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

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 07/01, 2009, and ending 06/30, 2010G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

SIDNEY R BAER JR FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

P.O. BOX 387

City or town, state, and ZIP code

ST. LOUIS, MO 63166

A Employer identification number

43-6829338

B Telephone number (see page 10 of the instructions)

(314) 418-2643

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 39,808,254.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	1,046,070.	1,042,795.	3,275.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-1,450,476.			
b Gross sales price for all assets on line 6a	12,381,042.			
7 Capital gain net income (from Part IV, line 2)				
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)				
12 Total. Add lines 1 through 11	-404,406.	1,042,795.	3,275.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	541,002.	486,902.		54,100.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT. 1	2,500.	NONE	NONE	2,500.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT. 2	23,283.	2,416.		
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. 3	25,527.			25,527.
24 Total operating and administrative expenses. Add lines 13 through 23	592,312.	489,318.	NONE	82,127.
25 Contributions, gifts, grants paid	2,612,979.			2,612,979.
26 Total expenses and disbursements. Add lines 24 and 25	3,205,291.	489,318.	NONE	2,695,106.
27 Subtract line 26 from line 12	-3,609,697.			
a Excess of revenue over expenses and disbursements		553,477.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			3,275.	

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

JSA

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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				
	2	Savings and temporary cash investments		11,314,053.	2,153,437.	2,153,437.
	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)	STMT 4	4,401,730.	3,901,470.	4,273,822.
	b	Investments - corporate stock (attach schedule)	STMT 5	22,486,833.	26,768,816.	25,281,210.
	c	Investments - corporate bonds (attach schedule)	STMT 19	6,190,817.	7,947,534.	8,099,785.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		44,393,433.	40,771,257.	39,808,254.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds		44,393,433.	40,771,257.	
	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)		44,393,433.	40,771,257.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		44,393,433.	40,771,257.		

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	44,393,433.
2	Enter amount from Part I, line 27a	2	-3,609,697.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	40,783,736.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 20	5	12,479.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	40,771,257.

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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) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-1,450,476.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
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.					

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	2,607,348.	39,156,541.	0.06658780202
2007	2,921,265.	51,460,859.	0.05676673605
2006	2,765,753.	52,041,851.	0.05314478534
2005	2,484,625.	49,970,615.	0.04972172146
2004	2,216,760.	47,307,202.	0.04685882712
2 Total of line 1, column (d)			2 0.27307987199
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 0.05461597440
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 40,634,700.
5 Multiply line 4 by line 3			5 2,219,304.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,535.
7 Add lines 5 and 6			7 2,224,839.
8 Enter qualifying distributions from Part XII, line 4			8 2,695,106.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	5,535.
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	5,535.
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	5,535.
6	Credits/Payments.		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	11,005.
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	11,005.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,470.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ 5,470. Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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)? 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.		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. ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☒ STMT 21		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 US BANK NA Telephone no. (314) 418-2643			
	Located at PO BOX 387, ST LOUIS, MO ZIP + 4 63166			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year			15

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

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

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

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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)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐

- c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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? ☐ Yes ☒ No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 22		541,002.	-0-	-0-

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (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

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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	41,253,382.
b	Average of monthly cash balances	1b	121.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	41,253,503.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	41,253,503.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	618,803.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	40,634,700.
6	Minimum investment return. Enter 5% of line 5	6	2,031,735.

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	2,031,735.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,535.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,535.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,026,200.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,026,200.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,026,200.

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	2,695,106.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,695,106.
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	5,535.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,689,571.

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				2,026,200.
2 Undistributed income, if any, as of the end of 2009			NONE	
a Enter amount for 2008 only			NONE	
b Total for prior years: 20 07, 20 20		NONE		
3 Excess distributions carryover, if any, to 2009.				
a From 2004	NONE			
b From 2005	55,748.			
c From 2006	213,846.			
d From 2007	483,324.			
e From 2008	662,965.			
f Total of lines 3a through e	1,415,883.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 2,695,106.				
a Applied to 2008, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				2,026,200.
e Remaining amount distributed out of corpus	668,906.			
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	2,084,789.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	2,084,789.			
10 Analysis of line 9:				
a Excess from 2005	55,748.			
b Excess from 2006	213,846.			
c Excess from 2007	483,324.			
d Excess from 2008	662,965.			
e Excess from 2009	668,906.			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

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

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

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:

SEE STATEMENT 23

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 30				
Total.			▶ 3a	2,612,979.
b Approved for future payment				
Total.			▶ 3b	

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 _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,046,070.	
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	-1,450,476.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . . .					
11 Other revenue: a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				-404,406.	
13 Total. Add line 12, columns (b), (d), and (e)				-404,406.	

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

[illegible]

**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					422.	
		3669. ACERGY SA A D R					06/29/2006	07/07/2009
		PROPERTY TYPE: SECURITIES						
34,561.00		54,105.00					-19,544.00	
		1714. AETNA INC					06/17/2008	07/07/2009
		PROPERTY TYPE: SECURITIES						
44,924.00		75,325.00					-30,401.00	
		584. AMERICAN TOWER CORP					06/29/2006	07/07/2009
		PROPERTY TYPE: SECURITIES						
17,515.00		17,747.00					-232.00	
		385. AMETEK INC					05/19/2008	07/07/2009
		PROPERTY TYPE: SECURITIES						
12,963.00		20,252.00					-7,289.00	
		540. BALL CORP					05/16/2008	07/07/2009
		PROPERTY TYPE: SECURITIES						
25,356.00		29,428.00					-4,072.00	
		741. BOEING CO					06/17/2008	07/07/2009
		PROPERTY TYPE: SECURITIES						
29,278.00		55,230.00					-25,952.00	
		751. BURGER KING HOLDINGS INC					04/21/2008	07/07/2009
		PROPERTY TYPE: SECURITIES						
12,723.00		21,445.00					-8,722.00	
		88. CSX CORP					05/02/2008	07/07/2009
		PROPERTY TYPE: SECURITIES						
2,785.00		5,679.00					-2,894.00	
		1335. CATERPILLAR INC					09/25/2008	07/07/2009
		PROPERTY TYPE: SECURITIES						
41,053.00		83,390.00					-42,337.00	
		1411. CHUBB CORPORATION					06/17/2008	07/07/2009
		PROPERTY TYPE: SECURITIES						
55,440.00		74,777.00					-19,337.00	

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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)	
76,741.00		5242. CORNING INC PROPERTY TYPE: SECURITIES 141,219.00					06/17/2008 -64,478.00	07/07/2009
50,703.00		3058. COVANTA HLDG CORP PROPERTY TYPE: SECURITIES 89,140.00					07/30/2008 -38,437.00	07/07/2009
78,000.00		2535. EDISON INTL PROPERTY TYPE: SECURITIES 123,439.00					07/30/2008 -45,439.00	07/07/2009
32,476.00		1578. ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 74,256.00					06/17/2008 -41,780.00	07/07/2009
44,483.00		654. FRANKLIN RES INC PROPERTY TYPE: SECURITIES 63,062.00					09/25/2008 -18,579.00	07/07/2009
3,689.00		593. GENWORTH FINANCIAL INC CL A PROPERTY TYPE: SECURITIES 13,875.00					04/22/2008 -10,186.00	07/07/2009
55,121.00		2303. GUESS INC PROPERTY TYPE: SECURITIES 95,652.00					06/17/2008 -40,531.00	07/07/2009
10,752.00		462. HASBRO INC PROPERTY TYPE: SECURITIES 16,613.00					05/06/2008 -5,861.00	07/07/2009
75,373.00		2137. ILLINOIS TOOL WORKS PROPERTY TYPE: SECURITIES 106,251.00					06/17/2008 -30,878.00	07/07/2009
23,642.00		2533. I N G GROEP NV SPONSORED ADR PROPERTY TYPE: SECURITIES 98,356.00					09/21/2006 -74,714.00	07/07/2009
6,851.00		46. INTUITIVE SURGICAL INC PROPERTY TYPE: SECURITIES 4,751.00					09/18/2006 2,100.00	07/07/2009

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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)	
38,995.00		733. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES 45,795.00					06/17/2008 -6,800.00	07/07/2009
12,657.00		211. KOMATSU LTD A D R REPSTG 4 ORD SHS PROPERTY TYPE: SECURITIES 16,211.00					06/29/2006 -3,554.00	07/07/2009
27,093.00		1522. MCDERMOTT INTL INC PROPERTY TYPE: SECURITIES 80,968.00					06/17/2008 -53,875.00	07/07/2009
5,063.00		66. METTLER TOLEDO INTL INC PROPERTY TYPE: SECURITIES 5,024.00					11/08/2006 39.00	07/07/2009
53,525.00		1539. MITSUBISHI CORP A D R PROPERTY TYPE: SECURITIES 59,328.00					06/29/2006 -5,803.00	07/07/2009
6,020.00		139. MOLSON COORS BREWING CO CL B PROPERTY TYPE: SECURITIES 7,246.00					01/08/2008 -1,226.00	07/07/2009
16,677.00		899. N I I HOLDINGS INC PROPERTY TYPE: SECURITIES 46,893.00					07/30/2008 -30,216.00	07/07/2009
24,384.00		833. ORIX CORP SPONS A D R PROPERTY TYPE: SECURITIES 99,047.00					08/23/2006 -74,663.00	07/07/2009
19,276.00		720. OWENS ILL INC PROPERTY TYPE: SECURITIES 15,484.00					01/16/2007 3,792.00	07/07/2009
51,088.00		1154. PHILIP MORRIS INTL PROPERTY TYPE: SECURITIES 58,465.00					06/17/2008 -7,377.00	07/07/2009
17,946.00		859. QUANTA SVCS INC PROPERTY TYPE: SECURITIES 20,637.00					05/01/2008 -2,691.00	07/07/2009

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Kind of Property		Description				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)	
30,788.00		206. RIO TINTO PLC A D R PROPERTY TYPE: SECURITIES 42,047.00				06/29/2006 -11,259.00	07/07/2009
29,808.00		2179. KONINKLIJKE (ROYAL) KPN NV SP ADR PROPERTY TYPE: SECURITIES 30,014.00				11/13/2006 -206.00	07/07/2009
17,578.00		372. S P X CORP PROPERTY TYPE: SECURITIES 28,658.00				11/01/2007 -11,080.00	07/07/2009
41,767.00		1668. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES 33,143.00				07/30/2008 8,624.00	07/07/2009
28,230.00		1153. SONY CORP A D R PROPERTY TYPE: SECURITIES 57,223.00				06/17/2008 -28,993.00	07/07/2009
16,286.00		1494. TEREX CORP NEW PROPERTY TYPE: SECURITIES 95,377.00				06/17/2008 -79,091.00	07/07/2009
8,525.00		328. TUPPERWARE BRANDS CORP PROPERTY TYPE: SECURITIES 12,952.00				05/15/2008 -4,427.00	07/07/2009
12,007.00		626. URBAN OUTFITTERS INC PROPERTY TYPE: SECURITIES 16,849.00				03/13/2008 -4,842.00	07/07/2009
30,377.00		1042. VEOLIA ENVIRONNEMENT A D R PROPERTY TYPE: SECURITIES 45,900.00				09/25/2008 -15,523.00	07/07/2009
13,306.00		423. WARNACO GROUP INC PROPERTY TYPE: SECURITIES 19,251.00				04/30/2008 -5,945.00	07/07/2009
13.00		.2541 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 25.00				06/17/2008 -12.00	07/14/2009

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Kind of Property		Description				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)	
10.00		.9674 TAIWAN SEMICONDUCTOR A D R PROPERTY TYPE: SECURITIES 11.00				06/17/2008 -1.00	08/17/2009
250,000.00		250000. IBM CORP 4.250% 9/1 PROPERTY TYPE: SECURITIES 256,908.00				02/19/2003 -6,908.00	09/15/2009
70.00		.9904 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 96.00				06/17/2008 -26.00	09/30/2009
76,836.00		1721. AFLAC INC PROPERTY TYPE: SECURITIES 108,326.00				09/25/2008 -31,490.00	10/22/2009
125,856.00		2433. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 100,165.00				06/03/2003 25,691.00	10/22/2009
18,649.00		1516. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES 12,780.00				04/11/2007 5,869.00	10/22/2009
52,004.00		757. AGNICO EAGLE MINES LTD PROPERTY TYPE: SECURITIES 39,725.00				07/07/2009 12,279.00	10/22/2009
7,021.00		181. AMERICAN TOWER CORP PROPERTY TYPE: SECURITIES 7,591.00				05/24/2007 -570.00	10/22/2009
46,861.00		1297. BED BATH & BEYOND INC PROPERTY TYPE: SECURITIES 38,248.00				07/07/2009 8,613.00	10/22/2009
43,406.00		920. BIOGEN IDEC INC PROPERTY TYPE: SECURITIES 41,400.00				07/07/2009 2,006.00	10/22/2009
32,822.00		142. BLACKROCK INC PROPERTY TYPE: SECURITIES 22,511.00				08/22/2007 10,311.00	10/22/2009

