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**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

For calendar year 2009, or tax year beginning 07/01, 2009, and ending 06/30, 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 <b>FREDERICK J. PFEIFFER FOUNDATION</b>		A Employer identification number <b>35-6593983</b>
	PNC BANK NA		B Telephone number (see page 10 of the instructions) <b>(216) 257-4699</b>
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	
P O BOX 94651			
City or town, state, and ZIP code <b>CLEVELAND, OH 44101-4651</b>			

H Check type of organization:  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) ▶ \$ **8,011,866.**

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here . . . . .

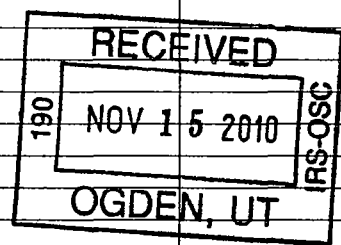
D 1 Foreign organizations, check here . . . . .   
2. Foreign organizations meeting the 85% test, check here and attach computation . . . . .

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 . . . . .

**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)
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 . . . . .				
4 Dividends and interest from securities . . . . .	218,316.	216,886.		
5a Gross rents . . . . .				
b Net rental income or (loss) . . . . .				
6a Net gain or (loss) from sale of assets not on line 10 . . . . .	20,456.			
b Gross sales price for all assets on line 6a . . . . .	492,455.			
7 Capital gain net income (from Part IV, line 2) . . . . .		20,456.		
8 Net short-term capital gain . . . . .				
9 Income modifications . . . . .				
10a Gross sales less returns and allowances . . . . .				
b Less Cost of goods sold . . . . .				
c Gross profit or (loss) (attach schedule) . . . . .				
11 Other income (attach schedule) . . . . .	2,639.	2,161.		
12 <b>Total. Add lines 1 through 11 . . . . .</b>	<b>241,411.</b>	<b>239,503.</b>		
13 Compensation of officers, directors, trustees, etc. . . . .	54,204.	26,925.		27,102.
14 Other employee salaries and wages . . . . .		NONE	NONE	
15 Pension plans, employee benefits . . . . .		NONE	NONE	
16a Legal fees (attach schedule) . . . . .				
b Accounting fees (attach schedule) . . . . .				
c Other professional fees (attach schedule) . . . . .				
17 Interest . . . . .				
18 Taxes (attach schedule) (see page 14 of the instructions) . . . . .	3,007.	1,907.		
19 Depreciation (attach schedule) and depletion . . . . .				
20 Occupancy . . . . .				
21 Travel, conferences, and meetings . . . . .		NONE	NONE	
22 Printing and publications . . . . .		NONE	NONE	
23 Other expenses (attach schedule) STMT. 2 . . . . .	11.	11.		
24 <b>Total operating and administrative expenses. Add lines 13 through 23 . . . . .</b>	<b>57,222.</b>	<b>28,843.</b>	<b>NONE</b>	<b>27,102.</b>
25 Contributions, gifts, grants paid . . . . .	359,254.			359,254.
26 <b>Total expenses and disbursements. Add lines 24 and 25 . . . . .</b>	<b>416,476.</b>	<b>28,843.</b>	<b>NONE</b>	<b>386,356.</b>
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements . . . . .	-175,065.			
b Net investment income (if negative, enter -0-) . . . . .		210,660.		
c Adjusted net income (if negative, enter -0-) . . . . .				



SCANNED BY 22 2010

Operating and Administrative Expenses

ENVELOPE POSTMARK DATE NOV. 09 2010

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 . . . . .				
	2	Savings and temporary cash investments . . . . .	120,413.	146,138.	146,138.	
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			NONE	
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .		337,947.	365,705.	
	b	Investments - corporate stock (attach schedule) . . . . .	4,874,246.	4,876,363.	4,613,683.	
	c	Investments - corporate bonds (attach schedule) . . . . .	2,870,640.	2,331,641.	2,506,321.	
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans . . . . .				
	13	Investments - other (attach schedule) . . . . . STMT 3	455,175.	457,336.	380,019.	
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	8,320,474.	8,149,425.	8,011,866.		
Liabilities	17	Accounts payable and accrued expenses . . . . .				
	18	Grants payable . . . . .				
	19	Deferred revenue . . . . .				
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	21	Mortgages and other notes payable (attach schedule) . . . . .				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .					
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/>		<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶</b> <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .	8,320,474.	8,149,425.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	8,320,474.	8,149,425.			
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	8,320,474.	8,149,425.			

