Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning AUGUST 1 **, 2009, and ending** JULY 31 **, 20**10

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

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

Name of foundation: CONN MEMORIAL FOUNDATION

A Employer identification number: 59-0978713

Number and street (or P O box number if mail is not delivered to street address): 3410 HENDERSON BOULEVARD | Room/suite: 200

B Telephone number (see page 10 of the instructions): 813-554-1210

City or town, state, and ZIP code: TAMPA, FL 33609

C If exemption application is pending, check here ▶ [ ]
D 1 Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 20,695,117

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc received (attach schedule)				
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	364,208	364,208		
	4 Dividends and interest from securities	143,662	143,662		
	5a Gross rents	60,529	60,529		
	b Net rental income or (loss) 57,121				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		644,533		
	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)	50,312	50,312		
	12 **Total.** Add lines 1 through 11	618,711	1,263,244		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	74,358	14,872		61,271
	14 Other employee salaries and wages	66,521	13,304		55,456
	15 Pension plans, employee benefits	5,030	1,006		
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,668	933		3,735
	c Other professional fees (attach schedule)	173,808	167,500		6,308
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	(2,408)	(10,831)		8,423
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	13,691	2,738		10,953
	21 Travel, conferences, and meetings	11,067	1,322		9,745
	22 Printing and publications				
	23 Other expenses (attach schedule)	42,637	14,778		27,859
	24 **Total operating and administrative expenses.** Add lines 13 through 23	389,372	205,622		183,750
	25 Contributions, gifts, grants paid	780,650			780,650
	26 **Total expenses and disbursements** Add lines 24 and 25	1,170,022	205,622		964,400
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	(551,311)			
	b **Net investment income** (if negative, enter -0-)		1,057,622		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	80,715	5,412	5,412
	2 Savings and temporary cash investments	936,531	467,945	467,945
	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 ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	800		
	10 a Investments - U S and state government obligations (attach schedule)	811,547	1,185,649	1,234,950
	b Investments - corporate stock (attach schedule)	11,942,870	11,933,760	12,797,309
	c Investments - corporate bonds (attach schedule)	5,409,357	5,721,794	6,189,341
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	29,227	29,227	160
	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)	19,211,047	19,343,787	20,695,117
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 ▶ DUE TO INV MGR)	2,318	41,836	
	23 Total liabilities (add lines 17 through 22)	2,318	41,836	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	23,957,213	24,601,746	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	(4,748,484)	(5,299,795)	
	30 Total net assets or fund balances (see page 17 of the instructions)	19,208,729	19,301,951	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	19,211,047	19,343,787	

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	19,208,729
2	Enter amount from Part I, line 27a	2	(551,311)
3	Other increases not included in line 2 (itemize) ▶ SEE ATTACHED SCHEDULE	3	644,533
4	Add lines 1, 2, and 3	4	19,301,951
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,301,951

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
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	11,943,517		11,298,984	644,533
b				
c				
d				
e				

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

	(i) F M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				644,533
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	644,533
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	966,650	18,167,412	0.0532
2007	1,123,921	23,739,597	0.0473
2006	1,119,824	23,604,279	0.0474
2005	1,092,919	22,485,134	0.0486
2004	1,026,655	21,611,603	0.0475

2 **Total** of line 1, column (d)	2	0.2440
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	0.0488
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	20,405,320
5 Multiply line 4 by line 3	5	995,780
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,576
7 Add lines 5 and 6	7	1,006,356
8 Enter qualifying distributions from Part XII, line 4	8	964,400

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)			1	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b				
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	21,152
3	Add lines 1 and 2			3	21,152
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	21,152
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	5,300		
b	Exempt foreign organizations-tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,852		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	21,152
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	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

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

Website address ▶ www.connfoundation.org

14 The books are in care of ▶ SHEFFIELD CROWDER Telephone no ▶ 813-554-1210

Located at ▶ FOUNDATION ADDRESS ZIP + 4 ▶ 33609

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		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SHEFFIELD CROWDER TAMPA, FLORIDA	PRESIDENT 20 HRS	74,358	2,231	0
MARY ANN OSBORNE TAMPA, FL	DIRECTOR 35 HRS	66,527	2,799	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
ABBY BRANNON TAMPA, FLORIDA	CONTROLLER 4 HRS	1,533		
VARIOUS TAMPA, FLORIDA	RECEPTIONIST 8 HRS	6,353		