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Kind of Property		Description				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)	
46,885.00		5280. BROCADE COMMUNICATIONS SYS PROPERTY TYPE: SECURITIES 39,931.00				07/07/2009 6,954.00	10/22/2009
13,779.00		307. CSX CORP PROPERTY TYPE: SECURITIES 18,110.00				04/17/2008 -4,331.00	10/22/2009
16,687.00		300. CHURCH AND DWIGHT CO INC PROPERTY TYPE: SECURITIES 16,595.00				02/07/2008 92.00	10/22/2009
51,349.00		982. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 94,233.00				06/17/2008 -42,884.00	10/22/2009
38,399.00		1167. COPART INC PROPERTY TYPE: SECURITIES 38,882.00				07/07/2009 -483.00	10/22/2009
45,373.00		705. DIAGEO PLC SPONSORED A D R PROPERTY TYPE: SECURITIES 46,868.00				06/29/2006 -1,495.00	10/22/2009
47,451.00		1625. DISNEY WALT CO PROPERTY TYPE: SECURITIES 54,194.00				06/17/2008 -6,743.00	10/22/2009
65,004.00		4354. DISCOVER FINL SVCS PROPERTY TYPE: SECURITIES 41,012.00				07/07/2009 23,992.00	10/22/2009
49,039.00		1235. EMERSON ELEC CO PROPERTY TYPE: SECURITIES 38,554.00				07/07/2009 10,485.00	10/22/2009
63,095.00		1589. EMERSON ELEC CO PROPERTY TYPE: SECURITIES 88,110.00				06/17/2008 -25,015.00	10/22/2009
110,132.00		3792. FAMILY DOLLAR STORES PROPERTY TYPE: SECURITIES 106,171.00				07/07/2009 3,961.00	10/22/2009

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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)	
66,180.00		1430. FIRST ENERGY CORP PROPERTY TYPE: SECURITIES 98,734.00					09/25/2008 -32,554.00	10/22/2009
97,912.00		2205. FOMENTO ECONOMICO MEX SP A D R PROPERTY TYPE: SECURITIES 58,979.00					06/29/2006 38,933.00	10/22/2009
49,317.00		9844. FOSTERS GROUP LIMITED A D R PROPERTY TYPE: SECURITIES 39,179.00					07/07/2009 10,138.00	10/22/2009
26,513.00		980. FRANCE TELECOM SPSD ADR PROPERTY TYPE: SECURITIES 35,152.00					02/12/2008 -8,639.00	10/22/2009
62,119.00		560. FRANKLIN RES INC PROPERTY TYPE: SECURITIES 53,998.00					09/25/2008 8,121.00	10/22/2009
39,163.00		1892. G & K SVCS INC CL A PROPERTY TYPE: SECURITIES 39,796.00					07/07/2009 -633.00	10/22/2009
51,701.00		2059. GAMESTOP CORP CL A PROPERTY TYPE: SECURITIES 96,402.00					06/17/2008 -44,701.00	10/22/2009
61,666.00		1285. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 60,961.00					06/17/2008 705.00	10/22/2009
10,001.00		39. INTUITIVE SURGICAL INC PROPERTY TYPE: SECURITIES 8,022.00					07/23/2007 1,979.00	10/22/2009
302,760.00		7439. ISHARES MSCI EMERGING MKTS E T F PROPERTY TYPE: SECURITIES 353,285.00					06/17/2008 -50,525.00	10/22/2009
69,225.00		1538. J P MORGAN CHASE CO PROPERTY TYPE: SECURITIES 60,583.00					06/17/2008 8,642.00	10/22/2009

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Kind of Property		Description				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)	
50,458.00		831. JOHNSON JOHNSON PROPERTY TYPE: SECURITIES 43,008.00				08/07/2002 7,450.00	10/22/2009
72,411.00		2718. JOHNSON CTLS INC PROPERTY TYPE: SECURITIES 90,391.00				06/17/2008 -17,980.00	10/22/2009
45,824.00		3910. KEPPEL CORP LTD SPONS A D R PROPERTY TYPE: SECURITIES 34,939.00				06/29/2006 10,885.00	10/22/2009
104,465.00		4406. KROGER CO PROPERTY TYPE: SECURITIES 116,229.00				06/17/2008 -11,764.00	10/22/2009
51,112.00		1194. LAUDER ESTEE COS INC CL A PROPERTY TYPE: SECURITIES 38,014.00				07/07/2009 13,098.00	10/22/2009
55,254.00		778. LOCKHEED MARTIN CORP PROPERTY TYPE: SECURITIES 79,193.00				06/17/2008 -23,939.00	10/22/2009
45,758.00		1967. MANHATTAN ASSOCS INC PROPERTY TYPE: SECURITIES 51,111.00				06/17/2008 -5,353.00	10/22/2009
53,485.00		2553. MANULIFE FINANCIAL CORP PROPERTY TYPE: SECURITIES 98,545.00				06/17/2008 -45,060.00	10/22/2009
55,478.00		2456. MEDICIS PHARMACEUTICAL CORP CL A PROPERTY TYPE: SECURITIES 38,203.00				07/07/2009 17,275.00	10/22/2009
55,481.00		1497. METLIFE INC PROPERTY TYPE: SECURITIES 86,661.00				06/17/2008 -31,180.00	10/22/2009
35,242.00		778. MITSUBISHI CORP A D R PROPERTY TYPE: SECURITIES 51,970.00				06/17/2008 -16,728.00	10/22/2009

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,677.00		154. MOLSON COORS BREWING CO CL B PROPERTY TYPE: SECURITIES 7,449.00					01/17/2008 228.00	10/22/2009
81,583.00		1293. MURPHY OIL CORP PROPERTY TYPE: SECURITIES 120,002.00					06/17/2008 -38,419.00	10/22/2009
48,577.00		1454. NINTENDO LTD A D R PROPERTY TYPE: SECURITIES 82,055.00					06/17/2008 -33,478.00	10/22/2009
42,567.00		655. NOVO NORDISK AS A D R PROPERTY TYPE: SECURITIES 41,233.00					06/17/2008 1,334.00	10/22/2009
72,372.00		2369. PUBLIC SVC ENTERPRISE GROUP INC PROPERTY TYPE: SECURITIES 111,363.00					06/17/2008 -38,991.00	10/22/2009
6,712.00		366. KONINKLIJKE (ROYAL) KPN NV SP ADR PROPERTY TYPE: SECURITIES 5,041.00					11/14/2006 1,671.00	10/22/2009
59,055.00		2620. SAFEWAY INC PROPERTY TYPE: SECURITIES 79,700.00					06/17/2008 -20,645.00	10/22/2009
34,896.00		1023. ST JUDE MED INC PROPERTY TYPE: SECURITIES 45,398.00					09/25/2008 -10,502.00	10/22/2009
43,395.00		1108. SANOFI AVENTIS A D R PROPERTY TYPE: SECURITIES 37,838.00					09/25/2008 5,557.00	10/22/2009
44,683.00		1543. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES 30,659.00					07/30/2008 14,024.00	10/22/2009
39.00		.5685 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 19.00					03/18/2009 20.00	10/22/2009

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Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
47,174.00		688.4315 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 67,025.00				06/17/2008 -19,851.00	10/22/2009
47,317.00		994. SOUTHWESTERN ENERGY CO PROPERTY TYPE: SECURITIES 36,062.00				07/07/2009 11,255.00	10/22/2009
61,502.00		1292. SOUTHWESTERN ENERGY CO PROPERTY TYPE: SECURITIES 60,272.00				06/17/2008 1,230.00	10/22/2009
22,134.00		420. STERICYCLE INC PROPERTY TYPE: SECURITIES 15,850.00				01/10/2007 6,284.00	10/22/2009
44,510.00		917. STRYKER CORP PROPERTY TYPE: SECURITIES 59,136.00				06/17/2008 -14,626.00	10/22/2009
51,925.00		1637. TIME WARNER INC PROPERTY TYPE: SECURITIES 53,353.00				07/30/2008 -1,428.00	10/22/2009
17,324.00		410. TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES 17,540.00				07/30/2008 -216.00	10/22/2009
68,709.00		1356. TRAVELERS COS INC PROPERTY TYPE: SECURITIES 64,849.00				06/17/2008 3,860.00	10/22/2009
5,049.00		107. TUPPERWARE BRANDS CORP PROPERTY TYPE: SECURITIES 4,123.00				05/16/2008 926.00	10/22/2009
6,161.00		185. URBAN OUTFITTERS INC PROPERTY TYPE: SECURITIES 5,266.00				02/01/2008 895.00	10/22/2009
7,436.00		169. WARNACO GROUP INC PROPERTY TYPE: SECURITIES 8,609.00				05/14/2008 -1,173.00	10/22/2009

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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)	
19,686.00		1331. MARVELL TECHNOLOGY GROUP LTD PROPERTY TYPE: SECURITIES 18,502.00					05/14/2008 1,184.00	10/22/2009
43,072.00		294. ALCON INC PROPERTY TYPE: SECURITIES 47,759.00					06/17/2008 -4,687.00	10/22/2009
58,125.00		1641. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES 68,556.00					06/17/2008 -10,431.00	11/03/2009
71,559.00		1605. CUMMINS INC PROPERTY TYPE: SECURITIES 118,107.00					06/17/2008 -46,548.00	11/03/2009
65,170.00		1543. FIRST ENERGY CORP PROPERTY TYPE: SECURITIES 58,477.00					07/07/2009 6,693.00	11/03/2009
97,789.00		594. PRICELINE COM INC PROPERTY TYPE: SECURITIES 63,038.00					07/07/2009 34,751.00	11/03/2009
14,351.00		1043. MARVELL TECHNOLOGY GROUP LTD PROPERTY TYPE: SECURITIES 14,947.00					05/16/2008 -596.00	11/03/2009
43,661.00		858. ACE LTD PROPERTY TYPE: SECURITIES 50,232.00					09/25/2008 -6,571.00	11/03/2009
12,210.00		291. NOBLE CORP PROPERTY TYPE: SECURITIES 13,846.00					04/11/2008 -1,636.00	11/03/2009
2,109.00		3767. AXA S.A. SALE OF ADR RIGHTS PROPERTY TYPE: SECURITIES					2,109.00	12/09/2009
12.00		.5 NEOGEN CORP PROPERTY TYPE: SECURITIES 9.00					06/17/2008 3.00	12/21/2009

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Kind of Property		Description				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)	
1.00		.4 LIVEWIRE MOBILE INC PROPERTY TYPE: SECURITIES 14.00				06/29/2006 -13.00	12/22/2009
2.00		.1 SYCAMORE NETWORKS INC PROPERTY TYPE: SECURITIES -2,944.00				06/29/2006 2,946.00	12/24/2009
31.00		.448 VORNADO REALTY TRUST PROPERTY TYPE: SECURITIES 31.00				12/14/2009	12/31/2009
13.00		.1671 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 13.00				12/18/2009	01/08/2010
58.00		. AOL TIME WARNER SECURITY LITIGATION PROPERTY TYPE: SECURITIES					01/14/2010
9,650.00		. BURLINGTON NORTHN SANTA FE CORP PROPERTY TYPE: SECURITIES				58.00	02/16/2010
3.00		.0338 BERKSHIRE HATHAWAY INC CL B PROPERTY TYPE: SECURITIES 3.00				9,650.00	02/18/2010
13.00		.5 AEROPOSTALE INC PROPERTY TYPE: SECURITIES 13.00				06/17/2008	02/18/2010
50,945.00		1943. ATT INC PROPERTY TYPE: SECURITIES 50,440.00				11/03/2009	03/11/2010
47,757.00		1778. ADTRAN INC PROPERTY TYPE: SECURITIES 40,945.00				02/11/2004	03/25/2010
48,707.00		1690. AEROPOSTALE INC PROPERTY TYPE: SECURITIES 42,704.00				505.00	03/25/2010
						11/03/2009	03/25/2010
						6,812.00	
						6,003.00	

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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)	
32,211.00		4866. AEGON N V NY REG SHR PROPERTY TYPE: SECURITIES 42,165.00					10/22/2009 -9,954.00	03/25/2010
55,749.00		998. ALEXION PHARMACEUTICALS INC PROPERTY TYPE: SECURITIES 37,829.00					07/07/2009 17,920.00	03/25/2010
56,357.00		2911. AMERICAN EAGLE OUTFITTERS INC PROPERTY TYPE: SECURITIES 38,208.00					07/07/2009 18,149.00	03/25/2010
40,550.00		628. BECKMAN COULTER INC PROPERTY TYPE: SECURITIES 40,282.00					11/03/2009 268.00	03/25/2010
122,979.00		1. BERKSHIRE HATHAWAY INC CL A PROPERTY TYPE: SECURITIES 114,831.00					06/17/2008 8,148.00	03/25/2010
57,290.00		1686. BROADCOM CORP CL A PROPERTY TYPE: SECURITIES 43,718.00					11/03/2009 13,572.00	03/25/2010
47,502.00		1305. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES 40,402.00					07/07/2009 7,100.00	03/25/2010
71,099.00		805. CERNER CORPORATION PROPERTY TYPE: SECURITIES 38,752.00					06/17/2008 32,347.00	03/25/2010
48,155.00		2600. COMCAST CORP CL A PROPERTY TYPE: SECURITIES 55,172.00					06/17/2008 -7,017.00	03/25/2010
35,271.00		915. CONTINENTAL RESOURCES INC PROPERTY TYPE: SECURITIES 40,771.00					10/22/2009 -5,500.00	03/25/2010
56,067.00		912. DEERE & CO PROPERTY TYPE: SECURITIES 72,894.00					06/17/2008 -16,827.00	03/25/2010

