60 50 15	2 93%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	110 000	68 65	7,551 50	5,929 47	1,622 03	187 00 46 75	2 48%
US BANCORP DEL 902973-30-4 USB	230 000	24 61	5,660 30	6,078 96	(418 66)	46 00	0 81%
V F CORP 918204-10-8 VFC	30 000	77 38	2,321 40	1,722 97	598 43	72 00	3 10%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	230 000	28 93	6,653 90	8,439 56	(1,785 66)	437 00	6 57%
WAL MART STORES INC 931142-10-3 WMT	107 000	54 07	5,785 49	1,215 79	4,569 70	116 63	2 02%
WALT DISNEY CO 254687-10-6 DIS	295 000	31 24	9,215 80	7,430 70	1,785 10	103 25	1 12%
WELLS FARGO & CO 949746-10-1 WFC	265 000	27 34	7,245 10	6,650 14	594 96	53 00 13 25	0 73%
XILINX CORP 983919-10-1 XLNX	130 000	25 83	3,357 90	2,777 32	580 58	83 20 20 80	2 48%
YUM BRANDS INC 988498-10-1 YUM	110 000	33 72	3,709 20	3,958 50	(249 30)	92 40	2 49%
Total US Large Cap			**$559,641.40**	**$445,701.60**	**$113,939.80**	**$9,343.83** **$759.89**	**1.67%**

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Mid Cap/Small Cap							
ASTON FDS TAMRO S CAP I 00078H-14-1 ATSI X	3,523 238	16 76	59,049 47	47,000 00	12,049 47	49 32	0 08%
EAGLE MID CAP STOCK FUND - A 269858-86-6 HMCA X	1,274 604	22 75	28,997 24	33,624 05	(4,626 81)		
ISHARES RUSSELL MIDCAP VALUE INDEX FUND 464287-47-3 IWS	850 000	37 66	32,011 00	24,327 00	7,684 00	657 05	2 05%
ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR	350 000	83 70	29,295 00	32,295 35	(3,000 35)	434 35	1 48%
JPMORGAN MARKET EXPANSION INDEX FUND SELECT SHARE CLASS FUND 3708 4812C1-63-7 PGMI X	9,603 842	8 83	84,801 92	80,000 00	4,801 92	1,123 64	1 33%
JPMORGAN MID CAP GROWTH SELECT SHARE CLASS FUND 3120 4812C1-71-0 HLGE X	1,594 913	18 17	28,979 57	32,217 24	(3,237 67)		
JPMORGAN TR I HIGHBRIDGE STATISTICAL MARKET NEUTRAL FUND SELECT SHARES FUND # 1011 4812A2-43-9 HSKS X	4,965 081	15 92	79,044 09	80,341 59	(1,297 50)	163 84	0 21%
KB HOME 48666K-10-9 KBH	55 000	16 28	895 40	918 90	(23 50)	13 75	1 54%
Total US Mid Cap/Small Cap			**$343,073.69**	**$330,724.13**	**$12,349.56**	**$2,441.95**	**0.71%**