Total number of other employees paid over $50,000 ▶ 2

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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

Total number of others receiving over $50,000 for professional services . . . . ▶

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	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
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	19,483,230
b	Average of monthly cash balances	1b	1,232,671
c	Fair market value of all other assets (see page 24 of the instructions)	1c	160
d	**Total** (add lines 1a, b, and c)	1d	20,716,061
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	20,716,061
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	310,741
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,405,320
6	**Minimum investment return.** Enter 5% of line 5	6	1,020,266

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	1,020,266
2a	Tax on investment income for 2009 from Part VI, line 5	2a	21,152		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	21,152
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	999,114
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	999,114
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	999,114

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	964,400
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	964,400
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	964,400

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				999,114
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			336,126	
b Total for prior years 20____,20____,20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 964,400				
a Applied to 2008, but not more than line 2a			336,126	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				628,274
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				370,840
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

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

BETH DOYLE 3410 HENDERSON BLVD TAMPA, FL 33609 (813)554-1210

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

GRANT APP EXPLAINING PURPOSE OF GRANT AND AMT REQUESTED, LATEST AUDITED FIN STMT, IRS EXEMPT LETTER

c Any submission deadlines

REQUESTS FOR MAY SHOULD BE RECEIVED BY JANUARY 1ST. NOVEMBER REQUESTS BY JUNE 1ST

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

LTD TO HILLS CTY. DISADVANTAGED AND TROUBLED YOUTH

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 ATTACHED SCHEDULE				780,650
Total . . . . . . ▶ **3a**				780,650
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

JSA
9E1491 1 000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	507,870	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	60,529	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a ROYALTIES			15	3,000	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				571,399	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 571,399

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	N/A

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Shoff C — Signature of officer or trustee | 2/15/11 Date | President Title

Paid Preparer's Use Only

Preparer's signature: Ronald D. Rooks, CPA	Date: 2-4-11	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions): P00448748
Firm's name (or yours if self-employed), address, and ZIP code: BROYLES, ROOKS & JOHNSON CPA'S PA, 515 W BAY STREET, SUITE 101, TAMPA, FL 33606		EIN ▶ 20-3559613	Phone no 813-251-6603

JSA
9E1493 1 000

The Free Press

(Published Weekly)
Tampa, Hillsborough County, Florida

STATE OF FLORIDA,
COUNTY OF HILLSBOROUGH.

Before the undersigned authority personally appeared JOHN N. HARRISON, IV, who on oath says that he is Publisher of THE FREE PRESS, a weekly newspaper published at Tampa, in Hillsborough County, Florida, that the attached copy of advertising being a true copy in the matter of

PUBLIC NOTICE

Conn Memorial Foundation, Inc.

was published in said newspaper in the issues of January 1, 2011.

PUBLIC NOTICE

The annual report of the Conn Memorial Foundation, Inc., is available at the address below for inspection during regular business hours from 10:00am to 4:00pm by any citizen who so requests within 180 days after publication of this notice of its availability.

Conn Memorial Foundation, Inc.
3410 Henderson Blvd., Suite 200
Tampa, FL 33609-3975
Principal Manager: Sheffield Crowder,
813-554-1210

1-1

Affiant further says that the said THE FREE PRESS is a newspaper published at Tampa, in said Hillsborough County, and that the said newspaper has heretofore been continuously published in said Hillsborough County, Florida, each week and has been entered as a second-class mail matter at the post office in Tampa, in said Hillsborough County, Florida for a period of one year next preceding the first publication of the attached copy of advertisement; and affiant further says that he has neither paid nor promised any person, firm or corporation any discount, rebate, commission or refund for the purpose of securing this advertisement for publication in the said newspaper.

This 1 of January, 2011.

who is personally known to me
SWORN TO and subscribed before me

This 1 of January, 2011.