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Kind of Property		Description				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)	
52,017.00		614. DIAMOND OFFSHORE DRILLING INC PROPERTY TYPE: SECURITIES 47,599.00				07/07/2009 4,418.00	03/25/2010
52,732.00		1058. EMERSON ELEC CO PROPERTY TYPE: SECURITIES 58,666.00				06/17/2008 -5,934.00	03/25/2010
40,302.00		1445. FLIR SYSTEMS INC PROPERTY TYPE: SECURITIES 39,880.00				11/03/2009 422.00	03/25/2010
44,757.00		813. FRESENIUS MED AKTIENGESELLSCHAFT AD PROPERTY TYPE: SECURITIES 44,554.00				06/17/2008 203.00	03/25/2010
62,465.00		1303. GUESS INC PROPERTY TYPE: SECURITIES 48,063.00				11/03/2009 14,402.00	03/25/2010
2,775.00		328. INTERPUBLIC GROUP COS INC PROPERTY TYPE: SECURITIES 3,148.00				05/06/2008 -373.00	03/25/2010
45,789.00		785. JOY GLOBAL INC PROPERTY TYPE: SECURITIES 41,751.00				11/03/2009 4,038.00	03/25/2010
12,191.00		209. JOY GLOBAL INC PROPERTY TYPE: SECURITIES 12,109.00				12/12/2007 82.00	03/25/2010
39,614.00		703. KOHLS CORP PROPERTY TYPE: SECURITIES 39,508.00				11/03/2009 106.00	03/25/2010
44,877.00		2102. KOMATSU LTD A D R REPSTG 4 ORD SHS PROPERTY TYPE: SECURITIES 40,375.00				06/29/2006 4,502.00	03/25/2010
49,047.00		2348. LOREAL CO UNSPONSORED ADR PROPERTY TYPE: SECURITIES 42,616.00				06/29/2006 6,431.00	03/25/2010

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Kind of Property		Description				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)	
50,917.00		966. LIFE TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 38,798.00				07/07/2009 12,119.00	03/25/2010
43,754.00		716. MAXIMUS INC PROPERTY TYPE: SECURITIES 26,299.00				06/17/2008 17,455.00	03/25/2010
5,298.00		48. METTLER TOLEDO INTL INC PROPERTY TYPE: SECURITIES 4,752.00				07/17/2007 546.00	03/25/2010
22,658.00		475. NATIONAL GRID PLC SP A D R PROPERTY TYPE: SECURITIES 37,625.00				01/30/2008 -14,967.00	03/25/2010
49,511.00		1544. NICE SYS LTD SPONSORED A D R PROPERTY TYPE: SECURITIES 42,898.00				11/03/2009 6,613.00	03/25/2010
22,651.00		3141. NOMURA HOLDINGS INC A D R PROPERTY TYPE: SECURITIES 51,984.00				06/17/2008 -29,333.00	03/25/2010
86,491.00		1536. NORTHERN TR CORP PROPERTY TYPE: SECURITIES 116,766.00				09/25/2008 -30,275.00	03/25/2010
56,234.00		1227. NUCOR CORP PROPERTY TYPE: SECURITIES 50,970.00				07/07/2009 5,264.00	03/25/2010
40,529.00		4718. P M C - SIERRA INC PROPERTY TYPE: SECURITIES 40,508.00				11/03/2009 21.00	03/25/2010
52,690.00		2987. SKF AB SPONSORED ADR PAR S KR 12.5 PROPERTY TYPE: SECURITIES 53,019.00				06/17/2008 -329.00	03/25/2010
40,675.00		1192. ST MARY LAND EXPLORATION PROPERTY TYPE: SECURITIES 40,128.00				11/03/2009 547.00	03/25/2010

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Kind of Property		Description				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)	
118,121.00		2488. SAP AG A D R PROPERTY TYPE: SECURITIES 95,086.00				07/07/2009 23,035.00	03/25/2010
51,130.00		3398. SILVER WHEATON CORP PROPERTY TYPE: SECURITIES 40,772.00				06/20/2007 10,358.00	03/25/2010
42,277.00		1018. SMITH INTL INC PROPERTY TYPE: SECURITIES 81,252.00				06/17/2008 -38,975.00	03/25/2010
61,453.00		1596. SOUTHWESTERN ENERGY CO PROPERTY TYPE: SECURITIES 57,902.00				07/07/2009 3,551.00	03/25/2010
43,113.00		2247. TD AMERITRADE HLDG CORP PROPERTY TYPE: SECURITIES 38,265.00				07/07/2009 4,848.00	03/25/2010
152,498.00		2691. TOTAL S A A D R PROPERTY TYPE: SECURITIES 137,720.00				07/07/2009 14,778.00	03/25/2010
2,097.00		37. TOTAL S A A D R PROPERTY TYPE: SECURITIES 2,319.00				06/29/2006 -222.00	03/25/2010
42,879.00		531. TOYOTA MTR CORP A D R PROPERTY TYPE: SECURITIES 53,238.00				06/29/2006 -10,359.00	03/25/2010
48,421.00		1465. UNITED HEALTH GROUP INCORPORATED PROPERTY TYPE: SECURITIES 37,664.00				07/07/2009 10,757.00	03/25/2010
51,408.00		1696. VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 56,353.00				05/03/2005 -4,945.00	03/25/2010
44,762.00		897. COVIDIEN PLC PROPERTY TYPE: SECURITIES 32,246.00				07/07/2009 12,516.00	03/25/2010

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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)	
44,578.00		1275. INGERSOLL RAND PLC PROPERTY TYPE: SECURITIES 41,833.00					11/03/2009 2,745.00	03/25/2010
41,839.00		790. ACE LTD PROPERTY TYPE: SECURITIES 46,251.00					09/25/2008 -4,412.00	03/25/2010
54,473.00		1963. FOSTER WHEELER AG PROPERTY TYPE: SECURITIES 61,826.00					10/22/2009 -7,353.00	03/25/2010
54.00		. WORLDCOM INC SECURITY LITIGATION PROPERTY TYPE: SECURITIES					54.00	04/05/2010
5.00		. WORLDCOM INC SECURITY LITIGATION PROPERTY TYPE: SECURITIES					5.00	04/06/2010
89,556.00		89556. US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 89,556.00					04/29/2010	05/05/2010
4.00		4.08 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 4.00					04/29/2010	05/12/2010
500,000.00		500000. F H L B DEB 3.375% 5/1 PROPERTY TYPE: SECURITIES 500,260.00					03/10/2004 -260.00	05/14/2010
520,355.00		520354.58 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 520,355.00					04/29/2010	05/18/2010
509,976.00		509975.81 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 509,976.00					04/29/2010	05/19/2010
1,000.00		1000. US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 1,000.00					04/29/2010	05/19/2010

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Kind of Property		Description				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)	
37,959.00		37958.65 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 37,959.00				04/29/2010	05/20/2010
9,304.00		9304.38 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 9,304.00				04/29/2010	05/21/2010
499,370.00		499369.6 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 499,370.00				04/29/2010	05/24/2010
7,347.00		1312. PLATO LEARNING INC PROPERTY TYPE: SECURITIES 8,069.00				06/29/2006	05/26/2010
41.00		40.78 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 41.00				04/29/2010	06/03/2010
3.00		833. COMPANHIA DE BEBIDAS P R RT 6/07/1 PROPERTY TYPE: SECURITIES				07/07/2009	06/07/2010
5.00		1240. COMPANHIA DE BEBIDAS P R RT 6/07/ PROPERTY TYPE: SECURITIES				06/17/2008	06/07/2010
500,000.00		500000. RBC 3MO AMZN #AI# 13.000% 6/0 PROPERTY TYPE: SECURITIES 500,000.00				03/03/2010	06/08/2010
49,074.00		900. AMGEN INC PROPERTY TYPE: SECURITIES 40,131.00				06/17/2008	06/14/2010
26,831.00		619. ANSYS INC PROPERTY TYPE: SECURITIES 29,333.00				06/17/2008	06/14/2010
62,007.00		2448. BRISTOL MYERS SQUIBB CO PROPERTY TYPE: SECURITIES 48,738.00				07/07/2009	06/14/2010

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Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
38,820.00		1206. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES 37,337.00				07/07/2009 1,483.00	06/14/2010
66,136.00		1629. CAPITAL ONE FINANCIAL CORP PROPERTY TYPE: SECURITIES 34,436.00				07/07/2009 31,700.00	06/14/2010
41,311.00		552. CHEVRON CORPORATION PROPERTY TYPE: SECURITIES 35,110.00				07/07/2009 6,201.00	06/14/2010
34,968.00		3039. CHICOS FAS INC PROPERTY TYPE: SECURITIES 43,306.00				03/25/2010 -8,338.00	06/14/2010
34,309.00		597. CLIFFS NATURAL RESOURCES INC PROPERTY TYPE: SECURITIES 42,730.00				03/25/2010 -8,421.00	06/14/2010
43,255.00		2356. COMCAST CORP CL A PROPERTY TYPE: SECURITIES 49,994.00				06/17/2008 -6,739.00	06/14/2010
70,120.00		1784. CROWN CASTLE INTL CORP PROPERTY TYPE: SECURITIES 55,802.00				11/03/2009 14,318.00	06/14/2010
43,362.00		947. DOVER CORP PROPERTY TYPE: SECURITIES 44,073.00				03/25/2010 -711.00	06/14/2010
39,527.00		469. EQUINIX INC PROPERTY TYPE: SECURITIES 41,252.00				11/03/2009 -1,725.00	06/14/2010
58,246.00		1309. F T I CONSULTING INC PROPERTY TYPE: SECURITIES 92,836.00				07/30/2008 -34,590.00	06/14/2010
33,978.00		1818. FRANCE TELECOM SPSD ADR PROPERTY TYPE: SECURITIES 52,613.00				06/17/2008 -18,635.00	06/14/2010

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Kind of Property		Description				Date acquired	Date sold
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36,792.00		879. GLOBAL PAYMENTS INC PROPERTY TYPE: SECURITIES 43,553.00				11/03/2009 -6,761.00	06/14/2010
69,408.00		470. H D F C BK LTD A D R PROPERTY TYPE: SECURITIES 44,335.00				09/25/2008 25,073.00	06/14/2010
53,517.00		2291. HAIN CELESTIAL GROUP INC PROPERTY TYPE: SECURITIES 40,375.00				11/03/2009 13,142.00	06/14/2010
37,029.00		1107. HARMAN INTERNATIONAL PROPERTY TYPE: SECURITIES 40,357.00				11/03/2009 -3,328.00	06/14/2010
6,063.00		149. HASBRO INC PROPERTY TYPE: SECURITIES 5,365.00				05/16/2008 698.00	06/14/2010
31,628.00		1017. HUTCHISON WHAMPOA LTD UNSP ADR PROPERTY TYPE: SECURITIES 52,477.00				06/17/2008 -20,849.00	06/14/2010
43,282.00		1934. JEFFERIES GROUP INC PROPERTY TYPE: SECURITIES 37,847.00				07/07/2009 5,435.00	06/14/2010
36,032.00		1234. LAMAR ADVERTISING CO CL A PROPERTY TYPE: SECURITIES 43,608.00				03/25/2010 -7,576.00	06/14/2010
31,036.00		213. MITSUBISHI ESTATE LTD A D R PROPERTY TYPE: SECURITIES 52,622.00				06/17/2008 -21,586.00	06/14/2010
47,417.00		945. MONSANTO CO PROPERTY TYPE: SECURITIES 69,019.00				07/07/2009 -21,602.00	06/14/2010
50,477.00		1006. MONSANTO CO PROPERTY TYPE: SECURITIES 143,801.00				06/17/2008 -93,324.00	06/14/2010