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Non US Equity

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
ACE LTD NEW H0023R-10-5 ACE	45 000	49 99	2,249 55	2,041 01	208 54	55 80	2 48%
COOPER INDUSTRIES PLC CL - A G24140-10-8 CBE	75 000	45 36	3,402 00	2,506 61	895 39	81 00 20 25	2 38%
COVIDIEN PLC G2554F-10-5 COV	100 000	49 12	4,912 00	3,687 41	1,224 59	72 00	1 47%
DODGE & COX INTERNATIONAL STOCK 256206-10-3 DODF X	4,100 000	30 42	124,722 00	184,537 00	(59,815 00)	1,787 60	1 43%
JPMORGAN ASIA EQUITY FUND SELECT SHARE CLASS FUND 1134 4812A0-70-6 JPAS X	4,125 523	29 34	121,042 84	115,095 34	5,947 50	474 43	0 39%
JPMORGAN INTERNATIONAL VALUE FUND SELECT SHARE CLASS FUND 1296 4812A0-56-5 JIES X	8,067 573	11 91	96,084 79	108,510 00	(12,425 21)	2,476 74	2 58%
JPMORGAN INTERNATIONAL EQUITY INDEX FUND SELECT SHARE CLASS FUND 3132 4812C1-87-6 OIEA X	3,691 903	17 20	63,500 73	52,810 03	10,690 70	1,210 94	1 91%
SPDR GOLD TRUST 78463V-10-7 GLD	275 000	109 43	30,093 25	23,162 04	6,931 21		
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	2,492 672	15 43	38,461 93	31,928 25	6,533 68	199 41	0 52%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
Non US Equity							
TRANSOCEAN INC H8817H-10-0 RIG	25 000	79 82	1,995 50	2,106 58	(111 08)		
Total Non US Equity			**$486,464.59**	**$526,384.27**	**($39,919.68)**	**$6,357.92** **$20.25**	**1.31%**
Emerging Markets							
CARNIVAL CORPORATION 143658-30-0 CCL	45 000	35 96	1,618 20	1,561 04	57 16	18 00 4 50	1 11%

J.P.Morgan

Cash & Short Term Summary

Asset Categories	Ending Market Value	Current Allocation
Cash	55,234 38	2%

Asset Categories

Market Value/Cost	Current Period Value
Market Value	55,234 38
Tax Cost	55,234 38
Estimated Annual Income	100 07
Yield	0 10%

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							
COST OF PENDING PURCHASES	(1,445 53)	1 00	(1,445 53)	(1,445 53)		43 40	0 10% [1]
US DOLLAR PRINCIPAL	56,679 91	1 00	56,679 91	56,679 91		56 67	0 10% [1]
Total Cash			**$55,234.38**	**$55,234.38**	**$0.00**	**$100.07**	**0.10%**

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Fixed Income Summary

Asset Categories	Ending Market Value	Current Allocation
US Fixed Income - Taxable	811,999 69	30%

Asset Categories

Market Value/Cost	Current Period Value
Market Value	811,999 69
Tax Cost	810,930 85
Unrealized Gain/Loss	1,068 84
Estimated Annual Income	39,485 65
Accrued Interest	2,312 06
Yield	4 86%

Fixed Income Summary CONTINUED

SUMMARY BY MATURITY

Fixed Income	Market Value	% of Bond Portfolio
Less than 5 years[1]	811 999 69	100%

SUMMARY BY TYPE

Fixed Income	Market Value	% of Bond Portfolio
Mutual Funds	811,999 69	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

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Fixed Income Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
GOLDMAN SACHS TRUST HIGH YIELD FUND INSTITUTIONAL SHS 38141W-67-9	11,739 745	6 93	81,356 43	83,000 00	(1,643 57)	6,421 64	7 89%
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND 3844 30-Day Annualized Yield 2 83% 4812A4-35-1	7,010 580	11 58	81,182 52	77,953 00	3,229 52	2,874 33 203 31	3 54%
JPMORGAN HIGH YIELD BOND FUND SELECT CLASS FUND 3580 30-Day Annualized Yield 7 75% 4812C0-80-3	14,018 108	7 74	108,500 16	111,927 89	(3,427 73)	8,200 59 700 91	7 56%
JPMORGAN CORE PLUS BOND FUND SELECT CLASS FUND 3122 30-Day Annualized Yield 5 27% 4812C0-84-5	31,826 435	7 85	249,837 51	252,120 29	(2,282 78)	12,698 74 1,082 10	5 08%
JPMORGAN SHORT DURATION BOND FUND SELECT CLASS FUND 3133 30-Day Annualized Yield 1 98% 4812C1-33-0	17,144 054	10 92	187,213 07	185,593 75	1,619 32	5,040 35 325 74	2 69%
ISHARES BARCLAYS TIPS BOND FUND 464287-17-6	1,000 000	103 91	103,910 00	100,335 92	3,574 08	4,250 00	4 09%
Total US Fixed Income - Taxable			**$811,999.69**	**$810,930.85**	**$1,068.84**	**$39,485.65** **$2,312.06**	**4.86%**