Jennifer Ward

JENNIFER WARD
Comm# DD0769542
Expires 6/3/2012
Florida Notary Assn., Inc

CONN MEMORIAL FOUNDATION, INC.
AUGUST 1, 2009 THROUGH JULY 31, 2010
59-0978713
ATTACHMENT TO: 990 PF

	(A) Revenues & Expenses per Books	(B) Net Investment Income	(C) Adjusted Net Income	(D) Disbursements for Charitable Purposes
PART 1, LINE 5(b)				
NET RENTAL INCOME (LOSS)				
Gross rents - Line (a)	60.529	60,529		
Less expenses : (From schedule of expenses)	0	0		
Investment Expenses:				
Severence Lease Tax	(3,408)			
	57,121	60,529	-	-

	(A) Revenues & Expenses per Books	(B) Net Investment Income	(C) Adjusted Net Income	(D) Disbursements for Charitable Purposes
PART I, LINE 11				
OTHER INCOME				
Royalties:				
CHL(net of distributions)	3,000	3.000		
Other:				
Miscellaneous Income	47.312	47,312		
	50.312	50.312	-	-

	(A) Revenues & Expenses per Books	(B) Net Investment Income	(C) Adjusted Net Income	(D) Disbursements for Charitable Purposes
PART I, LINE 16b				
ACCOUNTING FEES				
Broyles & Rooks, P A				
Form 990 PF	2,488	498		1,990
Agreed upon procedures	2,180	435		1.745
	4.668	933	-	3,735

CONN MEMORIAL FOUNDATION, INC.
AUGUST 1, 2009 THROUGH JULY 31, 2010
59-0978713
ATTACHMENT TO: 990 PF

	(A) Revenues & Expenses per Books	(B) Net Investment Income	(C) Adjusted Net Income	(D) Disbursements for Charitable Purposes
PART I, LINE 16c				
OTHER PROFESSIONAL FEES				
Investment Advisory Fees	163.351	163,351		
Miscellaneous Investment Expense	2.571	2.571		
Professional Services	7,886	1.578		6.308
	173,808	167,500	-	6,308
PART I, LINE 18				
TAXES				
Federal Excise Tax Refund	(16,578)	(16.578)		-
Severance Lease Tax	3,409	3,409		-
Foreign taxes	219	219		-
Employers FICA and Medicare	10.528	2.105		8,423
Arkansas Property Tax	14	14		-
	(2,408)	(10.831)	-	8.423
PART I, LINE 23				
OTHER EXPENSES				
Automobile	837	-		837
Amortization	8,023	8.023		
Insurance - P & C	1.969	394		1,575
Insurance - D & O	1.555	311		1,244
Insurance - Health	13.039	2.608		10,431
Computer expenses	5,539	1.108		4,431
Copier expenses	359	72		287
Office Supplies	580	116		464
Payroll Service	516	103		413
Postage	155	31		124
Telephone	1,637	327		1,310
Funders Forum	250	50		200
Entertainment	561	112		449
Miscellaneous - Other	148	30		118
Website	168	34		134
Common Area Maintenance	7,301	1,460		5,841
	42.637	14,778	-	27,859

CONN MEMORIAL FOUNDATION, INC.
AUGUST 1, 2009 THROUGH JULY 31, 2010
59-0978713
ATTACHMENT TO: 990 PF

PART II, LINE 13
OTHER INVESTMENTS

	Book Value	Fair Market Value
Arkansas Land	66	160
Mississippi Mineral Rights	29,161	-
	29,227	160

PART III, LINE 5
INCREASES NOT INCLUDED IN LINE 2

Capital Gains (from Part IV, line 2)	644,533

CONN MEMORIAL FOUNDATION, INC.
AUGUST 1, 2009 THROUGH JULY 31, 2010
59-0978713

ATTACHMENT TO: 990 PF

PART II, LINE 10 a, b, c
INVESTMENTS 10

	Book Value		
	a Government Obligations	b Corporate Stock	c Corporate Bonds
Page 4-2	1,185.649	209.554	5.721,794
Page 4-23	-	1.450,847	-
Page 4-30	-	1,615,234	-
Page 4-38	-	2,168.754	-
Page 4-42	-	1,569.973	-
Page 4-53	-	1.428,095	-
Page 4-60	-	2,253,516	-
Page 4-69	-	1,237.787	-
	1,185.649	11.933,760	5,721,794

INVESTMENTS 10

	Market Value		
	a Government Obligations	b Corporate Stock	c Corporate Bonds
Page 4-2	1.234,950	208.546	6.189.341
Page 4-23	-	1,524.688	-
Page 4-30	-	1.744,967	-
Page 4-38	-	2,377,190	-
Page 4-42	-	1,776.527	-
Page 4-53	-	1.434.441	-
Page 4-60	-	2.472,265	-
Page 4-69	-	1.258,685	-
	1,234,950	12.797.309	6,189,341

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-INCOME RESEARCH
Account Number: XX17012