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Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
44,856.00		2481. MYLAN INC PROPERTY TYPE: SECURITIES 41,010.00				11/03/2009 3,846.00	06/14/2010
14,765.00		354. NATIONAL GRID PLC SP A D R PROPERTY TYPE: SECURITIES 24,731.00				03/31/2008 -9,966.00	06/14/2010
48,287.00		2876. NEWELL RUBBERMAID INC PROPERTY TYPE: SECURITIES 40,924.00				11/03/2009 7,363.00	06/14/2010
38,708.00		3366. NVIDIA CORP PROPERTY TYPE: SECURITIES 40,212.00				11/03/2009 -1,504.00	06/14/2010
39,279.00		1713. PACKAGING CORP AMERICA PROPERTY TYPE: SECURITIES 42,499.00				03/25/2010 -3,220.00	06/14/2010
25,278.00		1195. PETROHAWK ENERGY CORP PROPERTY TYPE: SECURITIES 15,475.00				03/22/2007 9,803.00	06/14/2010
56,546.00		305. PRICELINE COM INC PROPERTY TYPE: SECURITIES 32,368.00				07/07/2009 24,178.00	06/14/2010
44,086.00		1939. RADIOSHACK CORPORATION PROPERTY TYPE: SECURITIES 43,003.00				03/25/2010 1,083.00	06/14/2010
40,200.00		809. RANGE RESOURCES CORP PROPERTY TYPE: SECURITIES 41,455.00				11/03/2009 -1,255.00	06/14/2010
56,897.00		1800. RED HAT INC PROPERTY TYPE: SECURITIES 34,469.00				07/07/2009 22,428.00	06/14/2010
28,388.00		588. RIO TINTO PLC A D R PROPERTY TYPE: SECURITIES 70,441.00				06/17/2008 -42,053.00	06/14/2010

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
51,664.00		3221. SCHWAB CHARLES CORP PROPERTY TYPE: SECURITIES 78,078.00					09/25/2008 -26,414.00	06/14/2010
643.00		7.2445 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 397.00					09/18/2009 246.00	06/14/2010
1,399.00		15.7555 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 535.00					03/18/2009 864.00	06/14/2010
53,666.00		1337. SMITH INTL INC PROPERTY TYPE: SECURITIES 106,713.00					06/17/2008 -53,047.00	06/14/2010
86,555.00		2604. SOUTHERN CO PROPERTY TYPE: SECURITIES 83,314.00					03/25/2010 3,241.00	06/14/2010
67,569.00		1799. STATE STR CORP PROPERTY TYPE: SECURITIES 105,891.00					07/30/2008 -38,322.00	06/14/2010
46,199.00		3215. STERLITE INDS INDIA A D S PROPERTY TYPE: SECURITIES 38,915.00					07/07/2009 7,284.00	06/14/2010
45,574.00		1041. X T O ENERGY INC PROPERTY TYPE: SECURITIES 72,913.00					06/17/2008 -27,339.00	06/14/2010
26,414.00		1112. ZIONS BANCORPORATION PROPERTY TYPE: SECURITIES 40,831.00					10/27/2008 -14,417.00	06/14/2010
54,033.00		2829. INVESCO LTD PROPERTY TYPE: SECURITIES 47,328.00					07/07/2009 6,705.00	06/14/2010
29,918.00		643. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES 95,418.00					06/17/2008 -65,500.00	06/14/2010

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

Kind of Property		Description				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)	
32,853.00		697. VISTAPRINT NV PROPERTY TYPE: SECURITIES 43,077.00				03/25/2010 -10,224.00	06/14/2010
22.00		22.38 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 22.00				04/29/2010	06/17/2010
35,540.00		35540.08 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 35,540.00				04/29/2010	06/22/2010
7,358.00		7357.54 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 7,358.00				04/29/2010	06/23/2010
51.00		51.44 US BANK PRIVATE CLIENT NOW PROPERTY TYPE: SECURITIES 51.00				04/29/2010	06/24/2010
TOTAL GAIN(LOSS)						----- -1450476. =====	

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	2,500.			2,500.
TOTALS	2,500.	NONE	NONE	2,500.
	=====	=====	=====	=====

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	16,585.	1,721.
FEDERAL ESTIMATES - PRINCIPAL	4,281.	444.
FOREIGN TAXES ON QUALIFIED FOR	2,165.	225.
FOREIGN TAXES ON NONQUALIFIED	252.	26.
	-----	-----
TOTALS	23,283.	2,416.
	=====	=====

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	23,337.	23,337.
OTHER NONALLOCABLE EXPENSES -	2,190.	2,190.
TOTALS	25,527.	25,527.
	=====	=====

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
FHLB DEB 3.375% 5/14/10	516,523.	538,440.
FNMA DEB 4.375% 9/15/12	1,012,096.	1,053,130.
FHLB DEB 5.375% 8/19/11	983,663.	1,117,810.
FHLMC MTN 4.875% 11/15/13	989,188.	1,134,690.
FNMA MTN 5% 4/15/15	400,000.	429,752.
FNMA MTN 4.000 3/11/13		
	-----	-----
TOTALS	3,901,470.	4,273,822.
	=====	=====

SIDNEY R BAER JR FOUNDATION
 FORM 990PF, PART II - CORPORATE STOCK
 =====

43-6829338

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DANAHER CORP	34,055.	50,854.
GENERAL DYNAMICS CORP	90,625.	110,796.
NETFLIX COM INC	44,190.	64,321.
UNITED TECHNOLOGIES CORP	54,851.	107,751.
APACHE CORP	58,472.	89,915.
CASS INFORMATION SYSTEMS INC	38,161.	38,668.
SCHLUMBERGER LTD	73,071.	127,946.
TEMPER PEDIC INTL INC	41,965.	38,284.
MCDONALD'S CORP	242,822.	336,332.
PEPSICO INC	204,351.	223,626.
PROCTER & GAMBLE CO	174,182.	194,455.
ABBOTT LABS	115,057.	118,166.
AMGEN INC	102,791.	98,625.
JOHNSON & JOHNSON	115,310.	131,586.
ALBEMARIE CORP	42,986.	39,988.
AMERICAN ELECTRIC POWER CO INC	110,932.	123,644.
BANK OF AMERICA CORP	180,917.	68,301.
STATE STR CORP	215,206.	211,635.
WELLS FARGO & CO	43,507.	35,550.
ACXIOM CORP	72,299.	67,369.
AT&T INC	86,064.	76,242.
VERIZON COMMUNICATIONS INC	198,159.	229,168.
CISCO SYS INC	118,478.	132,513.
INTEL CORP	130,493.	235,229.
IBM CORP	247,901.	236,957.
MICROSOFT CORP	93,616.	87,551.
QUALCOMM INC	99,569.	91,746.
TEXAS INSTRUMENTS INC	2,393,939.	2,326,168.
AMERICAN CENTURY INTL BOND		

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
AGRIUM INC	37,923.	49,283.
AIR LIQUIDE SA ADR	61,493.	73,199.
ANGLO AMERICAN PLC ADR	33,833.	28,929.
ALLIANCE DATA SYSTEMS CORP	40,846.	35,117.
COACH CO	39,773.	44,664.
LEXMARK INTERNATIONAL INC	42,748.	38,942.
LINCOLN NATL CORP IND	42,785.	40,297.
FREEMPORT MCMORAN COPPER GOLD	84,674.	63,092.
OWENS ILL INC		
RIO TINTO PLC SPONS ADR		
SILVER WHEATON CORP		
AIRTRAN HLDGS INC	14.	5.
CAPITAL ONE FINANCIAL CORP	22,429.	42,758.
KEPPEL CORP LTD SPONS ADR	39,165.	53,604.
KOMATSU LTD ADR REPSTG	39,069.	36,836.
MAGNETEK INC	1,922.	793.
METTLER-TOLEDO INTL INC		
MITSUBISHI CORP ADR		
QUANTA SVCS INC	1,248.	1,094.
S P X CORP		
SCOTTISH & SOUTHN ENERGY ADR	34,001.	21,856.
STERICYCLE INC		
FORWARD AIR CORP	39,281.	50,658.
TOYOTA MTR CORP ADR		
ACERGY SA ADR		
AURORA OIL & GAS CORP	13,792.	83,284.
CAMERON INTL CORP	91,926.	
PETROHAWK ENERGY CORP		
PETROLEO BRASILEIRO SPON ADR	50,173.	78,672.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
FOSSIL INC	41,018.	52,085.
TOTAL SA ADR	69,814.	49,729.
GAP INC	118,399.	102,904.
ALLERGAN INC	68,898.	66,183.
GENTEX CORP	74,453.	78,123.
HASBRO INC		
HONDA MTR LTD AMERN	45,510.	42,234.
KONA GRILL INC	3,424.	683.
EDWARDS LIFESCIENCES CORP	40,442.	58,485.
NAUTILUS INC	13,316.	1,304.
NINTENDO LTD ADR		
EMERGENCY MEDICAL SERVICES A	41,495.	36,625.
FIFTH THIRD BANKCORP	116,681.	134,649.
PLATO LEARNING INC		
BRITISH AMERN TOB PLC ADR		
BUNGE LTD	40,178.	51,653.
DIAGEO PLC SPONS ADR	49,172.	49,829.
FOMENTO ECONOMICO MEXICANO	42,946.	40,530.
LOREAL CO UNSPONSORED ADR	52,038.	51,090.
A R I A D PHARMACEUTICALS INC	37,008.	39,720.
HOLLIS-EDEN PHARMACEUTICALS IN	4.	3.
INTUITIVE SURGICAL INC		
FLOWSERVE CORP	43,782.	41,977.
NOVAVAX INC	148,624.	91,330.
ROCHE HLDG LTD SPONS ADR	3.	2.
THERMO FISCHER SCIENTIFIC INC	102,747.	83,761.
A X A ADR	132,904.	126,794.
AVON PRODS INC		
BANCO SANTANDER CENT HISPANO	76,520.	62,434.
	117,200.	63,641.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
BARCLAYS PLC ADR	72,233.	25,678.
CITIZENS FIRST BANCORP	16,907.	58.
CHIPOTLE MEXICAN GRILL CL A	41,264.	37,349.
CLOROX CO	85,588.	93,737.
DBS GROUP HLDGS LTD	101,390.	78,139.
ERSTE GROUP BANK AG A D R	39,684.	15,768.
HSBC HLDGS PLC SPONS ADR	77,028.	40,484.
FOREST OIL CORPORATION	41,682.	35,760.
ING GROEP NV SPONS ADR		
MITSUBISHI UFJ FINL GRP ADR	73,704.	35,769.
ORIX CORP SPONS ADR	41,683.	44,677.
KANSAS CITY SOUTHERN	50,640.	70,265.
T ROWE PRICE GROUP INC	198,092.	186,660.
E ON AG ADR	43,454.	24,495.
KELLOGG CO	42,373.	39,435.
RRWE AG SPONS ADR	58,422.	47,648.
XCEL ENERGY INC	490.	412.
AMERICAN TOWER CORP		
BERKSHIRE HATHAWAY INC CL B	3,523.	3,666.
CHEVRON CORPORATION	109,784.	117,126.
KONINKLIJKE (ROYAL) KPN NV ADR	31,921.	26,625.
HARRIS CORP DEL	52,529.	78,677.
TURKCELL ILETISIM HIZMET ADR	72,123.	55,347.
HERTZ GLOBAL HOLDINGS INC	42,277.	37,689.
AMERICAN EXPRESS CO	111,212.	124,380.
DURECT CORP	4.	2.
KEYCORP NEW	61,024.	58,029.
LANDEC CORP	41,415.	37,908.
MARSHALL ILSLEY CORP NEW	45,931.	41,587.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
SYPRIS SOLUTIONS INC	9,078.	4,038.
ACTIVISION BLIZZARD INC	7,954.	8,665.
FS NETWORKS INC	52,647.	118,969.
LTX CREDENCE CORP	7,254.	2,997.
MASTERCARD INC	62,808.	55,270.
NOKIA CORP SPONS ADR	90,816.	28,623.
SONUS NETWORKS INC	5.	3.
STRATEGIC DIAGNOSTICS INC	4,967.	2,987.
SYCAMORE NETWORKS INC	12,258.	5,102.
TARGET CORPORATION	72,024.	71,690.
ACTIVIDENTITY CORP	4,137.	2,135.
ABAXIS INC	40,797.	38,167.
AETNA INC		
AGCO CORP	99,486.	44,474.
AIR PRODS CHEMICALS INC	38,010.	40,053.
AMETEK INC		
ANGIODYNAMICS INC	51,608.	52,333.
AECOM TECHNOLOGY CORP	82,329.	64,199.
APPLE INC	199,036.	314,413.
ALLEGHENY TECHNOLOGIES INC	42,470.	34,910.
AMERIPRISE FINL INC	41,646.	37,467.
BORG WARNER INC	42,359.	40,402.
BIO-REFERENCE LABS INC	40,151.	56,400.
AVALONBAY CMNTYS INC	71,219.	69,561.
BALL CORP		
CABOT MICROELECTRONICS CORP	38,235.	47,976.
BARD C R INC	100,232.	85,438.
BEST BUY COMPANY INC	149,612.	129,210.
BOSTON SCIENTIFIC CORP	53,513.	30,549.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
BLACKROCK INC	166.	143.
BOEING CO		
BURGER KING HOLDINGS INC	5,709.	3,452.
BURLINGTON NORTHN SANTA FE COR		
C S X CORP		
C V S/CAREMARK CORP	40,845.	51,141.
BEACON ROOFING SUPPLY INC	42,605.	40,403.
BRIGHAM EXPL CO	112,292.	98,763.
CEPHEID INC	99,448.	137,968.
CERNER CORP	52,782.	66,758.
CHEESECAKE FACTORY INC	51,356.	76,441.
CHEMED CORP		
CHUBB CORP		
CHURCH AND DWIGHT INC	112,286.	156,488.
COGINIZANT TECH SOLUTIONS CRP		
COMCAST CORP CL A	75,329.	38,536.
CONOCOPHILLIPS	97,823.	73,952.
STAPLES INC	52,972.	42,862.
CORNING INC	50,255.	44,484.
CUMMINS INC		
DEERE & CO		
DISNEY WALT CO	68,482.	115,538.
DOLBY LABORATORIES INC CL A	42,968.	41,570.
CONCUR TECHNOLOGIES INC	41,879.	25,913.
CENTRAL EUROPEAN DIST CORP	96,034.	95,524.
ECOLAB INC		
EDISON INTL		
ELECTRONIC ARTS INC		
EMERSON ELEC CO		

