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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning 6/1/2009, and ending 5/31/2010

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 SATURNO-SUNNY ACRES T/U/A [1200792400]		A Employer identification number 88-6003879
	Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A - PO Box 53456, MAC S4101-22G		B Telephone number (see page 10 of the instructions) (800) 352-3705
	City or town, state, and ZIP code Phoenix AZ 85072		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 381,140		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	12,591	12,418		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	31,366			
	b Gross sales price for all assets on line 6a	142,658			
	7 Capital gain net income (from Part IV, line 2)		31,366		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	43,957	43,784	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	3	1	0	2
	b Accounting fees (attach schedule)	738	0	0	738
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest	0			
	18 Taxes (attach schedule) (see page 14 of the instructions)	722	150	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	844	653	0	191
	24 Total operating and administrative expenses. Add lines 13 through 23	2,307	804	0	931
	25 Contributions, gifts, grants paid	0			0
26 Total expenses and disbursements. Add lines 24 and 25	2,307	804	0	931	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	41,650				
b Net investment income (if negative, enter -0-)		42,980			
c Adjusted net income (if negative, enter -0-)			0		

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Form 990-PF (2009) SATURNO-SUNNY ACRES T/U/A [1200792400]

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing		0			
	2	Savings and temporary cash investments	32,264	42,430	42,430		
	3	Accounts receivable ▶	0				
		Less allowance for doubtful accounts ▶	0	0	0		
	4	Pledges receivable ▶	0				
		Less allowance for doubtful accounts ▶	0	0	0		
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0		
	7	Other notes and loans receivable (attach schedule) ▶	0				
		Less allowance for doubtful accounts ▶	0	0	0		
	8	Inventories for sale or use		0			
	9	Prepaid expenses and deferred charges		0			
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0		
	b	Investments—corporate stock (attach schedule)	133,321	134,537	141,222		
	c	Investments—corporate bonds (attach schedule)	110,548	118,628	127,044		
	Liabilities	11	Investments—land, buildings, and equipment basis ▶	0			
		Less accumulated depreciation (attach schedule) ▶	0	0	0		
12		Investments—mortgage loans					
13		Investments—other (attach schedule)	40,832	63,384	70,444		
14		Land, buildings, and equipment basis ▶	0				
		Less accumulated depreciation (attach schedule) ▶	0	0	0		
15		Other assets (describe ▶)	0	0	0		
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	316,965	358,979	381,140		
17		Accounts payable and accrued expenses		0			
18		Grants payable					
Net Assets or Fund Balances	19	Deferred revenue		0			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0			
	21	Mortgages and other notes payable (attach schedule)	0	0			
	22	Other liabilities (describe ▶)	0	0			
	23	Total liabilities (add lines 17 through 22)	0	0			
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
27	Capital stock, trust principal, or current funds	316,965	358,979				
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)	316,965	358,979				
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	316,965	358,979				

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	316,965
2	Enter amount from Part I, line 27a	2	41,650
3	Other increases not included in line 2 (itemize) ▶ <u>UNDISTRIBUTED CTF CAPITAL GAIN</u>	3	3,533
4	Add lines 1, 2, and 3	4	362,148
5	Decreases not included in line 2 (itemize) ▶ <u>See Attached Statement</u>	5	3,169
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	358,979

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 Attached Statement			
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 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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	31,366
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	0

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 nonchangible-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	26,371	356,034	0.074069
2007			0.000000
2006			0.000000
2005			0.000000
2004			0.000000

2 Total of line 1, column (d)	2	0.074069
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	0.074069
4 Enter the net value of nonchangible-use assets for 2009 from Part X, line 5	4	366,384
5 Multiply line 4 by line 3	5	27,138
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	430
7 Add lines 5 and 6	7	27,568
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	931

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	860	
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	860	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	860	
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	286	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	0	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	286	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	574	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

1 a	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?	Yes	No
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)? <i>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</i>		X
1b			X
c	Did the foundation file Form 1120-POL for this year?		X
1c			X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4 a	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	N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	X
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> NV		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► Wells Fargo Bank N A	Telephone no ►	(800) 352-3705	
	Located at ► PO Box 53456, MAC S4101-22G Phoenix AZ	ZIP+4 ►	85072	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ► <input type="checkbox"/>			
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ► 20____, 20____, 20____, 20____		
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	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b** N/A