Balance Shee

	Book Value Beginning	Book Value Ending	% of Book Value	Market Value Beginning	Market Value Ending	% of Market	Accrued Income
Cash	0 00	0 00	0 00	0.00	0.00	0 00	0 00
Cash and Equivalents	387,257.58	95,910.80	1.33	387,257.58	95,911.29	1.24	0.00
Government and Agency Bonds	753,713 28	1 1,020,955.76	14 16	799,386.10	1,068,436 23 2	13.84	8,219 67
Corporate Bonds	5,663,363.89	5,721,793 55	79.32	6,069,739.28	6,189,341.47	80.09	69,364 86
Other Fixed Income	164,704.29	1 164,693 52	2.28	170,621.19	166,513.33 2	2.15	2,561 04
Equities	0 00	0 00	0 00	0.00	0 00	0.00	0 00
Foreign Assets	209,662.81	209,553 73	2 90	209,016.92	208,546 45	2.69	1,692 50
Other Assets	0.00	0.00	0.00	0.00	0.00	0.00	0 00
Total Assets	**7,178,701.85**	**7,212,907.36**	**100.00**	**7,636,021.07**	**7,728,748.77**	**100.00**	**81,838.07**

	Book Value	Market Value
Total Government obligations	Σ1 1,185,649.28	Σ2 1,234,949.56

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-INCOME RESEARCH
Account Number: XX17012

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Incom Accrued Incom
CASH							
	CASH BALANCE		0.00		0 00		
TOTAL CASH			0.00		0.00	0.00	0.(0.(
CASH EQUIVALENTS							
MONEY MARKET FUNDS-TAXABLE							
56,918.700	SSGA INST LIQUID RESERVES INV CL	CM1SSVXX1	56,918 70	1 000	56,918 70	0 00	0 (0 (
TOTAL MONEY MARKET FUNDS-TAXABLE			56,918.70		56,918.70	0.00	0.(0.(
US TREASURY BILLS							
39,000 000	US TREASURY BILLS 9/16/10	912795VB4	38,992 10	1 000	38,992 59	0 49	0 (0 (
TOTAL US TREASURY BILLS			38,992.10		38,992.59	0.49	0.(0.(
TOTAL CASH AND EQUIVALENTS			95,910.80		95,911.29	0.49	0.(0.(
GOVERNMENT AND AGENCY ISSUES							
US TREASURY NOTES & BONDS							
304,000 000	US TREASURY NOTES 2.375% 8/31/10 Moody: AAA S&P: AAA	912828JJ0	304,558 17	100 168	304,510 72	(47 45)	7,296.(3,021.4
TOTAL US TREASURY NOTES & BONDS			304,558.17		304,510.72	(47.45)	7,296.(3,021.4
US GOVT AGY PASS THROUGHS							
62,855 250 100,000 000	FNMA POOL #725322 5.164% 11/01/10 Moody: N/A S&P: N/A	31402CYT3	62,856.20	1 007	63,307 18	450 98	3,268.4 270.4
51,561 650 105,000.000	FNMA POOL #555317 4.862% 4/01/13 Moody: N/A S&P: N/A	31385W4A4	51,420.30	1.073	55,328 23	3,907.93	2,526 (215 (