**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	8,320,474.
2	Enter amount from Part I, line 27a . . . . .	2	-175,065.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 4 . . . . .	3	7,750.
4	Add lines 1, 2, and 3 . . . . .	4	8,153,159.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5 . . . . .	5	3,734.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	8,149,425.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) . . . . .			2	20,456.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. . . . .				3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . .  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	501,801.	7,768,590.	0.06459357490
2007	494,303.	10,602,506.	0.04662133650
2006	487,218.	10,328,477.	0.04717229849
2005	478,998.	9,787,160.	0.04894147025
2004	451,155.	9,465,274.	0.04766423032
2 Total of line 1, column (d) . . . . .			2 0.25499291046
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 0.05099858209
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .			4 8,270,218.
5 Multiply line 4 by line 3 . . . . .			5 421,769.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 2,107.
7 Add lines 5 and 6 . . . . .			7 423,876.
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.			8 386,356.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	4,213.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	
3	Add lines 1 and 2 . . . . .	3	4,213.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	4,213.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	6a	3,400.
b	Exempt foreign organizations-tax withheld at source . . . . .	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d . . . . .	7	3,400.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	813.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		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
c	Did the foundation file Form 1120-POL for this year? . . . . .		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>		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> . . . . .		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
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>		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? . . . . .	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> . . . . .	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> STMT 6		
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> . . . . .	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> . . . . .		X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .		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 PNC BANK NA N/A Telephone no (216) 257-4699
Located at PO BOX 94651, CLEVELAND, OH ZIP + 4 44101-4651
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15

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

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

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
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 X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? 4b X

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

5a During the year did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If yes, did the foundation receive any proceeds or have any net income...

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). Table with columns: (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. 2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE." Table with columns: (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. Total number of other employees paid over \$50,000 NONE

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

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

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

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

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

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

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

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	8,396,160.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	NONE
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	8,396,160.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	8,396,160.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	125,942.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	8,270,218.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	413,511.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	413,511.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	4,213.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	4,213.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	409,298.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	409,298.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	409,298.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	386,356.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	386,356.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	386,356.

**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 . . . . .				409,298.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only . . . . .			359,254.	
b Total for prior years 20____, 20____, 20____		NONE		
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 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ <u>386,356.</u>				
a Applied to 2008, but not more than line 2a . . .			359,254.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
d Applied to 2009 distributable amount . . . . .				27,102.
e Remaining amount distributed out of corpus . . .	NONE			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. . . . .				382,196.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9:				
a Excess from 2005 . . . . .	NONE			
b Excess from 2006 . . . . .	NONE			
c Excess from 2007 . . . . .	NONE			
d Excess from 2008 . . . . .	NONE			
e Excess from 2009 . . . . .	NONE			

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

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

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

Table with 5 columns: (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income...; b 85% of line 2a; c Qualifying distributions from Part XII, line 4...; d Amounts included in line 2c not used directly for active conduct...; e Qualifying distributions made directly for active conduct...; 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...; c "Support" alternative test - enter (1) Total support other than gross investment income, (2) Support from general public, (3) Largest amount of support from an exempt organization, (4) Gross investment income.

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>  SEE STATEMENT 11				
<b>Total . . . . .</b>				<b>3a</b> 359,254.
b <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>3b</b>





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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					11,297.	
83,138.00		2080. EQT CORPORATION PROPERTY TYPE: SECURITIES 55,985.00					06/15/2004 27,153.00	08/13/2009
116,049.00		3800. SECTOR SPDR TR SBI BASIC INDS PROPERTY TYPE: SECURITIES 99,624.00					10/31/2008 16,425.00	08/13/2009
30,209.00		1640. NABORS INDUSTRIES LTD SHS PROPERTY TYPE: SECURITIES 52,398.00					11/10/2006 -22,189.00	08/13/2009
46,762.00		2400. WEATHERFORD INTL LTD SEDOL B5KL6S7 PROPERTY TYPE: SECURITIES 62,940.00					06/08/2007 -16,178.00	08/13/2009
100,000.00		100000. 3M COMPANY 5.125% 11/0 PROPERTY TYPE: SECURITIES 99,696.00					06/07/2007 304.00	11/06/2009
5,000.00		5000. WISCONSIN STATE TAXABLE SERIES 4 7 PROPERTY TYPE: SECURITIES 5,000.00					10/02/1997	05/01/2010
100,000.00		100000. GOLDMAN SACHS GROUP INC NOTES PROPERTY TYPE: SECURITIES 96,356.00					04/12/2006 3,644.00	06/15/2010
TOTAL GAIN (LOSS) .....		.....					----- 20,456. =====	