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
EXPRESS SCRIPTS INC	102,881.	145,386.
F T I CONSULTING INC		
SEMPRA ENERGY	77,437.	74,583.
RED HAT INC	42,493.	64,218.
CENTRAL EUROPEAN MEDIA ENT A	42,281.	29,412.
FORRESTER RESH INC	51,922.	50,443.
FRANKLIN BANK CORP HOUSTON	13,788.	7.
GAMESTOP CORP CL A		
DYNAMEX INC	40,593.	26,572.
ROCKWELL AUTOMATION INC	43,414.	37,701.
GENWORTH FINANCIAL INC CL A		
P G E CORP	81,649.	80,679.
GOOGLE INC CL A	170,789.	153,063.
GUESS INC		
HALLIBURTON CO	187,343.	107,136.
HESS CORP	131,887.	82,558.
HEWLETT PACKARD CO	263,549.	272,274.
PACCAR INC	41,159.	43,379.
PANERA BREAD COMPANY CL A	40,652.	50,745.
ILLINOIS TOOL WORKS		
INTERPUBLIC GROUP COS INC	41,100.	49,168.
PEABODY ENERGY CORP	69,826.	67,264.
J P MORGAN CHASE & CO	195,326.	208,714.
JACOBS ENGR GROUP INC	145,970.	78,856.
JOHNSON CTLS INC		
JOY GLOBAL INC		
ILLUMINA INC		
KIMBERLY CLARK CORP	40,968.	39,612.
KROGER CO		

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
INNERWORKINGS INC		
LKQ CORP	43,542.	54,770.
LOCKHEED MARTIN CORP	52,176.	50,571.
PERRIGO CO		
PFIZER INC	41,197.	40,404.
MANHATTAN ASSOCS INC	148,476.	143,641.
MAXIMUS INC		
MERCK & CO INC	25,895.	40,798.
METLIFE INC	84,755.	98,126.
PRICELINE COM INC	109,643.	71,517.
MOLSON COORS BREWING CO CL B	42,238.	70,263.
MONSANTO CO		
MURPHY OIL CORP		
PLEXUS CORP	43,176.	31,446.
NATIONAL INSTRS CORP	56,348.	56,473.
NATIONAL OILWELL VARCO INC	212,893.	82,973.
NEOGEN CORP	53,711.	79,739.
HARBOR BIOSCIENCES INC	6,899.	390.
NIKE INC	196,631.	225,752.
NORTHERN TR CORP	75,828.	65,287.
LAUDER ESTEE COS INC CL A	43,223.	37,451.
GENERAL ELECTRIC CO	101,091.	95,951.
OCCIDENTAL PETROLEUM CORP	187,735.	195,421.
PIONEER NAT RES	126,730.	106,534.
PHARMACEUTICAL PROD DEV INC	41,585.	40,300.
PHILLIP MORRIS INTL INC		
PORTFOLIO RECOVERY ASSOCIATES	52,118.	85,879.
POWER INTEGRATIONS INC	53,264.	49,645.
PRAXAIR INC	151,958.	133,210.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
PUBLIC SVC ENTERPRISE GROUP IN		
RESOURCES CONNECTION INC	52,325.	34,000.
ROWAN COMPANIES INC	9,757.	4,542.
ROLLINS INC	52,943.	70,987.
SANDISK CORP	43,091.	51,283.
SAFEWAY INC		
SALESFORCE COM INC	25,664.	41,108.
PRUDENTIAL FINANCIAL INC	84,546.	129,374.
NOBLE ENERGY INC	41,049.	38,551.
SCHEIN HENRY INC	124,540.	130,717.
SEMTECH CORP	49,182.	52,924.
SIMON PROPERTY GROUP INC	266.	323.
SMITH INTL INC		
SOUTHWESTERN ENERGY CO		
TENARIS SA A D R	41,441.	35,718.
STRATASYS INC	52,851.	57,863.
STRYKER CORP		
TECHNE CORP	52,941.	38,606.
TEREX CORP NEW		
GOLDMAN SACHS GROUP INC	135,012.	122,081.
TRAVELERS COS INC	41,415.	42,651.
TUPPERWARE BRANDS CORP		
ULTIMATE SOFTWARE GROUP INC	52,534.	44,098.
UNITED NAT FOODS INC	53,004.	73,594.
URBAN OUTFITTERS INC		
FARO TECHNOLOGIES INC	41,986.	50,461.
VARIAN MED SYS INC	122,459.	102,312.
WAL MART STORES INC	170,415.	157,814.
WARNACO GROUP INC		

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
CENOVUS ENERGY INC	47,226.	26,744.
X T O ENERGY INC		
ORICLE CORPORATION	80,315.	79,724.
ALCON INC	46,622.	42,531.
ABB LTD A D R	166,751.	92,966.
ACCENTURE LTD	90,785.	89,282.
AMERICA MOVIL S A DE C V A D R	64,058.	54,815.
ATLAS COPCO AB A D R CL B	41,242.	32,023.
ATLAS COPCO AB SPONS A D R	87,788.	75,558.
B G GROUP P L C A D R	69,025.	41,234.
B E AEROSPACE INC	53,295.	44,045.
BOSTON PPTYS INC	37,696.	59,212.
BOC HONG KONG HLDGS LTD A D R	54,282.	47,301.
CATERPILLER INC	45,270.	43,911.
DASSAULT SYS SA	77,296.	72,058.
ENCANA CORP	50,148.	31,463.
CELGENE CORP	90,606.	85,683.
FRANCE TELECOM SPSP ADR	42,691.	41,825.
FRESENIUS MED CARE		
HUTCHISON WHAMPOA LTD UNSP ADR	87,107.	56,269.
IMPERIAL OIL LTD	43,533.	38,548.
DRESS BARN INC	64,129.	60,780.
KUBOTA LTD A D R	143,436.	128,797.
DOVER CORP		
MANULIFE FINANCIAL CORP		
MARVELL TECHNOLOGY GROUP LTD		
MONEX BEANS HLDGS INC A D R	42,932.	40,421.
DENBURY RESOURCES IN		

SIDNEY R BAER JR FOUNDATION
 FORM 990PF, PART II - CORPORATE STOCK
 =====

43-6829338

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
NATIONAL GRID PLC SP A D R		
NESTLE S A SPON A D R REPSTG	281,519.	303,381.
DEALERTRACK HLDGS INC	38,079.	39,628.
NOBLE CORP	6,491.	3,771.
NOMURA HOLDINGS INC A D R		
NOVO NORDISK AS A D R	40,540.	52,177.
OAO GAZPROM SPON ADR REG S	98,431.	41,344.
P T TELEKOMUNIKASI INDONESIA	52,164.	55,213.
QIAGEN N V	69,387.	67,904.
SAP A G	57,636.	49,572.
SASOL LTD SPONSORED A D R	77,750.	45,604.
SKF AB		
SONY CORP		
STATOIL ASA A D R	61,983.	37,151.
TAIWAN SEMICONDUCTOR MFG	91,081.	86,278.
TELEFONICA SA SPON A D R	81,756.	46,978.
TESCO PLC A D R	79,466.	57,494.
TRANSOCEAN INC		
WAL MART DE MEXICO SAB DE CV	68,822.	75,602.
WPP GROUP PLC SPONS A D R	52,071.	44,423.
BARCLAY IPATH DJ AIG COMMODITY		
ISHARES MSCI EMERGING MKTS IND	1,952,087.	1,720,639.
ANSYS INC	56,049.	55,053.
AFLAC INC		
ALLSCRIPTS HEALTHCARE SOLUTION	45,849.	57,896.
ANADARKO PETETROLEUM CORP	116,373.	85,064.
DARDEN RESTAURANTS INC	47,684.	56,410.
COVANTA HLDG CORP		
DIGI INTL INC	48,976.	38,927.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
DIRECTV CL A	94,029.	118,788.
ENTEGRIS INC	47,462.	28,612.
EXXON MOBIL CORP	166,356.	133,772.
FIRST ENERGY CORP		
FRANKLIN RES INC		
GREAT PLAINS ENERGY INC	10,262.	6,791.
IPC THE HOSPITALIST CO INC	44,728.	42,519.
LIVEWIRE MOBILE INC	15,344.	1,465.
MEDNAX INC	52,334.	53,274.
N I I HOLDINGS INC		
P N C FINANCIAL SERVICES GRP	47,961.	37,008.
SCHERING PLOUGH CORP		
SCHWAB CHARLES CORP	45,358.	33,530.
SOUTHWEST AIRLS CO		
ST JUDE MED INC		
TJX COS INC	36,609.	63,638.
TIME WARNER CABLE INC		
TIME WARNER INC		
ZIONS BANCORPORATION		
ACE LTD		
ALLIANZ AG ADR REPSTG	46,833.	29,815.
ASTRAZENECA PLC SPSD ADR	75,722.	76,963.
HDFC BK LTD ADR		
MCDERMOTT INTL INC		
NOVARTIS AG ADR REPSTG 1ORD SH	116,590.	108,333.
PANASONIC CORP ADR REPSTG 1	53,152.	29,032.
SANOFI AVENTIS ADR REPSTG .5	36,165.	31,834.
VALE SA SP ADR REPSTG 1 PFD SH	22,753.	48,409.
VEOLIA ENVIRONNEMENT ADR		

SIDNEY R BAER JR FOUNDATION

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FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
CREE INC	60,781.	86,923.
VISA INC CLASS A SHRS	65,472.	76,835.
THORATEC CORP	40,600.	39,055.
VORNADO REALTY TRUST	41,218.	49,387.
VERINT SYSTEMS INC	41,371.	37,782.
UNIVERSAL TECHNICAL INST INC	40,940.	53,095.
UNITED STATES STEEL CORP	80,339.	48,226.
UNITED HEALTH GROUP INC	33,654.	37,176.
UNDER ARMOUR INC CL A	41,815.	39,491.
B A S F AG ADR	43,285.	39,327.
CANON INC SPONS A D R	40,486.	40,108.
AXA A D R	125,375.	57,447.
CARNIVAL CORP	150,844.	140,314.
ARCELORMITTAL NY REGISTERED	41,008.	28,580.
B H P BILLITON LIMITED A D R	38,774.	47,484.
B N P PARIBAS S A A D R	44,753.	42,060.
UNION PACIFIC CORP	185,397.	202,691.
WASTE MGMT INC	80,569.	92,963.
WESTERN DIGITAL CORP	129,773.	112,467.
WHITING PETROLEUM CORP	42,032.	56,306.
WHOLE FOODS MKT INC	43,342.	43,980.
XILIINX INC	53,655.	69,010.
CHINA RES ENTERPRISE LTD ADR	42,166.	45,221.
COMPANHIA DE BEBIDAS P R ADR	137,885.	209,394.
CORE LABORATORIES	46,519.	52,844.
COVIDIEN PLC	30,988.	34,635.
DESARROLLADORA HOMEX A D R	41,667.	24,483.
ERICSSON (LM) TEL SP A ADR	54,055.	62,836.
FANUC LTD	38,615.	54,597.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
FUJIFILMS HOLDINGS A D R	38,431.	35,010.
GLAXO SMITHKLINE P L C ADR	38,244.	37,581.
HOYA CORP A D R	38,688.	39,841.
I C I BANK LIMITED A D R	41,437.	40,441.
INTESA SAMPAOLO A D R	40,645.	23,265.
JUPITER TELECOM A D R	39,794.	45,852.
LUKOIL SPON A D R	41,466.	32,703.
LVMH MOET HENNESSY LOU VUITT	38,441.	54,626.
MITSUMI & CO LTD SPSP ADR	38,598.	41,452.
MONEX GROUP INC A D R	52,700.	31,001.
MTN GROUP LTD A D R	40,809.	34,631.
NATIONAL BANK OF GREECE A D R	42,134.	11,458.
PETROLEO BRASILEIRO SA A D R	50,544.	47,087.
RITCHIE BROS AUCTIONEERS INC	41,187.	33,142.
ROGERS COMMUNICATIONS INC CL B	70,060.	67,780.
SHIRE PLC A D R	41,527.	40,511.
SOCIETE GENERALE FRANCE	43,310.	23,497.
TELEVENT GIT SA	42,406.	22,963.
TEVA PHARMACEUTICAL INDS LTD	38,708.	40,656.
THOMPSON CREEK METALS CO INC	43,462.	38,852.
TOKIO MARINE HOLDINGS INC	37,861.	37,081.
TYCO INTERNATIONAL LTD	40,590.	42,699.
UNILEVER PLC SPSP ADR	69,379.	61,880.
ZURICH FINANCIAL SVCS A D R	38,380.	49,848.
IPATH DOW JONES UBS COMMODITY	1,345,093.	860,262.
	-----	-----
TOTALS	26,768,816.	25,281,210.
	=====	=====