Other Assets Summary

Asset Categories	Ending Estimated Value	Current Allocation
Structured Investments	418,927 25	16%

Asset Categories

Other Assets Detail

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
Structured Investments					
BARC 12M ASIA BSKT BREN 10/27/10 (10%BUFF-2XLEV-10 5% CAP-21%MXPYMT) INITIAL LEVEL-ASIA 10/09/09 100 00 06739J-YR-8 AA- /AA3	25,000 000	98 67	24,667 50	24,750 00	(82 50)
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	25,000 000	102 53	25,632 50	24,837 50	795 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	25,000 000	101 54	25,385 00	24,812 50	572 50

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	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
Structured Investments					
CREDIT SUISSE BREN SPX 5/20/10 10%BUFFER 3XLEV 7 2% CAP 21 6%MAXPMT DD 05/08/09 22546E-HB-3	35,000 000	119 37	41,779 50	34,650 00	7,129 50
CREDIT SUISSE BREN LKD TO ASIA BASKET MAT 06/23/10 (10%BUFFER-2XLEV-10 37%CAP-20 74% MAXPYMT) INITIAL LEVEL-ASIA BASKET 06/05/09 100 00 22546E-HV-9	25,000 000	112 41	28,102 50	24,750 00	3,352 50
CS 18M ASIA BSKT MKT PLS NOTE 02/10/11 (27% CONTIN BARRIER-0%PMT-UNCAPPED) INITIAL LEVEL-ASIA BASKET 08/07/09 100 00 22546E-KR-4	25,000 000	99 20	24,800 00	24,675 00	125 00
DB SPX BREN 08/26/10 (10%BUFFER- 2XLEV-8 13%CAP-16 26%MAXPYMT) INITIAL LEVEL-8/07/09 SPX 1010 48 2515A0-N8-2	25,000 000	109 34	27,335 00	24,750 00	2,585 00
DEUTSCHE BK ARN SPX 7/11/11 LINKED TO THE S&P500 INDEX (10%BUFF-10 55%COUP-90/100/100) INITIAL LVL-SPX 1317 93DD 06/20/08 2515A0-PS-6	50,000 000	91 59	45,795 00	49,000 00	(3,205 00)

Structured Investments

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
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	25,000 000	99 77	24,942 25	24,812 50	129 75
GS 9M SPX NOTE 08/19/2010 (85% CONTIN BARRIER- 6 6% PMT -AUTO 7% CAP) INITIAL LEVEL-SPX 11/13/09 1,093 48 38143U-FL-0	50,000 000	102 04	51,020 00	49,625 00	1,395 00
HSBC BREN MKT PLUS SPX 12/03/10 (70% CONTIN BARRIER-5%PMT-UNCAPPED) INITIAL LEVEL-SPX 6/03/09 919 14 4042K0-XF-7	20,000 000	118 64	23,728 00	19,800 00	3,928 00
HSBC BREN LKD TO SP500 INDEX MAT 06/30/10 (10%BUFF-2XLEV-9 75% CAP-19 5%MAXPYMT) INITIAL LEVEL-SPX 06/17/09 946 21 4042K0-XN-0	25,000 000	114 26	28,565 00	24,750 00	3,815 00
HSBC EAFE BREN 02/17/11 (10%BUFFER- 2XLEV-7 25% CAP-14 5%MAXPYMT) INITIAL LEVEL-1/08/10 SX5E 3017 85 UKX 5534 24 TPX 941 29 4042K0-L2-9	50,000 000	94 35	47,175 00	49,500 00	(2,325 00)
Total Structured Investments			**$418,927.25**	**$400,712.50**	**$18,214.75**

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