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	631.	631.
FEDERAL ESTIMATES - INCOME	1,100.	
FOREIGN TAXES ON QUALIFIED FOR	1,227.	1,227.
FOREIGN TAXES ON NONQUALIFIED	49.	49.
TOTALS	3,007.	1,907.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADR SERVICE FEES	11.	11.
TOTALS	11.	11.

FREDERICK J. PFEIFFER FOUNDATION

35-6593983

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/  
FMV  
C OR F  
-----

DESCRIPTION  
-----

OTHER ASSETS

C

TOTALS

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

DESCRIPTION	AMOUNT
POSTED CURR YR FOR PR YR	4,476.
MARKETING FEE REBATE	2,290.
NONDIVIDEND DISTRIBUTION	983.
ROUNDING ADJUSTMENT	1.
TOTAL	7,750.

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

DESCRIPTION

AMOUNT

POSTED SUBSEQ YR FOR CURR YR  
CARRY VALUE ADJUSTMENT

3,211.  
523.

TOTAL

3,734.

-----  
STATE(S) WHERE THE FOUNDATION IS REGISTERED  
=====

IN

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

OFFICER NAME:

PNC BANK NA

ADDRESS:

PO BOX 94651

CLEVELAND OH, OH 44101-4651

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 6

COMPENSATION ..... 54,204.

TOTAL COMPENSATION: 54,204.  
=====

=====

RECIPIENT NAME:

LUTHERAN SCHOOL OF  
THEOLOGY

ADDRESS:

1100 EAST 55TH STREET  
CHICAGO, IL 60615-5199

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 51,337.

RECIPIENT NAME:

EVANGELICAL LUTHERAN  
CHURCH IN AMERICA

ADDRESS:

8765 WEST HIGGINS RD  
CHICAGO, IL 60631-4184

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 25,651.

RECIPIENT NAME:

UNIV. OF PENNSYLVANIA-WHARTON SCHOO  
ATTN: PATRICIA M WISELY

ADDRESS:

3600 MARKET STREET, SUITE 135  
PHILADELPHIA, PA 19104-2642

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 51,337.

=====

RECIPIENT NAME:

PARKVIEW FOUNDATION

ADDRESS:

2200 RANDALLIA  
FORT WAYNE, IN 46805

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 25,651.

RECIPIENT NAME:

LUTHERAN HOMES INC

ADDRESS:

6701 S ANTHONY  
FORT WAYNE, IN 46816

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 51,337.

RECIPIENT NAME:

LUTHERAN FOUNDATION INC  
INDIANA

ADDRESS:

3024 FAIRFIELD AVE  
FORT WAYNE, IN 46807

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 25,651.

=====

RECIPIENT NAME:

ASSOCIATED CHURCHES OF  
FT WAYNE & ALLEN COUNTY

ADDRESS:

602 E WAYNE ST  
FT WAYNE, IN 46802

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 25,651.

RECIPIENT NAME:

COMMUNITY FDN OF GREATER FT WAYNE

ADDRESS:

701 S CLINTON ST SUITE 210  
FORT WAYNE, IN 46802-1806

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 51,337.

RECIPIENT NAME:

LUTHERAN SOCIAL &  
FAMILY SERVICES FDN

ADDRESS:

P O BOX 11329  
FORT WAYNE, IN 46857

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 25,651.

=====

RECIPIENT NAME:

N CENTRAL IN HEALTH SYST  
ST JOSEPH COMMUNITY HEALT FDN

ADDRESS:

2826 SOUTH CALHOUN STREET  
FORT WAYNE, IN 46807-1404

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID ..... 25,651.

TOTAL GRANTS PAID: ..... 359,254.