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** 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
Wells Fargo Bank N.A. PO Box 53456, MAC S4101-22G Phoenix 8507	TRUSTEE 4 00	763	0	0
	00	0	0	0
	00	0	0	0
	00	0	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				

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** (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		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 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	0
Total. Add lines 1 through 3	0

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	333,810
b	Average of monthly cash balances	1b	38,153
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	371,963
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	
3	Subtract line 2 from line 1d	3	371,963
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	5,579
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	366,384
6	Minimum investment return. Enter 5% of line 5	6	18,319

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	18,319
2a	Tax on investment income for 2009 from Part VI, line 5	2a	860
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	860
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,459
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	17,459
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	17,459

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	931
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	931
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	931

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				17,459
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	8,855			
f Total of lines 3a through e	8,855			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 931				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				931
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))	8,855			8,855
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				7,673
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)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	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	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the 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)

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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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 NONE				
Total			▶ 3a	0
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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 _____		0		0		0
b _____		0		0		0
c _____		0		0		0
d _____		0		0		0
e _____		0		0		0
f _____		0		0		0
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	12,591		
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	31,366		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____		0		0		0
b _____		0		0		0
c _____		0		0		0
d _____		0		0		0
e _____		0		0		0
12 Subtotal. Add columns (b), (d), and (e)		0		43,957		0
13 Total. Add line 12, columns (b), (d), and (e)				13 43,957		43,957

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

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

[illegible]

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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 | | |

[illegible]

- 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

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.