632944 F002 1047 29OZ 50/131 -------- 14

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
GOVERNMENT AND AGENCY ISSUES (Continued)							
	US GOVT AGY PASS THROUGHS (Continued)						
35,002 250 42,000 000	FNMA POOL #462011 5.155% 8/01/15 Moody: N/A S&P: N/A	31381JGU0	36,624 14	1 110	38,853 55	2,229 41	1,820 12 155 35
21,009 880 25,000.000	FNMA POOL #745331 5.054% 1/01/16 Moody: N/A S&P: N/A	31403DA82	20,918 05	1 092	22,939 64	2,021 59	1,071.50 91 43
206,599 820 220,000.000	FNMA POOL #745504 5.157% 2/01/16 Moody: N/A S&P: N/A	31403DGM5	204,529 83	1.121	231,542 62	27,012 79	10,743.19 917.52
36,214 090 70,000 000	FHLMC ARM #1G1028 5.567% 7/01/36 Moody: N/A S&P: N/A	3128QJD94	36,552 77	1 051	38,078 39	1,525 62	2,027.99 158 25
31,708 500 94,000 000	FNMA ARM #923205 5.767% 5/01/37 Moody: N/A S&P: N/A	31412EU61	33,222 04	1 064	33,734.99	512 95	1,839 09 150 21
22,901.490 46,000 000	FHLMC ARM #1J0573 5.797% 8/01/37 Moody: N/A S&P: N/A	3128LUT63	23,516 03	1 066	24,412 76	896 73	1,328.29 106 46
16,055 950 29,000.000	FHLMC ARM #1Q0723 5.707% 1/01/38 Moody: N/A S&P: N/A	3128S4YU5	16,604 56	1 062	17,055.27	450 71	915.19 75 29
37,035 120 57,000.000	FHLMC ARM #1Q0745 5.235% 3/01/39 Moody: N/A S&P: N/A	3128S4ZJ9	38,850 93	1 068	39,536 84	685 91	1,925 83 158 14
44,334.120 45,000.000	FHLMC ARM #1B4666 3.5% 4/01/40 Moody: N/A S&P: N/A	3128JQCC0	45,655 37	1 039	46,053 84	398 47	1,551 69 128.74
TOTAL US GOVT AGY PASS THROUGHS			**570,750.22**		**610,843.31**	**40,093.09**	**29,017.88** **2,427.76**
US GOVERNMENT AGENCY CMO							
57,227 840	SBA 2005-20K 5.36% 11/01/25 Moody: N/A S&P: N/A	83162CPX5	60,614.55	109 375	62,592 95	1,978 40	3,090 30 737.58

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Incom Accrued Incom
GOVERNMENT AND AGENCY ISSUES (Continued)							
	US GOVERNMENT AGENCY CMO (Continued)						
37,297 610	SBAP 2007-20B-1 5.49% 2/01/27 Moody: N/A S&P: N/A	83162CQV8	39,088 40	110 500	41,213.86	2,125.46	2,051 3 1,010.6
45,944 420	SBAP 2009-20H 1 4.45% 8/01/29 Moody: AAA S&P: AAA	83162CSS3	45,944 42	107 250	49,275 39	3,330 97	2,021 5 1,022 2
TOTAL US GOVERNMENT AGENCY CMO			**145,647.37**		**153,082.20**	**7,434.83**	**7,163.2** **2,770.8**
TOTAL GOVERNMENT AND AGENCY ISSUES			**1,020,955.76**		**1,068,436.23**	**47,480.47**	**43,477.1** **8,219.6**
CORPORATE BONDS							
	CORPORATE BONDS						
39,000.000	AMERICAN GENERAL CORP 7.5% 8/11/10 Moody: A3 S&P: A-	026351BC9	39,023.25	100 125	39,048 75	25 50	2,925 0 1,381 2
47,000 000	JP MORGAN CHASE & CO 2.625% 12/01/10 Moody: AAA S&P: AAA	481247AD6	47,146 33	100.792	47,372 24	225 91	1,222 0 205 6
145,000.000	MORGAN STANLEY 3.25% 12/01/11 Moody: AAA S&P: AAA	61757UAB6	149,413 18	103 555	150,154 75	741.57	4,640.0 785 4
148,000 000	GOLDMAN SACHS GROUP 2.15% 3/15/12 Moody: AAA S&P: AAA	38146FAK7	150,649 63	102 440	151,611 20	961 57	3,108 0 1,202 0
75,000 000	BANK OF AMERICA CORP 2.1% 4/30/12 Moody: AAA S&P: AAA	06050BAG6	76,295 19	102 493	76,869 75	574 56	1,575 0 398 1
25,000.000	HOUSEHOLD FIN CORP 7% 5/15/12 Moody: A3 S&P: A	441812JY1	25,686.61	108.056	27,014 00	1,327.39	1,750 0 369 4
21,000.000	GMAC INC LLC 1.75% 10/30/12 Moody: AAA S&P: AAA	36185JAA7	20,998 54	102 136	21,448 56	450 02	357 0 92 9