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STATEMENT OF INVESTMENTS

AS OF 06/30/10

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ACCOUNT  
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FREDERICK J PFEIFFER FOUNDATION

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
<b>CASH EQUIVALENTS</b>								
17,198.550	PNC PRIME MONEY MARKET FUND #417 (INCOME INVESTMENT)	17,198.55	17,198.55	17,198.55	.215	8.43	.049	1.000
128,939.660	PNC PRIME MONEY MARKET FUND #417	128,939.66	128,939.66	128,939.66	1.609	63.16	.049	1.000
	<b>TOTAL CASH EQUIVALENTS</b>	<u>146,138.21</u>	<u>146,138.21</u>	<u>146,138.21</u>	<u>1.824</u>	<u>71.61</u>	<u>.049</u>	
<b>U.S. GOVERNMENT BONDS &amp; NOTES</b>								
150,000.000	USA TREASURY NOTE 03.125% DUE 04/30/2013	149,912.11	149,912.11	159,468.00	1.990	4,687.50	2.939	106.312
	<b>TOTAL U.S. GOVERNMENT BONDS &amp; NOTES</b>	<u>149,912.11</u>	<u>149,912.11</u>	<u>159,468.00</u>	<u>1.990</u>	<u>4,687.50</u>	<u>2.939</u>	
<b>U.S. GOVERNMENT AGENCIES</b>								
150,000.000	FEDERAL HOME LOAN BANK BDS 05.250% DUE 06/18/2014	153,035.10	153,035.10	171,132.00	2.136	7,875.00	4.602	114.088
	<b>TOTAL U.S. GOVERNMENT AGENCIES</b>	<u>153,035.10</u>	<u>153,035.10</u>	<u>171,132.00</u>	<u>2.136</u>	<u>7,875.00</u>	<u>4.602</u>	
<b>CORPORATE BONDS</b>								
100,000.000	WELLS FARGO COMPANY NTS 04.875% DUE 01/12/2011	99,200.00	99,200.00	101,999.00	1.273	4,875.00	4.779	101.999



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AS OF 06/30/10

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FREDERICK J PFEIFFER FOUNDATION

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
100,000.000	TARGET CORP NTS 05.875% DUE 03/01/2012	103,297.00	103,297.00	107,966.00	1.348	5,875.00	5.442	107.966
100,000.000	GENERAL ELECTRIC COMPANY NTS 05.000% DUE 02/01/2013	96,660.00	96,660.00	107,267.00	1.339	5,000.00	4.661	107.267
100,000.000	GOLDMAN SACHS GROUP INC NTS 05.250% DUE 04/01/2013	99,619.00	99,619.00	105,534.00	1.317	5,250.00	4.975	105.534
100,000.000	CREDIT SUISSE FB USA INC NOTES 05.125% DUE 08/15/2015	99,135.00	99,135.00	108,535.00	1.355	5,125.00	4.722	108.535
100,000.000	MERRILL LYNCH & CO NOTES SERIES MTNB 05.300% DUE 09/30/2015	96,250.00	96,250.00	103,567.00	1.293	5,300.00	5.117	103.567
100,000.000	CREDIT SUISSE USA INC NTS 05.375% DUE 03/02/2016	97,047.00	97,047.00	110,041.00	1.373	5,375.00	4.885	110.041
100,000.000	SBC COMMUNICATIONS NTS 05.625% DUE 06/15/2016	100,951.00	100,951.00	112,912.00	1.409	5,625.00	4.982	112.912
100,000.000	FIFTH THIRD BANCORP BND\$ 05.450% DUE 01/15/2017	96,717.00	96,717.00	102,774.00	1.283	5,450.00	5.303	102.774



STATEMENT OF INVESTMENTS

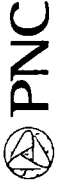
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FREDERICK J PFEIFFER FOUNDATION