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
IBM CORP 4.250% 9/15/09	521,485.	505,895.
BEAR STEARNS CO 4.50% 10/28/10	512,115.	510,005.
WAL MART STORES 4.125% 2/15/11	521,760.	537,805.
EMERSON ELEC 4.625% 10/15/12	505,845.	532,050.
VERIZON 4.750% 10/01/13	519,795.	523,520.
GOLDMAN SACHS 5.150% 1/15/14	518,580.	525,525.
WACHOVIA BANK 5% 8/15/15	505,359.	503,710.
MORGAN STANLEY 5.750% 10/18/16	505,990.	550,870.
ANHEUSER BUSCH 5.60% 3/01/17	309,609.	322,473.
AMER EXP BK FSB 5.550 10/17/12	311,268.	321,708.
GEN ELECTRIC CO 5.000 2/1/13	314,406.	325,905.
PEPSICO INC 4.650 2/15/13	299,826.	321,162.
HSBC FIN CORP 5.250 1/15/14	331,853.	371,124.
HONEYWELL INTL 5.300 3/1/18	256,018.	252,718.
DEUTSCHE BK AG 5.000 10/12/10	500,000.	497,550.
ROYAL BANK OF CANADA	500,000.	475,550.
JP MORGAN CHASE CO	511,215.	517,295.
GOLDMAN SACHS 5.350% 1/15/16	502,410.	504,920.
BARCLAYS BANK PLC 3.90% 4/7/15		
TOTALS	7,947,534.	8,099,785.

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

=====

DESCRIPTION

AMOUNT

ACCRD INT PD ON VARIOUS BONDS

11,415.

COST BASIS ADJUSTMENT

1,064.

TOTAL

12,479.

=====

SIDNEY R BAER JR FOUNDATION

43-6829338

STATE(S) WHERE THE FOUNDATION IS REGISTERED

=====

MA

STATEMENT 21

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

=====

OFFICER NAME:

US BANK NA

ADDRESS:

PO BOX 387

ST LOUIS, MO 63166

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

COMPENSATION 433,306.

OFFICER NAME:

GEORGE B HANDRAN

ADDRESS:

6 BEACON STREET STE 920

BOSTON, MA 02108

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

COMPENSATION 107,696.

TOTAL COMPENSATION: 541,002.

=====

SIDNEY R BAER JR FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

43-6829338

RECIPIENT NAME:

GEORGE B HANDRAN

ADDRESS:

6 BEACON STREET STE 920

BOSTON, MA 02108

RECIPIENT'S PHONE NUMBER: 617-523-1855

FORM, INFORMATION AND MATERIALS:

LETTER OF INQUIRY

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

TO 501(C)(3) ORGANIZATIONS THAT ENGAGE OR
INVOLVE IN MENTAL HEALTH

STATEMENT 23

RECIPIENT NAME:

BOSTON MEDICAL CENTER CORPROATION

ADDRESS:

660 HARRISON AVENUE - 3RD FLOOR

BOSTON, MA 02118

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 90,000.

RECIPIENT NAME:

WORK INCORPORATED

ADDRESS:

3 ARLINGTON STREET

QUINCY, MA 02171

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 134,924.

RECIPIENT NAME:

CHILDRENS HOSPITAL CORPORATION

ADDRESS:

300 LONGWOOD AVENUE

BOSTON, MA 02115

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 245,000.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

COVE CLUBHOUSE

A PROGRAM OF MAY INSTITUTE, INC

ADDRESS:

383 ROUTE 28

HARWICHPORT, MA 02646

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

TRUSTEES OF TUFTS COLLEGE

ADDRESS:

20 PROFESSORS ROW

MEDFORD, MA 02155

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 58,000.

RECIPIENT NAME:

UNIV OF MASSACHUSETTS FDTN.

UNIV OF MASSACHUSETTS MED SCHOOL

ADDRESS:

55 LAKE AVENUE NORTH, WSH 8B-23

WORCHESTER, MA 01655

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 175,000.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

NATIONAL ALLIANCE FOR RESEARCH ON
SCHIZOPHRENIA & DEPRESSION

ADDRESS:

60 CUTTER MILL ROAD
GREAT NECK, NY 11021-3196

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 768,363.

RECIPIENT NAME:

BETH ISRAEL DEACONESS MEDICAL CTN

ADDRESS:

330 BROOKLINE AVENUE
BOSTON, MA 02115

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 150,000.

RECIPIENT NAME:

COMMUNITY FOUNDATION OF
NORTH CENTRAL MASSACHUSETTS

ADDRESS:

285 JOHN FITCH HWY SUITE# 1
FITCHBURG, MA 04120-5933

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
ST. PATRICK CENTER
ADDRESS:
800 NORTH TUCKER BOULEVARD
ST. LOUIS, MO 63101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 33,000.

RECIPIENT NAME:
MASSACHUSETTS CLUBHOUSE
COALITION
ADDRESS:
15 VERNON STREET
WALTHAM, MA 02453
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 75,000.

RECIPIENT NAME:
INTERNATIONAL CENTER FOR CLUBHOUSE
DEVELOPMENT
ADDRESS:
425 WEST 47TH STREET
NEW YORK, NY 10036-2304
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
THE CENTER FOR REINTEGRATION INC
ADDRESS:
350-A WEST 49TH STREET
NEW YORK, NY 10019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 250,000.

RECIPIENT NAME:
MASSACHUSETTS GENERAL HOSPITAL
ADDRESS:
165 CAMBRIDGE STREET
BOSTON, MA 02114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 42,000.

RECIPIENT NAME:
ALLIANCE ON MENTAL ILLNESS
NAMI ST LOUIS
ADDRESS:
1750 S BRENTWOOD BLVD - SUITE 511
ST LOUIS, MO 63144
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
AMERICAN NEUROPSYCHIATRIC ASSOC
ADDRESS:
700 ACKERMAN ROAD - SUITE 625
COLUMBUS, OH 43202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
PLACES FOR PEOPLE INC
ADDRESS:
4130 LINDELL BLVD
ST LOUIS, MO 63108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
GENESIS CLUB HOUSE, INC
ADDRESS:
274 LINCOLN STREET
WORCESTER, MA 01605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 98,692.

SIDNEY R BAER JR FOUNDATION

43-6829338

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

FOUNTAIN HOUSE, INC

ADDRESS:

425 WEST 47TH STREET

NEW YORK, NY 10036-2304

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 136,000.

RECIPIENT NAME:

FRANCISCAN CHILDRENS HOSPITAL

AND REHABILITATION CENTER

ADDRESS:

30 WARREN STREET

BOSTON, MA 02135

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EXEMPT PURPOSE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 125,000.

TOTAL GRANTS PAID:

2,612,979.

=====

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No. 1545-0092

2009

Name of estate or trust

SIDNEY R BAER JR FOUNDATION

Employer identification number

43-6829338

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	232,954.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	232,954.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			422.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-1,684,055.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	203.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	-1,683,430.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		232,954.
14	Net long-term gain or (loss):			
a	Total for year	14a		-1,683,430.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		203.
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		-1,450,476.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	(3,000)
-----------	--	-----------	-----------

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31. ☐ No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2009

Name of estate or trust

SIDNEY R BAER JR FOUNDATION

Employer identification number

43-6829338

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1335. CATERPILLAR INC	09/25/2008	07/07/2009	41,053.00	83,390.00	-42,337.00
3058. COVANTA HLDG CORP	07/30/2008	07/07/2009	50,703.00	89,140.00	-38,437.00
2535. EDISON INTL	07/30/2008	07/07/2009	78,000.00	123,439.00	-45,439.00
654. FRANKLIN RES INC	09/25/2008	07/07/2009	44,483.00	63,062.00	-18,579.00
899. N I I HOLDINGS INC	07/30/2008	07/07/2009	16,677.00	46,893.00	-30,216.00
1668. SCHERING PLOUGH CORP	07/30/2008	07/07/2009	41,767.00	33,143.00	8,624.00
1042. VEOLIA ENVIRONNEMENT A D R	09/25/2008	07/07/2009	30,377.00	45,900.00	-15,523.00
757. AGNICO EAGLE MINES LTD	07/07/2009	10/22/2009	52,004.00	39,725.00	12,279.00
1297. BED BATH & BEYOND INC	07/07/2009	10/22/2009	46,861.00	38,248.00	8,613.00
920. BIOGEN IDEC INC	07/07/2009	10/22/2009	43,406.00	41,400.00	2,006.00
5280. BROCADE COMMUNICATIO NS SYS	07/07/2009	10/22/2009	46,885.00	39,931.00	6,954.00
1167. COPART INC	07/07/2009	10/22/2009	38,399.00	38,882.00	-483.00
4354. DISCOVER FINL SVCS	07/07/2009	10/22/2009	65,004.00	41,012.00	23,992.00
1235. EMERSON ELEC CO	07/07/2009	10/22/2009	49,039.00	38,554.00	10,485.00
3792. FAMILY DOLLAR STORES	07/07/2009	10/22/2009	110,132.00	106,171.00	3,961.00
9844. FOSTERS GROUP LIMITED A D R	07/07/2009	10/22/2009	49,317.00	39,179.00	10,138.00
1892. G & K SVCS INC CL A	07/07/2009	10/22/2009	39,163.00	39,796.00	-633.00
1194. LAUDER ESTEE COS INC CL A	07/07/2009	10/22/2009	51,112.00	38,014.00	13,098.00
2456. MEDICIS PHARMACEUTIC AL CORP CL A	07/07/2009	10/22/2009	55,478.00	38,203.00	17,275.00
.5685 SIMON PROPERTY GROUP INC	03/18/2009	10/22/2009	39.00	19.00	20.00
994. SOUTHWESTERN ENERGY CO	07/07/2009	10/22/2009	47,317.00	36,062.00	11,255.00
1543. FIRST ENERGY CORP	07/07/2009	11/03/2009	65,170.00	58,477.00	6,693.00
594. PRICELINE COM INC	07/07/2009	11/03/2009	97,789.00	63,038.00	34,751.00
.448 VORNADO REALTY TRUST	12/14/2009	12/31/2009	31.00	31.00	

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2009

Name of estate or trust

SIDNEY R BAER JR FOUNDATION

Employer identification number

43-6829338

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a .1671 SIMON PROPERTY GROUP INC	12/18/2009	01/08/2010	13.00	13.00	
.5 AEROPOSTALE INC	11/03/2009	03/11/2010	13.00	13.00	
1778. ADTRAN INC	11/03/2009	03/25/2010	47,757.00	40,945.00	6,812.00
1690. AEROPOSTALE INC	11/03/2009	03/25/2010	48,707.00	42,704.00	6,003.00
4866. AEGON N V NY REG SHR	10/22/2009	03/25/2010	32,211.00	42,165.00	-9,954.00
998. ALEXION PHARMACEUTICA LS INC	07/07/2009	03/25/2010	55,749.00	37,829.00	17,920.00
2911. AMERICAN EAGLE OUTFITTERS INC	07/07/2009	03/25/2010	56,357.00	38,208.00	18,149.00
628. BECKMAN COULTER INC	11/03/2009	03/25/2010	40,550.00	40,282.00	268.00
1686. BROADCOM CORP CL A	11/03/2009	03/25/2010	57,290.00	43,718.00	13,572.00
1305. CVS CAREMARK CORP	07/07/2009	03/25/2010	47,502.00	40,402.00	7,100.00
915. CONTINENTAL RESOURCES INC	10/22/2009	03/25/2010	35,271.00	40,771.00	-5,500.00
614. DIAMOND OFFSHORE DRILLING INC	07/07/2009	03/25/2010	52,017.00	47,599.00	4,418.00
1445. FLIR SYSTEMS INC	11/03/2009	03/25/2010	40,302.00	39,880.00	422.00
1303. GUESS INC	11/03/2009	03/25/2010	62,465.00	48,063.00	14,402.00
785. JOY GLOBAL INC	11/03/2009	03/25/2010	45,789.00	41,751.00	4,038.00
703. KOHLS CORP	11/03/2009	03/25/2010	39,614.00	39,508.00	106.00
966. LIFE TECHNOLOGIES CORP	07/07/2009	03/25/2010	50,917.00	38,798.00	12,119.00
1544. NICE SYS LTD SPONSORED A D R	11/03/2009	03/25/2010	49,511.00	42,898.00	6,613.00
1227. NUCOR CORP	07/07/2009	03/25/2010	56,234.00	50,970.00	5,264.00
4718. P M C - SIERRA INC	11/03/2009	03/25/2010	40,529.00	40,508.00	21.00
1192. ST MARY LAND EXPLORATION	11/03/2009	03/25/2010	40,675.00	40,128.00	547.00
2488. SAP AG A D R	07/07/2009	03/25/2010	118,121.00	95,086.00	23,035.00
1596. SOUTHWESTERN ENERGY CO	07/07/2009	03/25/2010	61,453.00	57,902.00	3,551.00
2247. TD AMERITRADE HLDG CORP	07/07/2009	03/25/2010	43,113.00	38,265.00	4,848.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2009