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
CORPORATE BONDS (Continued)							
	CORPORATE BONDS (Continued)						
62,000 000	WEST CORP FED 1.75% 11/02/12 Moody: AAA S&P: AAA	95806AAB9	61,941.31	102.072	63,284 64	1,343 33	1,054 00 268 24
85,000.000	LOCKHEED MARTIN CORP 4.121% 3/14/13 Moody: BAA1 S&P: A-	539830AS8	85,000 00	107 293	91,199.05	6,199 05	3,485.00 1,333 03
26,000 000	GOLDMAN SACHS GRP 5.25% 10/15/13 Moody: A1 S&P: A	38141GDQ4	23,086 37	108.379	28,178 54	5,092 17	1,352 00 401 92
33,000 000	GOLDMAN SACH GR INC 6% 5/01/14 Moody: A1 S&P: A	38141EA33	33,435 07	110 335	36,410 55	2,975 48	1,980 00 495 00
47,000 000	HISTORIC TIME WARNER 8.05% 1/15/16 Moody: BAA2 S&P: BBB	887315BA6	52,806 37	121 461	57,086 67	4,280 30	3,760 00 168 16
75,000 000	IBM CORP 5.7% 9/14/17 Moody: A1 S&P: A+	459200GJ4	74,798.86	117 235	87,926 25	13,127 39	4,275 00 1,626.88
39,000.000	NSTAR ELECTRIC CO 5.625% 11/15/17 Moody: A1 S&P: A+	67021CAE7	36,130.72	115 233	44,940 87	8,810 15	2,184.00 463.22
135,000 000	CITIGROUP INC 6.125% 11/21/17 Moody: A3 S&P: A	172967EM9	137,946 30	107 058	144,528 30	6,582 00	8,235 00 1,607 54
34,000 000	JP MORGAN CHASE & CO 6% 1/15/18 Moody: AA3 S&P: A+	46625HGY0	35,108.49	112 868	38,375 12	3,266 63	2,040 00 90 67
40,000 000	GOLDMAN SACHS GROUP 5.95% 1/18/18 Moody: A1 S&P: A	38141GFG4	35,156 61	107.298	42,919 20	7,762 59	2,380 00 85 94
44,000.000	HARTFORD FINL SVCS 6.3% 3/15/18 Moody: BAA3 S&P: BBB	416515AU8	43,638 62	105.121	46,253 24	2,614.62	2,772.00 1,047 20

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimat Annual Incom Accrued Incon
CORPORATE BONDS (Continued)							
	CORPORATE BONDS (Continued)						
140,000 000	BANK OF AMERICA NA 5.65% 5/01/18 Moody: A2 S&P: A	06051GDX4	130,778 74	104 682	146,554 80	15,776 06	7,840 1,977
69,000 000	FLORIDA POWER CORP 5.65% 6/15/18 Moody: A2 S&P: A-	341099CK3	68,791 61	115 728	79,852 32	11,060 71	3,864 498
48,000 000	PEPSICO INC 7.9% 11/01/18 Moody: AA3 S&P: A-	713448BJ6	47,898 97	130 765	62,767 20	14,868 23	3,792 948
14,000.000	VERIZON COMMS INC 8.75% 11/01/18 Moody: A3 S&P: A	92343VAQ7	16,174 37	132 010	18,481.40	2,307 03	1,218 306
30,000.000	CATERPILLAR INC 7.9% 12/15/18 Moody: A2 S&P: A	149123BQ3	29,955 83	129.218	38,765.40	8,809.57	2,370 302
67,000 000	DOMINION RES INC 8.875% 1/15/19 Moody: BAA2 S&P: A-	25746UBG3	75,997 03	133.316	89,321.72	13,324.69	5,963 264.
30,000 000	TYCO INTL FINANCE 8.5% 1/15/19 Moody: BAA1 S&P: A-	902118BL1	36,059 07	130 668	39,200 40	3,141.33	2,550 113.
33,000 000	KANSAS CITY PWR LT 7.15% 4/01/19 Moody: A3 S&P: BBB+	485134BL3	38,011 46	120 760	39,850 80	1,839.34	2,343 786
75,000 000	TIME WARNER CABLE INC 8.25% 4/01/19 Moody: BAA2 S&P: BBB	88732JAS7	89,383 74	125 597	94,197.75	4,814 01	6,150 2,062
68,000 000	TRAVELERS COS INC 5.9% 6/02/19 Moody: A2 S&P: A-	89417EAF6	74,560 24	112 831	76,725 08	2,164 84	4,012 657
50,000.000	ACE INA HOLDINGS 5.9% 6/15/19 Moody: A3 S&P: A-	00440EAM9	54,598 27	112 921	56,460 50	1,862 23	2,950 376