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
100,000.000	JOHN DEERE CAPITAL CORP NTS SER MTN 05.500% DUE 04/13/2017	100,451.00	100,451.00	112,984.00	1.410	5,500.00	4.868	112.984
	TOTAL CORPORATE BONDS	989,327.00	989,327.00	1,073,579.00	13.400	53,375.00	4.972	
	MUNICIPAL BONDS							
35,000.000	WISCONSIN STATE GO TXBLE-SER D CALL12/28/09@100 07.150% DUE 11/01/2017	35,000.00	35,000.00	35,105.35	.438	2,502.50	7.129	100.301
	TOTAL MUNICIPAL BONDS	35,000.00	35,000.00	35,105.35	.438	2,502.50	7.129	
	COMMON STOCK							
880.000	ENERGEN CORP	59,648.95	59,648.95	39,010.40	.487	457.60	1.173	44.330
800.000	EXELON CORPORATION	42,960.00	42,960.00	30,376.00	.379	1,680.00	5.531	37.970
550.000	FREEPORT MCMORAN COPPER & GOLD INC	36,259.96	36,259.96	32,521.50	.406	660.00	2.029	59.130
1,460.000	JACOBS ENGINEERING GROUP INC	62,680.02	60,746.66	53,202.40	.664			36.440
3,400.000	KBR INC	68,804.10	68,804.10	69,156.00	.863	680.00	.983	20.340
3,100.000	KROGER CO	80,099.97	80,099.97	61,039.00	.762	1,302.00	2.133	19.690
645.000	LOCKHEED MARTIN CORP	55,509.29	55,509.29	48,052.50	.600	1,935.00	4.027	74.500
1,640.000	MC GRAW HILL COMPANIES INC	49,672.48	49,672.48	46,149.60	.576	1,541.60	3.340	28.140
700.000	NEXTERA ENERGY INC	40,381.39	40,381.39	34,132.00	.426	1,400.00	4.102	48.760



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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
2,000.000	NOKIA CORP SPONSORED ADR	60,040.60	60,040.60	16,300.00	.203	702.00	4.307	8.150
1,350.000	OMNICOM GROUP	58,357.94	58,357.94	46,305.00	.578	1,080.00	2.332	34.300
2,180.000	PEABODY ENERGY CORP	87,455.08	86,931.88	85,303.40	1.065	610.40	.716	39.130
2,250.000	QUALCOMM INC	105,331.37	105,331.37	73,890.00	.922	1,710.00	2.314	32.840
4,775.000	QUANTA SVCS INC	112,825.42	112,825.42	98,603.75	1.231			20.650
1,330.000	MARATHON OIL CORP	70,210.57	70,210.57	41,349.70	.516	1,330.00	3.216	31.090
3,350.000	STAPLES INC	75,615.05	75,615.05	63,817.50	.797	1,206.00	1.890	19.050
1,053.000	INVENCO LTD ISIN BHG491BT1088 SEDOL B28XP76	26,230.23	26,230.23	17,721.99	.221	463.32	2.614	16.830
475.000	ACE LIMITED ISIN CH0044328745 SEDOL B3BQHF6	25,485.50	25,485.50	24,453.00	.305	627.00	2.564	51.480
2,670.000	AT&T INC	77,467.88	77,467.88	64,587.30	.806	4,485.60	6.945	24.190
675.000	ABBOTT LABORATORIES INC	34,501.88	34,501.88	31,576.50	.394	1,188.00	3.762	46.780
1,130.000	ALLERGAN INC	62,118.88	62,118.88	65,833.80	.822	226.00	.343	58.260
1,330.000	BRISTOL MYERS SQUIBB CO	40,152.70	40,152.70	33,170.20	.414	1,702.40	5.132	24.940
1,500.000	CELANESE CORP-SERIES A	41,199.15	41,199.15	37,365.00	.466	300.00	.803	24.910
1,800.000	CHESAPEAKE ENERGY CORP	64,061.46	64,061.46	37,710.00	.471	540.00	1.432	20.950
6,990.000	CISCO SYSTEMS INC	139,721.59	139,721.59	148,956.90	1.859			21.310



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FREDERICK J PFEIFFER FOUNDATION