Name of estate or trust

SIDNEY R BAER JR FOUNDATION

Employer identification number

43-6829338

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 2691. TOTAL S A A D R	07/07/2009	03/25/2010	152,498.00	137,720.00	14,778.00
1465. UNITED HEALTH GROUP INCORPORATED	07/07/2009	03/25/2010	48,421.00	37,664.00	10,757.00
897. COVIDIEN PLC	07/07/2009	03/25/2010	44,762.00	32,246.00	12,516.00
1275. INGERSOLL RAND PLC	11/03/2009	03/25/2010	44,578.00	41,833.00	2,745.00
1963. FOSTER WHEELER AG	10/22/2009	03/25/2010	54,473.00	61,826.00	-7,353.00
89556. US BANK PRIVATE CLIENT NOW	04/29/2010	05/05/2010	89,556.00	89,556.00	
4.08 US BANK PRIVATE CLIENT NOW	04/29/2010	05/12/2010	4.00	4.00	
520354.58 US BANK PRIVATE CLIENT NOW	04/29/2010	05/18/2010	520,355.00	520,355.00	
509975.81 US BANK PRIVATE CLIENT NOW	04/29/2010	05/19/2010	509,976.00	509,976.00	
1000. US BANK PRIVATE CLIENT NOW	04/29/2010	05/19/2010	1,000.00	1,000.00	
37958.65 US BANK PRIVATE CLIENT NOW	04/29/2010	05/20/2010	37,959.00	37,959.00	
9304.38 US BANK PRIVATE CLIENT NOW	04/29/2010	05/21/2010	9,304.00	9,304.00	
499369.6 US BANK PRIVATE CLIENT NOW	04/29/2010	05/24/2010	499,370.00	499,370.00	
40.78 US BANK PRIVATE CLIENT NOW	04/29/2010	06/03/2010	41.00	41.00	
833. COMPANHIA DE BEBIDAS P R RT 6/07/10	07/07/2009	06/07/2010	3.00		3.00
500000. RBC 3MO AMZN #AI# 13.000% 6/08/10	03/03/2010	06/08/2010	500,000.00	500,000.00	
2448. BRISTOL MYERS SQUIBB CO	07/07/2009	06/14/2010	62,007.00	48,738.00	13,269.00
1206. CVS CAREMARK CORP	07/07/2009	06/14/2010	38,820.00	37,337.00	1,483.00
1629. CAPITAL ONE FINANCIAL CORP	07/07/2009	06/14/2010	66,136.00	34,436.00	31,700.00
552. CHEVRON CORPORATION	07/07/2009	06/14/2010	41,311.00	35,110.00	6,201.00
3039. CHICOS FAS INC	03/25/2010	06/14/2010	34,968.00	43,306.00	-8,338.00
597. CLIFFS NATURAL RESOURCES INC	03/25/2010	06/14/2010	34,309.00	42,730.00	-8,421.00
1784. CROWN CASTLE INTL CORP	11/03/2009	06/14/2010	70,120.00	55,802.00	14,318.00
947. DOVER CORP	03/25/2010	06/14/2010	43,362.00	44,073.00	-711.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

SIDNEY R BAER JR FOUNDATION

Employer identification number

43-6829338

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 469. EQUINIX INC	11/03/2009	06/14/2010	39,527.00	41,252.00	-1,725.00
879. GLOBAL PAYMENTS INC	11/03/2009	06/14/2010	36,792.00	43,553.00	-6,761.00
2291. HAIN CELESTIAL GROUP INC	11/03/2009	06/14/2010	53,517.00	40,375.00	13,142.00
1107. HARMAN INTERNATIONAL	11/03/2009	06/14/2010	37,029.00	40,357.00	-3,328.00
1934. JEFFERIES GROUP INC	07/07/2009	06/14/2010	43,282.00	37,847.00	5,435.00
1234. LAMAR ADVERTISING CO CL A	03/25/2010	06/14/2010	36,032.00	43,608.00	-7,576.00
945. MONSANTO CO	07/07/2009	06/14/2010	47,417.00	69,019.00	-21,602.00
2481. MYLAN INC	11/03/2009	06/14/2010	44,856.00	41,010.00	3,846.00
2876. NEWELL RUBBERMAID INC	11/03/2009	06/14/2010	48,287.00	40,924.00	7,363.00
3366. NVIDIA CORP	11/03/2009	06/14/2010	38,708.00	40,212.00	-1,504.00
1713. PACKAGING CORP AMERICA	03/25/2010	06/14/2010	39,279.00	42,499.00	-3,220.00
305. PRICELINE COM INC	07/07/2009	06/14/2010	56,546.00	32,368.00	24,178.00
1939. RADIOSHACK CORPORATION	03/25/2010	06/14/2010	44,086.00	43,003.00	1,083.00
809. RANGE RESOURCES CORP	11/03/2009	06/14/2010	40,200.00	41,455.00	-1,255.00
1800. RED HAT INC	07/07/2009	06/14/2010	56,897.00	34,469.00	22,428.00
7.2445 SIMON PROPERTY GROUP INC	09/18/2009	06/14/2010	643.00	397.00	246.00
2604. SOUTHERN CO	03/25/2010	06/14/2010	86,555.00	83,314.00	3,241.00
3215. STERLITE INDS INDIA A D S	07/07/2009	06/14/2010	46,199.00	38,915.00	7,284.00
2829. INVESCO LTD	07/07/2009	06/14/2010	54,033.00	47,328.00	6,705.00
697. VISTAPRINT NV	03/25/2010	06/14/2010	32,853.00	43,077.00	-10,224.00
22.38 US BANK PRIVATE CLIENT NOW	04/29/2010	06/17/2010	22.00	22.00	
35540.08 US BANK PRIVATE CLIENT NOW	04/29/2010	06/22/2010	35,540.00	35,540.00	
7357.54 US BANK PRIVATE CLIENT NOW	04/29/2010	06/23/2010	7,358.00	7,358.00	
51.44 US BANK PRIVATE CLIENT NOW	04/29/2010	06/24/2010	51.00	51.00	

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b **232,954.00**

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

SIDNEY R BAER JR FOUNDATION

43-6829338

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 3669. ACERGY SA A D R	06/29/2006	07/07/2009	34,561.00	54,105.00	-19,544.00
1714. AETNA INC	06/17/2008	07/07/2009	44,924.00	75,325.00	-30,401.00
584. AMERICAN TOWER CORP	06/29/2006	07/07/2009	17,515.00	17,747.00	-232.00
385. AMETEK INC	05/19/2008	07/07/2009	12,963.00	20,252.00	-7,289.00
540. BALL CORP	05/16/2008	07/07/2009	25,356.00	29,428.00	-4,072.00
741. BOEING CO	06/17/2008	07/07/2009	29,278.00	55,230.00	-25,952.00
751. BURGER KING HOLDINGS INC	04/21/2008	07/07/2009	12,723.00	21,445.00	-8,722.00
88. CSX CORP	05/02/2008	07/07/2009	2,785.00	5,679.00	-2,894.00
1411. CHUBB CORPORATION	06/17/2008	07/07/2009	55,440.00	74,777.00	-19,337.00
5242. CORNING INC	06/17/2008	07/07/2009	76,741.00	141,219.00	-64,478.00
1578. ELECTRONIC ARTS	06/17/2008	07/07/2009	32,476.00	74,256.00	-41,780.00
593. GENWORTH FINANCIAL INC CL A	04/22/2008	07/07/2009	3,689.00	13,875.00	-10,186.00
2303. GUESS INC	06/17/2008	07/07/2009	55,121.00	95,652.00	-40,531.00
462. HASBRO INC	05/06/2008	07/07/2009	10,752.00	16,613.00	-5,861.00
2137. ILLINOIS TOOL WORKS	06/17/2008	07/07/2009	75,373.00	106,251.00	-30,878.00
2533. I N G GROEP NV SPONSORED ADR	09/21/2006	07/07/2009	23,642.00	98,356.00	-74,714.00
46. INTUITIVE SURGICAL INC	09/18/2006	07/07/2009	6,851.00	4,751.00	2,100.00
733. KIMBERLY CLARK CORP	06/17/2008	07/07/2009	38,995.00	45,795.00	-6,800.00
211. KOMATSU LTD A D R REPSTG 4 ORD SHS	06/29/2006	07/07/2009	12,657.00	16,211.00	-3,554.00
1522. MCDERMOTT INTL INC	06/17/2008	07/07/2009	27,093.00	80,968.00	-53,875.00
66. METTLER TOLEDO INTL INC	11/08/2006	07/07/2009	5,063.00	5,024.00	39.00
1539. MITSUBISHI CORP A D R	06/29/2006	07/07/2009	53,525.00	59,328.00	-5,803.00
139. MOLSON COORS BREWING CO CL B	01/08/2008	07/07/2009	6,020.00	7,246.00	-1,226.00
833. ORIX CORP SPONS A D R	08/23/2006	07/07/2009	24,384.00	99,047.00	-74,663.00
720. OWENS ILL INC	01/16/2007	07/07/2009	19,276.00	15,484.00	3,792.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Schedule D-1 (Form 1041) 2009

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Employer identification number

SIDNEY R BAER JR FOUNDATION

43-6829338

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1154. PHILIP MORRIS INTL	06/17/2008	07/07/2009	51,088.00	58,465.00	-7,377.00
859. QUANTA SVCS INC	05/01/2008	07/07/2009	17,946.00	20,637.00	-2,691.00
206. RIO TINTO PLC A D R	06/29/2006	07/07/2009	30,788.00	42,047.00	-11,259.00
2179. KONINKLIJKE (ROYAL) KPN NV SP ADR	11/13/2006	07/07/2009	29,808.00	30,014.00	-206.00
372. S P X CORP	11/01/2007	07/07/2009	17,578.00	28,658.00	-11,080.00
1153. SONY CORP A D R	06/17/2008	07/07/2009	28,230.00	57,223.00	-28,993.00
1494. TEREX CORP NEW	06/17/2008	07/07/2009	16,286.00	95,377.00	-79,091.00
328. TUPPERWARE BRANDS CORP	05/15/2008	07/07/2009	8,525.00	12,952.00	-4,427.00
626. URBAN OUTFITTERS INC	03/13/2008	07/07/2009	12,007.00	16,849.00	-4,842.00
423. WARNACO GROUP INC	04/30/2008	07/07/2009	13,306.00	19,251.00	-5,945.00
.2541 SIMON PROPERTY GROUP INC	06/17/2008	07/14/2009	13.00	25.00	-12.00
.9674 TAIWAN SEMICONDUCTOR A D R	06/17/2008	08/17/2009	10.00	11.00	-1.00
250000. IBM CORP 4.250% 9/15/09	02/19/2003	09/15/2009	250,000.00	256,908.00	-6,908.00
.9904 SIMON PROPERTY GROUP INC	06/17/2008	09/30/2009	70.00	96.00	-26.00
1721. AFLAC INC	09/25/2008	10/22/2009	76,836.00	108,326.00	-31,490.00
2433. ABBOTT LABORATORIES	06/03/2003	10/22/2009	125,856.00	100,165.00	25,691.00
1516. ACTIVISION BLIZZARD INC	04/11/2007	10/22/2009	18,649.00	12,780.00	5,869.00
181. AMERICAN TOWER CORP	05/24/2007	10/22/2009	7,021.00	7,591.00	-570.00
142. BLACKROCK INC	08/22/2007	10/22/2009	32,822.00	22,511.00	10,311.00
307. CSX CORP	04/17/2008	10/22/2009	13,779.00	18,110.00	-4,331.00
300. CHURCH AND DWIGHT CO INC	02/07/2008	10/22/2009	16,687.00	16,595.00	92.00
982. CONOCOPHILLIPS	06/17/2008	10/22/2009	51,349.00	94,233.00	-42,884.00
705. DIAGEO PLC SPONSORED A D R	06/29/2006	10/22/2009	45,373.00	46,868.00	-1,495.00
1625. DISNEY WALT CO	06/17/2008	10/22/2009	47,451.00	54,194.00	-6,743.00
1589. EMERSON ELEC CO	06/17/2008	10/22/2009	63,095.00	88,110.00	-25,015.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