John A. Sulentic
Signature of officer or trustee

9/21/2010

VP AND TAX DIRECTOR
Title

**paid
parent's
Only**

Preparer's
signature

Date _____

9/21/2010

Check if self-employed ☒

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)
P00364310

Firm's name (or yours if self-employed), address, and ZIP code

PRICEWATERHOUSECOOPERS, LLP
600 GRANT STREET, PITTSBURGH, PA 15219-2777

EIN ► 13-4008324
Phone no 412-355-6000

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals			Expense of Sale and Cost of Improve-ments	Net Gain or Loss	
									Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss			
Long Term CG Distributions										142,658	111,292	31,366		
Short Term CG Distributions										0	0	0		
Amount										0	0	0		
Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Net Gain or Loss
1	X		ISHARES TR S & P MIDCAP 40	464287507			2/6/2009		4/30/2010	4,608	2,880			
2	X		KEELEY SMALL CAP VAL FD C	487300808			8/11/2009		4/30/2010	2,300	1,832			
3	X		MIDCAP CORE STOCK FUND	4U0040444			6/29/2007		8/7/2009	1,577	1,598			
4	X		MIDCAP CORE STOCK FUND	4U0040444			8/30/2002		12/31/2009	4,396	3,430			
5	X		MIDCAP CORE STOCK FUND	4U0040444			6/29/2007		12/31/2009	2,130	1,962			
6	X		MIDCAP CORE STOCK FUND	4U0040444			9/14/2007		12/31/2009	285	248			
7	X		MIDCAP CORE STOCK FUND	4U0040444			2/15/2008		12/31/2009	177	125			
8	X		MIDCAP CORE STOCK FUND	4U0040444			2/15/2008		2/22/2010	315	235			
9	X		MIDCAP CORE STOCK FUND	4U0040444			10/31/2008		2/22/2010	6,807	3,162			
10	X		MAINSTAY EP US EQUITY-INS	56063J302			12/2/2008		2/22/2010	1,006	800			
11	X		MAINSTAY EP US EQUITY-INS	56063J302			12/2/2008		4/30/2010	25,652	18,955			
12	X		SPDR DJ WILSHIRE INTERNAL	78463X863			2/6/2009		8/7/2009	261	195			
13	X		SPDR DJ WILSHIRE INTERNAL	78463X863			2/6/2009		4/30/2010	322	219			
14	X		TEMPLETON GLOBAL BOND F	880208400			8/11/2009		4/30/2010	108	97			
15	X		VANGUARD EMERGING MARK	922042858			10/31/2008		8/7/2009	3,485	2,426			
16	X		VANGUARD REIT VIPER	922908553			8/7/2009		4/30/2010	1,607	1,169			
17	X		VANGUARD REIT VIPER	922908553			2/6/2009		4/30/2010	4,232	2,389			
18	X		WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		8/7/2009	334	270			
19	X		WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		2/22/2010	769	570			
20	X		WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		4/30/2010	19,841	13,684			
21	X		WF ADV CAP GROWTH FD AC	949915631			2/10/2009		8/7/2009	7,694	6,322			
22	X		ISHARES GOLDMAN SACHS C	464287242			2/6/2009		8/7/2009	1,018	982			
23	X		ISHARES MSCI EAFE	464287465			12/22/2008		8/7/2009	1,942	1,651			
24	X		WF ADV CAP GROWTH FD AC	949915631			2/10/2009		2/22/2010	1,077	814			
25	X		WF ADV CAP GROWTH FD AC	949915631			2/10/2009		4/30/2010	27,374	19,258			
26	X		EPOCH US LARGE CAP EQUI	981477482			2/10/2009		8/7/2009	5,085	4,240			
27	X		EPOCH US LARGE CAP EQUI	981477482			12/2/2008		8/7/2009	1,887	1,515			
28	X		TAXABLE TOTAL RETURN BO	991283912			2/22/2010		4/30/2010	279	274			
29	X		TAXABLE TOTAL RETURN BO	991283912			6/29/2007		4/30/2010	5,343	4,792			
30	X		TAXABLE INTERMEDIATE TER	999708902			1/29/1999		8/7/2009	2,732	2,838			
31	X		TAXABLE INTERMEDIATE TER	999708902			1/29/1999		4/30/2010	5,939	5,746			
32	X		TAXABLE INTERMEDIATE TER	999708902			3/1/1989		4/30/2010	129	120			
33	X		SHORT TERM LOSS FROM CT				8/1/2009		5/31/2010	0	1,441			
34	X		LONG TERM LOSS FROM CTF				2/4/2008		5/31/2010	0	5,053			
35	X		SHORT TERM GAIN FROM TH				12/5/2009		5/31/2010	800	0			
36	X		LONG TERM GAIN FROM THE				1/7/2009		5/31/2010	1,147	0			

Line 16a (990-PF) - Legal Fees

		3	1	0	2
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	3	1		2
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

		738	0	0	738
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	738			738
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		722	150	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	150	150		
2	PY EXCISE TAX DUE	286			
3	ESTIMATED EXCISE PAYMENTS	286			
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	844	653	0	191
1	Amortization. See attached statement		0	0	0	0
2	TRUSTEE FEES		763	572		191
3	PARTNERSHIP EXPENSES		81	81		
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	PRIOR YEAR		133,321	134,537	151,795	141,222
2	CORPORATE STOCK		133,321	134,537	151,795	141,222
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	PRIOR YEAR			110,548	118,628	109,374	127,044
2	CORPORATE BONDS						
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	PRIOR YEAR		40,832	63,384	70,444
2	OTHER INVESTMENTS		40,832	63,384	70,444
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	UNDISTRIBUTED CTF CAPITAL GAIN	1	3,533
2	Total	2	3,533

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	389
2	CTF BOOK TO TAX DIFFERENCE	2	901
3	PARTNERSHIP INCOME ADJUSTMENT	3	1,879
4	Total	4	3,169