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
CORPORATE BONDS (Continued)							
	CORPORATE BONDS (Continued)						
119,000 000	BURLINGTON NRTH SANTA 4.7% 10/01/19 Moody: A3 S&P: BBB+	12189TBC7	118,812.10	106 822	127,118 18	8,306 08	5,593 00 1,864 33
36,000 000	NSTAR 4.5% 11/15/19 Moody: A2 S&P: A	67019EAB3	35,717 17	106 985	38,514 60	2,797 43	1,620 00 342 00
78,000 000	NASDAQ OMX GROUP 5.55% 1/15/20 Moody: BAA3 S&P: BBB	631103AD0	77,005 48	102 400	79,872 00	2,866.52	4,290 00 192.40
38,000 000	VALERO ENERGY CORP 6.125% 2/01/20 Moody: BAA2 S&P: BBB	91913YAR1	37,927 36	108 494	41,227.72	3,300 36	2,318 00 1,118 49
61,000 000	RAYTHRON CO 4.4% 2/15/20 Moody: BAA1 S&P: A-	755111BR1	60,860 33	108 675	66,291 75	5,431 42	2,684 00 1,878 80
114,000 000	BOEING CO 7.95% 8/15/24 Moody: A2 S&P: A	097023AH8	126,191 02	136.410	155,507 40	29,316.38	9,006.00 4,179 05
106,000 000	PROCTER & GAMBLE CO 8% 9/01/24 Moody: AA3 S&P: AA-	742718BG3	113,673 39	136 732	144,935 92	31,262 53	8,480 00 3,533 33
61,000.000	NORTHERN STS PWR CO 7.125% 7/01/25 Moody: A1 S&P: A	665772BN8	65,824.18	128.828	78,585 08	12,760 90	4,331 00 362.19
47,000.000	COMCAST CABLE 8.5% 5/01/27 Moody: BAA1 S&P: BBB+	20029PAH2	58,991 88	124.251	58,397.97	(593 91)	3,995 00 998.75
23,000 000	UNION PACIFIC CORP 6.15% 5/01/37 Moody: BAA2 S&P: BBB	907818CX4	21,610 76	112.493	25,873 39	4,262.63	1,403 00 353.63
55,000.000	LOWES COMPANIES 7.11% 5/15/37 Moody: A1 S&P: A	54866NBJ7	66,913 20	125 194	68,856.70	1,943.50	3,905.00 1,629 38

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Incom Accrued Incon
CORPORATE BONDS (Continued)							
	CORPORATE BONDS (Continued)						
82,000 000	TRANOCEAN INC 1.500% 12/15/37 Moody: BAA2 S&P: BBB+	893830AV1	79,988 34	92.000	75,440 00	(4,548 34)	1,230.(157
115,000.000	NEWS AMERICA INC 6.75% 1/09/38 Moody: BAA1 S&P: BBB+	652482AS9	122,917 97	109 801	126,271 15	3,353.18	7,705 (474
141,000.000	GEN ELEC CAP CORP 5.875% 1/14/38 Moody: AA2 S&P: AA+	36962G3P7	128,975.22	100 064	141,090 24	12,115 02	8,319 (667.1
88,000 000	COMCAST CORP 6.4% 5/15/38 Moody: BAA1 S&P: BBB+	20030NAX9	87,816 29	110 335	97,094.80	9,278 51	5,632 (1,188
25,000 000	JP MORGAN CHASE & CO 6.4% 5/15/38 Moody: AA3 S&P: A+	46625HHF0	24,718 69	117 853	29,463 25	4,744.56	1,600 (337.
67,000 000	AMGEN INC 6.4% 2/01/39 Moody: A3 S&P: A+	031162BA7	66,693 13	119 761	80,239 87	13,546 74	4,288 (2,144 (
38,000 000	CISCO SYSTEM INC 5.9% 2/15/39 Moody: A1 S&P: A+	17275RAD4	37,916 54	110 348	41,932.24	4,015.70	2,242 (1,033
70,000 000	ALABAMA POWER CO 6% 3/01/39 Moody: A2 S&P: A	010392FB9	73,588 08	114 167	79,916 90	6,328 82	4,200 (1,750 (
108,000 000	SIMON PPTY GROUP LP 6.75% 2/01/40 Moody: A3 S&P: A-	828807CE5	107,398 72	116.024	125,305 92	17,907 20	7,236 (3,766.
40,000 000	WAL-MART STORES INC 4.875% 7/08/40 Moody: AA2 S&P: AA	931142CV3	39,386 59	98 832	39,532 80	146 21	1,960 (124.
124,000 000	BELLSOUTH TELECOM 7% 12/01/95 Moody: A2 S&P: A	079867AP2	102,328.80	109.711	136,041 64	33,712 84	8,680 (1,446.