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SIDNEY R BAER JR FOUNDATION

43-6829338

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1430. FIRST ENERGY CORP	09/25/2008	10/22/2009	66,180.00	98,734.00	-32,554.00
2205. FOMENTO ECONOMICO MEX SP A D R	06/29/2006	10/22/2009	97,912.00	58,979.00	38,933.00
980. FRANCE TELECOM SPSD ADR	02/12/2008	10/22/2009	26,513.00	35,152.00	-8,639.00
560. FRANKLIN RES INC	09/25/2008	10/22/2009	62,119.00	53,998.00	8,121.00
2059. GAMESTOP CORP CL A	06/17/2008	10/22/2009	51,701.00	96,402.00	-44,701.00
1285. HEWLETT PACKARD CO	06/17/2008	10/22/2009	61,666.00	60,961.00	705.00
39. INTUITIVE SURGICAL INC	07/23/2007	10/22/2009	10,001.00	8,022.00	1,979.00
7439. ISHARES MSCI EMERGING MKTS E T F	06/17/2008	10/22/2009	302,760.00	353,285.00	-50,525.00
1538. J P MORGAN CHASE CO	06/17/2008	10/22/2009	69,225.00	60,583.00	8,642.00
831. JOHNSON JOHNSON	08/07/2002	10/22/2009	50,458.00	43,008.00	7,450.00
2718. JOHNSON CTLS INC	06/17/2008	10/22/2009	72,411.00	90,391.00	-17,980.00
3910. KEPPEL CORP LTD SPONS A D R	06/29/2006	10/22/2009	45,824.00	34,939.00	10,885.00
4406. KROGER CO	06/17/2008	10/22/2009	104,465.00	116,229.00	-11,764.00
778. LOCKHEED MARTIN CORP	06/17/2008	10/22/2009	55,254.00	79,193.00	-23,939.00
1967. MANHATTAN ASSOCS INC	06/17/2008	10/22/2009	45,758.00	51,111.00	-5,353.00
2553. MANULIFE FINANCIAL CORP	06/17/2008	10/22/2009	53,485.00	98,545.00	-45,060.00
1497. METLIFE INC	06/17/2008	10/22/2009	55,481.00	86,661.00	-31,180.00
778. MITSUBISHI CORP A D R	06/17/2008	10/22/2009	35,242.00	51,970.00	-16,728.00
154. MOLSON COORS BREWING CO CL B	01/17/2008	10/22/2009	7,677.00	7,449.00	228.00
1293. MURPHY OIL CORP	06/17/2008	10/22/2009	81,583.00	120,002.00	-38,419.00
1454. NINTENDO LTD A D R	06/17/2008	10/22/2009	48,577.00	82,055.00	-33,478.00
655. NOVO NORDISK AS A D R	06/17/2008	10/22/2009	42,567.00	41,233.00	1,334.00
2369. PUBLIC SVC ENTERPRISE GROUP INC	06/17/2008	10/22/2009	72,372.00	111,363.00	-38,991.00
366. KONINKLIJKE (ROYAL) KPN NV SP ADR	11/14/2006	10/22/2009	6,712.00	5,041.00	1,671.00
2620. SAFEWAY INC	06/17/2008	10/22/2009	59,055.00	79,700.00	-20,645.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Schedule D-1 (Form 1041) 2009

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Employer identification number

SIDNEY R BAER JR FOUNDATION

43-6829338

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr.)	(c) Date sold (mo, day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1023. ST JUDE MED INC	09/25/2008	10/22/2009	34,896.00	45,398.00	-10,502.00
1108. SANOFI AVENTIS A D R	09/25/2008	10/22/2009	43,395.00	37,838.00	5,557.00
1543. SCHERING PLOUGH CORP	07/30/2008	10/22/2009	44,683.00	30,659.00	14,024.00
688.4315 SIMON PROPERTY GROUP INC	06/17/2008	10/22/2009	47,174.00	67,025.00	-19,851.00
1292. SOUTHWESTERN ENERGY CO	06/17/2008	10/22/2009	61,502.00	60,272.00	1,230.00
420. STERICYCLE INC	01/10/2007	10/22/2009	22,134.00	15,850.00	6,284.00
917. STRYKER CORP	06/17/2008	10/22/2009	44,510.00	59,136.00	-14,626.00
1637. TIME WARNER INC	07/30/2008	10/22/2009	51,925.00	53,353.00	-1,428.00
410. TIME WARNER CABLE INC	07/30/2008	10/22/2009	17,324.00	17,540.00	-216.00
1356. TRAVELERS COS INC	06/17/2008	10/22/2009	68,709.00	64,849.00	3,860.00
107. TUPPERWARE BRANDS CORP	05/16/2008	10/22/2009	5,049.00	4,123.00	926.00
185. URBAN OUTFITTERS INC	02/01/2008	10/22/2009	6,161.00	5,266.00	895.00
169. WARNACO GROUP INC	05/14/2008	10/22/2009	7,436.00	8,609.00	-1,173.00
1331. MARVELL TECHNOLOGY GROUP LTD	05/14/2008	10/22/2009	19,686.00	18,502.00	1,184.00
294. ALCON INC	06/17/2008	10/22/2009	43,072.00	47,759.00	-4,687.00
1641. CVS CAREMARK CORP	06/17/2008	11/03/2009	58,125.00	68,556.00	-10,431.00
1605. CUMMINS INC	06/17/2008	11/03/2009	71,559.00	118,107.00	-46,548.00
1043. MARVELL TECHNOLOGY GROUP LTD	05/16/2008	11/03/2009	14,351.00	14,947.00	-596.00
858. ACE LTD	09/25/2008	11/03/2009	43,661.00	50,232.00	-6,571.00
291. NOBLE CORP	04/11/2008	11/03/2009	12,210.00	13,846.00	-1,636.00
3767. AXA S.A. SALE OF ADR RIGHTS		12/09/2009	2,109.00		2,109.00
.5 NEOGEN CORP	06/17/2008	12/21/2009	12.00	9.00	3.00
.4 LIVEWIRE MOBILE INC	06/29/2006	12/22/2009	1.00	14.00	-13.00
.1 SYCAMORE NETWORKS INC	06/29/2006	12/24/2009	2.00	-2,944.00	2,946.00
. AOL TIME WARNER SECURITY LITIGATION		01/14/2010	58.00		58.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

SIDNEY R BAER JR FOUNDATION

43-6829338

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a . BURLINGTON NORTHN SANTA FE CORP		02/16/2010	9,650.00		9,650.00
.0338 BERKSHIRE HATHAWAY INC CL B	06/17/2008	02/18/2010	3.00	3.00	
1943. ATT INC	02/11/2004	03/25/2010	50,945.00	50,440.00	505.00
1. BERKSHIRE HATHAWAY INC CL A	06/17/2008	03/25/2010	122,979.00	114,831.00	8,148.00
805. CERNER CORPORATION	06/17/2008	03/25/2010	71,099.00	38,752.00	32,347.00
2600. COMCAST CORP CL A	06/17/2008	03/25/2010	48,155.00	55,172.00	-7,017.00
912. DEERE & CO	06/17/2008	03/25/2010	56,067.00	72,894.00	-16,827.00
1058. EMERSON ELEC CO	06/17/2008	03/25/2010	52,732.00	58,666.00	-5,934.00
813. FRESenius MED AKTIENGESELLSCHAFT ADR	06/17/2008	03/25/2010	44,757.00	44,554.00	203.00
328. INTERPUBLIC GROUP COS INC	05/06/2008	03/25/2010	2,775.00	3,148.00	-373.00
209. JOY GLOBAL INC	12/12/2007	03/25/2010	12,191.00	12,109.00	82.00
2102. KOMATSU LTD A D R REPSTG 4 ORD SHS	06/29/2006	03/25/2010	44,877.00	40,375.00	4,502.00
2348. LOREAL CO UNSPONSORED ADR	06/29/2006	03/25/2010	49,047.00	42,616.00	6,431.00
716. MAXIMUS INC	06/17/2008	03/25/2010	43,754.00	26,299.00	17,455.00
48. METTLER TOLEDO INTL INC	07/17/2007	03/25/2010	5,298.00	4,752.00	546.00
475. NATIONAL GRID PLC SP A D R	01/30/2008	03/25/2010	22,658.00	37,625.00	-14,967.00
3141. NOMURA HOLDINGS INC A D R	06/17/2008	03/25/2010	22,651.00	51,984.00	-29,333.00
1536. NORTHERN TR CORP	09/25/2008	03/25/2010	86,491.00	116,766.00	-30,275.00
2987. SKF AB SPONSORED ADR PAR S KR 12.50	06/17/2008	03/25/2010	52,690.00	53,019.00	-329.00
3398. SILVER WHEATON CORP	06/20/2007	03/25/2010	51,130.00	40,772.00	10,358.00
1018. SMITH INTL INC	06/17/2008	03/25/2010	42,277.00	81,252.00	-38,975.00
37. TOTAL S A A D R	06/29/2006	03/25/2010	2,097.00	2,319.00	-222.00
531. TOYOTA MTR CORP A D R	06/29/2006	03/25/2010	42,879.00	53,238.00	-10,359.00
1696. VERIZON COMMUNICATIO NS INC	05/03/2005	03/25/2010	51,408.00	56,353.00	-4,945.00
790. ACE LTD	09/25/2008	03/25/2010	41,839.00	46,251.00	-4,412.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

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Employer identification number

SIDNEY R BAER JR FOUNDATION

43-6829338

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a . WORLDCOM INC SECURITY LITIGATION		04/05/2010	54.00		54.00
. WORLDCOM INC SECURITY LITIGATION		04/06/2010	5.00		5.00
500000. F H L B DEB 3.375% 5/14/10	03/10/2004	05/14/2010	500,000.00	500,260.00	-260.00
1312. PLATO LEARNING INC	06/29/2006	05/26/2010	7,347.00	8,069.00	-722.00
1240. COMPANHIA DE BEBIDAS P R RT 6/07/10	06/17/2008	06/07/2010	5.00		5.00
900. AMGEN INC	06/17/2008	06/14/2010	49,074.00	40,131.00	8,943.00
619. ANSYS INC	06/17/2008	06/14/2010	26,831.00	29,333.00	-2,502.00
2356. COMCAST CORP CL A	06/17/2008	06/14/2010	43,255.00	49,994.00	-6,739.00
1309. F T I CONSULTING INC	07/30/2008	06/14/2010	58,246.00	92,836.00	-34,590.00
1818. FRANCE TELECOM SPSP ADR	06/17/2008	06/14/2010	33,978.00	52,613.00	-18,635.00
470. H D F C BK LTD A D R	09/25/2008	06/14/2010	69,408.00	44,335.00	25,073.00
149. HASBRO INC	05/16/2008	06/14/2010	6,063.00	5,365.00	698.00
1017. HUTCHISON WHAMPOA LTD UNSP ADR	06/17/2008	06/14/2010	31,628.00	52,477.00	-20,849.00
213. MITSUBISHI ESTATE LTD A D R	06/17/2008	06/14/2010	31,036.00	52,622.00	-21,586.00
1006. MONSANTO CO	06/17/2008	06/14/2010	50,477.00	143,801.00	-93,324.00
354. NATIONAL GRID PLC SP A D R	03/31/2008	06/14/2010	14,765.00	24,731.00	-9,966.00
1195. PETROHAWK ENERGY CORP	03/22/2007	06/14/2010	25,278.00	15,475.00	9,803.00
588. RIO TINTO PLC A D R	06/17/2008	06/14/2010	28,388.00	70,441.00	-42,053.00
3221. SCHWAB CHARLES CORP	09/25/2008	06/14/2010	51,664.00	78,078.00	-26,414.00
15.7555 SIMON PROPERTY GROUP INC	03/18/2009	06/14/2010	1,399.00	535.00	864.00
1337. SMITH INTL INC	06/17/2008	06/14/2010	53,666.00	106,713.00	-53,047.00
1799. STATE STR CORP	07/30/2008	06/14/2010	67,569.00	105,891.00	-38,322.00
1041. X T O ENERGY INC	06/17/2008	06/14/2010	45,574.00	72,913.00	-27,339.00
1112. ZIONS BANCORPORATION	10/27/2008	06/14/2010	26,414.00	40,831.00	-14,417.00
643. TRANSOCEAN LTD	06/17/2008	06/14/2010	29,918.00	95,418.00	-65,500.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b -1,684,055.00

Schedule D-1 (Form 1041) 2009

FEDERAL CAPITAL GAIN DIVIDENDS
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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	-----	422.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		-----
		422.00
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