Long Term CG Distributions			Short Term CG Distributions			Totals		142,658		0		111,292		31,366		0		0		31,366		0	
								Gross Sales Price		Depreciation Allowed		Cost or Other Basis Plus Expense of Sale		Gain or Loss		F M V as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of FMV Over Adj Basis		Gains Minus Excess of FMV Over Adjusted Basis or Losses	
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold																		
1	SHARES TR S & P MIDCAP 400 ID FD	464287507		2/6/2009	4/30/2010			4,608	0	2,880	1,728												
2	KEELEY SMALL CAP VAL FD CL I #2251	487300808		8/11/2009	4/30/2010			2,300			1,832	468											468
3	MIDCAP CORE STOCK FUND	4U0040444		6/29/2007	8/7/2009			1,577	0	1,598	-21												
4	MIDCAP CORE STOCK FUND	4U0040444		8/30/2002	12/31/2009			4,396	0	3,430	966												966
5	MIDCAP CORE STOCK FUND	4U0040444		6/29/2007	12/31/2009			2,130	0	1,962	168												168
6	MIDCAP CORE STOCK FUND	4U0040444		9/14/2007	12/31/2009			285	0	248	37												37
7	MIDCAP CORE STOCK FUND	4U0040444		2/15/2008	12/31/2009			177	0	125	52												52
8	MIDCAP CORE STOCK FUND	4U0040444		2/15/2008	2/22/2010			315	0	235	80												80
9	MIDCAP CORE STOCK FUND	4U0040444		10/31/2008	2/22/2010			6,807	0	3,162	3,645												3,645
10	MAINSTAY EP US EQUITY-INS #1204	56063J302		12/2/2008	2/22/2010			1,006	0	800	206												206
11	MAINSTAY EP US EQUITY-INS #1204	56063J302		12/2/2008	4/30/2010			25,652	0	18,955	6,697												6,697
12	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		2/6/2009	8/7/2009			261	0	195	66												66
13	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		2/6/2009	4/30/2010			322	0	219	103												103
14	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		8/11/2009	4/30/2010			108	0	97	11												11
15	VANGUARD EMERGING MARKETS ETF	922042858		10/31/2008	8/7/2009			3,485	0	2,426	1,059												1,059
16	VANGUARD REIT VIPER	922908553		8/7/2009	4/30/2010			1,607	0	1,169	438												438
17	VANGUARD REIT VIPER	922908553		2/6/2009	4/30/2010			4,232	0	2,389	1,843												1,843
18	WF ADV INDEX FUND-ADMIN #88	94975G686		2/10/2009	8/7/2009			334	0	270	64												64
19	WF ADV INDEX FUND-ADMIN #88	94975G686		2/10/2009	2/22/2010			769	0	570	199												199
20	WF ADV INDEX FUND-ADMIN #88	94975G686		2/10/2009	4/30/2010			19,841	0	13,684	6,157												6,157
21	WF ADV CAP GROWTH FD ADMIN CL #3	949915631		2/10/2009	8/7/2009			7,694	0	6,322	1,372												1,372
22	SHARES GOLDMAN SACHS CORP BD	464287242		2/6/2009	8/7/2009			1,018	0	982	36												36
23	ISHARES MSCI EAFE	464287465		12/22/2008	8/7/2009			1,942	0	1,651	291												291
24	WF ADV CAP GROWTH FD ADMIN CL #3	949915631		2/10/2009	2/22/2010			1,077	0	814	263												263
25	WF ADV CAP GROWTH FD ADMIN CL #3	949915631		2/10/2009	4/30/2010			27,374	0	19,258	8,116												8,116
26	EPOCH US LARGE CAP EQUITY -INS #4	981477482		2/10/2009	8/7/2009			5,085	0	4,240	845												845
27	EPOCH US LARGE CAP EQUITY -INS #4	981477482		12/2/2008	8/7/2009			1,887	0	1,515	372												372
28	TAXABLE TOTAL RETURN BOND FUND	991283912		2/22/2010	4/30/2010			279	0	274	5												5
29	TAXABLE TOTAL RETURN BOND FUND	991283912		6/29/2007	4/30/2010			5,343	0	4,792	551												551
30	TAXABLE INTERMEDIATE TERM BD FD	999708902		1/29/1999	8/7/2009			2,732	0	2,838	-106												-106
31	TAXABLE INTERMEDIATE TERM BD FD	999708902		1/29/1999	4/30/2010			5,939	0	5,746	193												193
32	TAXABLE INTERMEDIATE TERM BD FD	999708902		3/1/1989	4/30/2010			129	0	120	9												9
33	SHORT TERM LOSS FROM CTFIS			8/1/2009	5/31/2010			0	0	1,441	-1,441												-1,441
34	LONG TERM LOSS FROM CTFIS			2/4/2008	5/31/2010			0	0	5,053	-5,053												-5,053
35	SHORT TERM GAIN FROM THE SALE OF			12/5/2009	5/31/2010			800	0	0	800												800
36	LONG TERM GAIN FROM THE SALE OF			1/7/2009	5/31/2010			1,147	0	0	1,147												1,147