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PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
1,400.000	COGNIZANT TECHNOLOGY SOLUTIONS	41,356.00	41,356.00	70,084.00	.875			50.060
1,720.000	COLGATE-PALMOLIVE CO	83,714.25	83,714.25	135,467.20	1.691	3,646.40	2.692	78.760
1,420.000	CONOCOPHILLIPS	86,526.00	86,526.00	69,707.80	.870	3,124.00	4.482	49.090
1,220.000	DEERE & CO	49,435.68	48,781.70	67,929.60	.848	1,464.00	2.155	55.680
1,350.000	DOLLAR TREE INC	41,439.50	41,439.50	56,200.50	.701			41.630
1,100.000	EXXON MOBIL CORP	75,634.02	75,634.02	62,777.00	.784	1,936.00	3.084	57.070
935.000	FRANKLIN RESOURCES INC	88,957.80	88,957.80	80,587.65	1.006	822.80	1.021	86.190
870.000	GENZYME CORP GENERAL DIVISION COM	53,777.11	53,777.11	44,169.90	.551			50.770
170.000	GOLDMAN SACHS GROUP INC	16,455.63	15,070.50	22,315.90	.279	238.00	1.067	131.270
100.000	GOOGLE INC-CL A	51,168.51	51,168.51	44,495.00	.555			444.950
1,400.000	HOME DEPOT INC	32,376.89	32,376.89	39,298.00	.490	1,323.00	3.367	28.070
4,030.000	JPMORGAN CHASE & CO	118,918.89	118,918.89	147,538.30	1.841	806.00	.546	36.610
870.000	MC DONALDS CORP	50,178.22	50,178.22	57,306.90	.715	2,122.80	3.704	65.870
4,870.000	MICROSOFT CORP	64,370.57	24,937.53	112,058.70	1.399	3,116.80	2.781	23.010
870.000	NATIONAL OILWELL VARCO INC	49,420.61	49,420.61	28,770.90	.359	348.00	1.210	33.070
835.000	NIKE INC CLASS B	45,394.75	45,394.75	56,404.25	.704	901.80	1.599	67.550



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1,130.000	NOVARTIS AG SPONSORED ADR	64,926.52	64,926.52	54,601.60	.682	1,867.89	3.421	48.320
1,100.000	OCCIDENTAL PETROLEUM CORP	53,493.00	53,493.00	84,865.00	1.059	1,672.00	1.970	77.150
4,700.000	ORACLE CORP	75,824.82	75,824.82	100,862.00	1.259	940.00	.932	21.460
1,100.000	OWENS ILL INC NEW	38,672.81	38,672.81	29,095.00	.363	653.40	2.246	26.450
1,925.000	PEPSICO INC	113,380.36	112,048.75	117,328.75	1.464	3,696.00	3.150	60.950
3,850.000	PFIZER INC	55,363.00	55,363.00	54,901.00	.685	2,772.00	5.049	14.260
1,520.000	PROCTER & GAMBLE CO	97,041.68	96,626.40	91,169.60	1.138	2,929.04	3.213	59.980
2,500.000	SYNANTEC CORP	49,700.00	49,700.00	34,700.00	.433			13.880
1,560.000	TEVA PHARMACEUTICAL INDS LTD ADR	64,867.61	64,867.61	81,104.40	1.012	967.20	1.193	51.990
2,100.000	TEXAS INSTRUMENTS INC	66,297.00	66,297.00	48,888.00	.610	1,092.00	2.234	23.280
745.000	THE TRAVELERS COS INC	30,989.60	30,989.60	36,691.25	.458	1,072.80	2.924	49.250
835.000	WAL-MART STORES INC	47,219.25	47,219.25	40,138.45	.501	1,010.35	2.517	48.070
1,740.000	WELLS FARGO & COMPANY	51,925.27	51,420.22	44,544.00	.556	348.00	.781	25.600
	TOTAL COMMON STOCK	3,335,616.81	3,289,436.16	3,214,584.09	40.121	64,697.20	2.013	
	MUTUAL FUNDS - FIXED							



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2,700.000	ISHARES BARCLAYS TR U S TIP ETF	250,459.56	250,459.56	288,657.00	3.603	7,522.20	2.606	106.910
36,934.441	PINCO FDS TOTAL RETURN BD FUND INSTL CLASS, FD #35	400,000.00	400,000.00	415,881.81	5.191	13,679.82	3.289	11.260
70,086.933	PNC BOND FUND CLASS I	703,747.36	691,854.68	728,203.23	9.089	24,590.16	3.377	10.390
	TOTAL MUTUAL FUNDS - FIXED	1,354,206.92	1,342,314.24	1,432,742.04	17.883	45,792.18	3.196	
	MUTUAL FUNDS - EQUITY							
745.000	ISHARES NASDAQ BIOTECH INDEX ETF	64,983.37	64,983.37	57,752.40	.721	379.95	.658	77.520
1,800.000	INDUSTRIAL SELECT SECTOR SPDR ETF LARGE CAP	41,796.18	41,796.18	49,374.00	.616	1,060.20	2.147	27.430
1,150.000	ISHARES RUSSELL 2000 VALUE INDEX FUND ETF	80,247.00	80,247.00	65,596.00	.819	1,215.55	1.853	57.040
1,120.000	ISHARES RUSSELL 2000 GROWTH INDEX FUND ETF	89,062.40	89,062.40	74,558.40	.931	533.12	.715	66.570
5,074.457	T ROWE PRICE EMERGING MARKETS STOCK FUND FUND #111	174,994.38	149,239.78	142,744.48	1.782	50.74	.036	28.130
5,231.470	DODGE & COX INTERNATIONAL STOCK FUND	205,753.74	205,753.74	148,521.43	1.854	1,831.01	1.233	28.390