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers[illegible]

[illegible]

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1
2 First quarter estimated tax payment	10/13/2009	2 286
3 Second quarter estimated tax payment		3 0
4 Third quarter estimated tax payment		4 0
5 Fourth quarter estimated tax payment		5 0
6 Other payments		6 0
7 Total		7 286

Account Statement For:
SATURNO-SUNNY ACRES T/U/A

Period Covered: May 1, 2010 - May 31, 2010

Account Number 1200792400

**WELLS
FARGO**

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

MONEY MARKET

FIDELITY INSTITUTIONAL MONEY MARKET
PORTFOLIO CLASS I #59

Asset held in Invested Income Portfolio

FIDELITY INSTITUTIONAL MONEY MARKET
PORTFOLIO CLASS I #59

Total Money Market

Total Cash & Equivalents

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 05/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
FIDELITY INSTITUTIONAL MONEY MARKET PORTFOLIO CLASS I #59	33,029.970		\$33,029.97		\$0.00	\$76.24	0.23%
FIDELITY INSTITUTIONAL MONEY MARKET PORTFOLIO CLASS I #59	9,399.920		9,399.92	9,399.92	0.00	21.70	0.23
Total Money Market			\$42,429.89	\$42,429.89	\$0.00	\$97.94	0.23%
Total Cash & Equivalents			\$42,429.89	\$42,429.89	\$0.00	\$97.94	0.23%

ASSET DESCRIPTION

Fixed Income

DOMESTIC MUTUAL FUNDS

ISHARES IBOXX \$ INVESTMENT GRADE
CORPORATE BOND FUND

CUSIP: 464287242

TEMPLETON GLOBAL BOND FUND - ADVISOR
CLASS #616

CUSIP: 880208400

WELLS FARGO ADVANTAGE HIGH INCOME
FUND INS #3110

CUSIP: 949917538

Total Domestic Mutual Funds

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 05/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
ISHARES IBOXX \$ INVESTMENT GRADE CORPORATE BOND FUND	100.000	\$105.460	\$10,546.00	\$9,937.93	\$608.07	\$558.30	5.29%
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616	1,629.444	12.940	21,085.01	19,267.88	1,817.13	940.19	4.46
WELLS FARGO ADVANTAGE HIGH INCOME FUND INS #3110	2,588.300	6.960	18,014.57	17,619.58	394.99	1,431.33	7.94
Total Domestic Mutual Funds			\$49,645.58	\$46,825.39	\$2,820.19	\$2,929.82	5.90%

Account Statement For:
SATURNO-SUNNY ACRES T/U/A

Period Covered: May 1, 2010 - May 31, 2010

Account Number 1200792400

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Fixed Income *(continued)*

COMMON TRUST FUNDS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 05/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
TAXABLE INTERMEDIATE TERM BOND FUND DIF CUSIP 999708902	2,618.116	\$9.870	\$25,840.81	\$24,085.92	\$1,754.89	\$883.05	3.42%

TAXABLE SHORT-TERM BOND FUND

DIF CUSIP 999612906	3,106.092	8.260	25,656.32	25,497.73	158.59	683.88	2.67
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TAXABLE TOTAL RETURN BOND FUND

DIF CUSIP 991283912	3,519.211	7.360	25,901.39	22,219.41	3,681.98	971.57	3.75
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Total Common Trust Funds

Total Fixed Income

			\$77,398.52	\$71,803.06	\$5,595.46	\$2,538.50	3.28%
			\$127,044.10	\$118,628.45	\$8,415.65	\$5,468.32	