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3,653.942	HARBOR INTERNATIONAL FUND CLASS INS	210,028.60	210,028.60	176,923.87	2.208	3,763.56	2.127	48.420
2,158.825	HARDING LOEUNEREMERG MKTS	85,000.00	85,000.00	88,619.77	1.106	43.18	.049	41.050
4,275.000	ISHARES TR RUSSELL MIDCAP VALUE INDEX FD ETF	125,086.50	125,086.50	155,781.00	1.944	3,638.03	2.335	36.440
3,400.000	ISHARES RUSSELL MIDCAP GROWTH INDEX FUND ETF	125,256.00	125,256.00	148,580.00	1.854	1,458.60	.982	43.700
3,230.983	T ROWE PRICE NEW HORIZONS FD INC FD #42	116,386.13	115,669.20	82,422.38	1.029	161.55	.196	25.510
7,946.863	ROYCE TOTAL RETURN FUND INV FUND #267	111,787.91	108,633.61	84,475.15	1.054	874.15	1.035	10.630
4,739.562	VANGUARD INTERNATIONAL VALUE FUND #46	186,170.00	186,170.00	123,749.96	1.545	1,421.87	1.149	26.110
	TOTAL MUTUAL FUNDS - EQUITY	1,616,552.21	1,586,926.38	1,399,098.84	17.463	16,431.51	1.174	
	OTHER ASSETS							
20,000.000	CREDIT SUISSE INT'L EQUITY NOTE 20% BUFFER; 105% PARTICIPATION MATURITY 11/16/10 ISSUED 5/8/07	20,000.00	20,000.00	19,012.00	.237			95.060
50,000.000	BEAR STEARNS GLOBAL EQUITY NOTE 20% BUFFER; 120.5% PARTICIPATION MATURITY 6/27/11 ISSUED 6/22/07	50,000.00	50,000.00	40,175.00	.501			80.350



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50,000.000	JPMORGAN GLOBAL EQUITY NOTE 20% BUFFER 130%PARTIC 163.5% CAP MATURITY 2/8/12 ISSUED 2/1/08	50,000.00	50,000.00	40,310.00	.503			80.620
30,000.000	CREDIT SUISSE ABSOLUTE RET. NOTE 0% BUFFER 325% PARTICIPATION MATURITY 7/19/12 ISSUED 6/27/08	30,000.00	30,000.00	30,507.00	.381			101.690
50,000.000	SUNTRUST GLOBAL EQUITY LINKED CD PRINC PROT;115.25% PART; 30% CAP MATURITY 2/20/13 ISSUE 2/13/09	50,000.00	52,160.50	54,780.00	.684			109.560
175,000.000	BARCLAYS COMMODITY NOTE 20% BUFFER; 125% PARTICIPATION MATURITY 3/5/13 ISSUED 2/29/08	175,175.00	175,175.00	135,450.00	1.691			77.400
50,000.000	JPMORGAN GLOBAL EQUITY NOTE 20% BUFFER 128% PARTICIPATION MATURITY 4/30/13 ISSUED 4/25/08	50,000.00	50,000.00	37,915.00	.473			75.830
30,000.000	JPMORGAN ABSOLUTE RETURN NOTE 0% BUFFER 260% PARTICIPATION MATURITY 7/2/13 ISSUED 6/27/08	30,000.00	30,000.00	21,870.00	.273			72.900
TOTAL OTHER ASSETS		455,175.00	457,335.50	380,019.00	4.743			
TOTAL INVESTMENTS		8,234,963.36	8,149,424.70	8,011,866.53	100.000	195,432.50	2.439	