ASSET DESCRIPTION

Equities

CONSUMER DISCRETIONARY

AMEX CONSUMER DISCR SPDR SYMBOL: XLY CUSIP 81369Y407	138.000	\$32.370	\$4,467.06	\$4,771.00	-\$303.94	\$56.72	1.27%
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Total Consumer Discretionary

			\$4,467.06	\$4,771.00	-\$303.94	\$56.72	1.27%
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CONSUMER STAPLES

CONSUMER STAPLES SECTOR SPDR TR SHS BEN INT SYMBOL: XLP CUSIP: 81369Y308	206.000	\$26.350	\$5,428.10	\$5,726.40	-\$298.30	\$98.06	1.81%
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Total Consumer Staples

			\$5,428.10	\$5,726.40	-\$298.30	\$98.06	1.81%
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Account Statement For:
SATURNO-SUNNY ACRES T/U/A

Period Covered: May 1, 2010 - May 31, 2010

Account Number 1200792400

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 05/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
ENERGY							
AMEX ENERGY SELECT SPDR SYMBOL: XLE CUSIP: 81369Y506	110 000	\$53.050	\$5,835.50	\$6,584.11	-\$748.61	\$110.88	1.90%
Total Energy			\$5,835.50	\$6,584.11	-\$748.61	\$110.88	1.90%
FINANCIALS							
AMEX FINANCIAL SELECT SPDR SYMBOL: XLF CUSIP: 81369Y605	545 000	\$14.680	\$8,000.60	\$8,856.81	-\$856.21	\$435.46	5.44%
Total Financials			\$8,000.60	\$8,856.81	-\$856.21	\$435.46	5.44%
HEALTH CARE							
AMEX HEALTH CARE SPDR SYMBOL: XLV CUSIP: 81369Y209	225 000	\$28.870	\$6,495.75	\$7,062.12	-\$566.37	\$128.25	1.97%
Total Health Care			\$6,495.75	\$7,062.12	-\$566.37	\$128.25	1.97%
INDUSTRIALS							
AMEX INDUSTRIAL SPDR SYMBOL: XLI CUSIP: 81369Y704	205 000	\$29.600	\$6,068.00	\$6,689.56	-\$621.56	\$118.70	1.96%
Total Industrials			\$6,068.00	\$6,689.56	-\$621.56	\$118.70	1.96%
INFORMATION TECHNOLOGY							
AMEX TECHNOLOGY SELECT SPDR SYMBOL: XLK CUSIP: 81369Y803	425 000	\$21.640	\$9,197.00	\$9,976.93	-\$779.93	\$131.75	1.43%
Total Information Technology			\$9,197.00	\$9,976.93	-\$779.93	\$131.75	1.43%
MATERIALS							
AMEX MATERIALS SPDR SYMBOL: XLB CUSIP: 81369Y100	69 000	\$30.750	\$2,121.75	\$2,368.11	-\$246.36	\$56.10	2.64%
Total Materials			\$2,121.75	\$2,368.11	-\$246.36	\$56.10	2.64%
UTILITIES							
AMEX UTILITIES SPDR SYMBOL: XLU CUSIP: 81369Y886	28 000	\$28.760	\$805.28	\$848.17	-\$42.89	\$34.19	4.25%
Total Utilities			\$805.28	\$848.17	-\$42.89	\$34.19	4.25%
							9 of 25

PRIVATE CLIENT SERVICES



Account Statement For:
SATURNO-SUNNY ACRES T/U/A

Period Covered: May 1, 2010 - May 31, 2010

Account Number 1200792400

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

DOMESTIC MUTUAL FUNDS

ISHARES S&P MIDCAP 400 GROWTH

SYMBOL IJK CUSIP 464287606

ISHARES S&P MIDCAP 400 VALUE

SYMBOL IJJ CUSIP 464287705

KEELEY SMALL CAP VALUE FUND CLASS
I#2251

SYMBOL KSCIX CUSIP .487300808

Total Domestic Mutual Funds

INTERNATIONAL MUTUAL FUNDS

ISHARES MSCI EAFE

SYMBOL EFA CUSIP 464287465

VANGUARD EMERGING MARKETS ETF

SYMBOL VWO CUSIP 922042858

Total International Mutual Funds

COMMON TRUST FUNDS

CAPITAL PARTNERS CORE EQUITY FUND

SYMBOL CPCOREQ

Total Common Trust Funds

Total Equities

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 05/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
ISHARES S&P MIDCAP 400 GROWTH	103 000	\$82.190	\$8,465.57	\$8,631.57	-\$166.00	\$52.53	0.62%
ISHARES S&P MIDCAP 400 VALUE	98 000	69.160	6,777.68	6,976.26	-198.58	126.22	1.86
KEELEY SMALL CAP VALUE FUND CLASS I#2251	729 182	20.560	14,991.98	10,708.50	4,283.48	60.52	0.40
SYMBOL KSCIX CUSIP .487300808			\$30,235.23	\$26,316.33	\$3,918.90	\$239.27	0.79%
ISHARES MSCI EAFE	757 000	\$48.320	\$36,578.24	\$32,475.66	\$4,102.58	\$1,090.84	2.98%
VANGUARD EMERGING MARKETS ETF	362 000	38.200	13,828.40	9,736.76	4,091.64	197.29	1.43
ISHARES MSCI EAFE			\$50,406.64	\$42,212.42	\$8,194.22	\$1,288.13	2.56%
CAPITAL PARTNERS CORE EQUITY FUND	1,286 935	\$9.450	\$12,161.54	\$13,125.16	-\$963.62	\$198.81	1.63%
SYMBOL CPCOREQ			\$12,161.54	\$13,125.16	-\$963.62	\$198.81	1.63%
ISHARES MSCI EAFE			\$141,222.45	\$134,537.12	\$6,685.33	\$2,896.32	2.05%

Account Statement For:
SATURNO-SUNNY ACRES T/U/A

Period Covered: May 1, 2010 - May 31, 2010

Account Number 1200792400

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Complementary Strategies

OTHER

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 05/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
DIAMOND HILL LONG-SHORT FUND CLASS I #11	461.000	\$15.230	\$7,021.03	\$7,371.39	-\$350.36	\$0.00	0.00%
SYMBOL: DHLSX CUSIP 25264S833							
HUSSMAN STRATEGIC GROWTH FUND #601	1,141.142	13.220	15,085.90	16,565.14	-1,479.24	19.40	0.13
SYMBOL: HSGFX CUSIP 448108100							
MERGER FD SH BEN INT	465.000	15.520	7,216.80	7,300.50	-83.70	0.00	0.00
SYMBOL: MERFX CUSIP: 589509108							
Total Other			\$29,323.73	\$31,237.03	-\$1,913.30	\$19.40	0.07%
Total Complementary Strategies			\$29,323.73	\$31,237.03	-\$1,913.30	\$19.40	0.07%

Account Statement For:
SATURNO-SUNNY ACRES T/U/A

Period Covered: May 1, 2010 - May 31, 2010

Account Number 1200792400

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Real Assets

REAL ASSET FUNDS

POWERSHARES DB COMMODITY INDEX
SYMBOL: DBC CUSIP: 739355105

SPDR DJ WILSHIRE INTERNATIONAL REAL
ESTATE ETF

SYMBOL: RWX CUSIP: 78463X863

VANGUARD REIT VIPER

SYMBOL: VNQ CUSIP: 922908553

Total Real Asset Funds

Total Real Assets

	QUANTITY	PRICE	MARKET VALUE AS OF 05/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	704.000	\$21.960	\$15,459.84	\$15,269.78	\$190.06	\$0.00	0.00%
	232.000	31.430	7,291.76	5,658.06	1,633.70	545.90	7.49
	371.000	49.510	18,368.21	11,219.04	7,149.17	688.95	3.75
			\$41,119.81	\$32,146.88	\$8,972.93	\$1,234.85	3.00%
			\$41,119.81	\$32,146.88	\$8,972.93	\$1,234.85	3.00%

ACCOUNT VALUE AS OF 05/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
\$361,139.98	\$358,979.37	\$22,160.61	\$9,716.83

TOTAL ASSETS