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
	CORPORATE BONDS (Continued)						
	CORPORATE BONDS (Continued)						
26,000 000	REPUBLIC NY CORP 7.2% 7/15/97 Moody: A2 S&P: A+	760719BH6	28,815 77	106 956	27,808 56	(1,007 21)	1,872 00 83 20
50,000 000	BELLSOUTH CAP FDG 7.12% 7/15/97 Moody: A2 S&P: A	079857AF5	51,566 06	111 249	55,624.50	4,058 44	3,550 00 158 22
43,000 000	NORFOLK SOUTHN CORP 6% 3/15/05 Moody: BAA1 S&P: BBB+	655844AV0	36,037.44	94 346	40,568.78	4,531 34	2,580 00 114.67
	TOTAL CORPORATE BONDS		**3,562,145.29**		**3,918,310.41**	**356,165.12**	**200,845.00** **50,215.90**
	MEDIUM TERM NOTES						
100,000 000	MORGAN STANLEY MTN 5.95% 12/28/17 Moody: A2 S&P: A	61744YAD0	85,601 45	105 263	105,263.00	19,661 55	5,900 00 545 42
36,000.000	JOHN DEERE CAP MTN 5.35% 4/03/18 Moody: A2 S&P: A	24422EQR3	35,909.86	112 590	40,532.40	4,622 54	1,908 00 631 30
	TOTAL MEDIUM TERM NOTES		**121,511.31**		**145,795.40**	**24,284.09**	**7,808.00** **1,176.72**
	CORPORATE BONDS-CONVERTIBLE						
78,000.000	MEDTRONIC INC CONV 1.5% 4/15/11 Moody: A1 S&P: AA-	585055AL0	77,709 63	100.000	78,000 00	290 37	1,170 00 344 50
76,000.000	BOSTON PPTYS LP CONV 2.875% 2/15/37 Moody: N/A S&P: A-	10112RAK0	75,952 76	99 625	75,715 00	(237 76)	2,204 00 1,007 53
	TOTAL CORPORATE BONDS-CONVERTIBLE		**153,662.39**		**153,715.00**	**52.61**	**3,374.00** **1,352.03**

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Incom Accrued Incon
CORPORATE BONDS (Continued)							
CORPORATE BONDS ADJ/VAR/FLT							
123,000.000	WACHOVIA CORP (STEPUP) V/R 8/01/26 Moody: A2 S&P: A+	337358BH7	115,944 98	116 074	142,771 02	26,826 04	9,348 (4,658 (
TOTAL CORPORATE BONDS ADJ/VAR/FLT			**115,944.98**		**142,771.02**	**26,826.04**	**9,348.(** **4,658.(**
CORPORATE PASS THROUGHS							
115,000.000	NALT 2009-A A3 2.92% 12/15/11 Moody: AAA S&P: AAA	65490AAD9	116,664.14	101 206	116,386 90	(277.24)	3,335 (149.:
107,000.000	TAOT 2010-A-A2 0.75% 5/15/12 Moody: AAA S&P: AAA	89232EAB8	106,999.32	100 105	107,112.35	113 03	749 (35 (
68,000 000	JDOT 2010-A A2 0.72% 7/16/12 Moody: AAA S&P: N/A	47787AAC1	67,998 53	100 104	68,070 72	72 19	476 (21.7
115,000 000	MBART 2010-1 A2 0.7% 8/15/12 Moody: AAA S&P: AAA	587682AB1	114,993.90	100.105	115,120 75	126.85	805 (35 7
37,000 000	BACCT 2006-A16-A16 4.72% 5/15/13 Moody: AAA S&P: AAA	05522RAR9	37,406 45	101.585	37,586 45	180 00	1,739 (87.:
38,000 000	BACCT 2008-A5-A5 1.48813% 12/16/13 Moody: AAA S&P: AAA	05522RCB2	38,325 93	100 917	38,348 46	22 53	570 (24 7
155,000 000	BACCT 2006-A12 A12 V/R 3/15/14 Moody: AAA S&P: AAA	05522RAL2	154,595.97	99.719	154,564 45	(31 52)	465 (15.9
119,000 000	GEMNT 2007-2-A 0.3809% 3/15/15 Moody: AAA S&P: AAA	36159JAX9	118,164 40	98 638	117,379 22	(785.18)	476 (21 4
8,528 400	GCCFC 2002-C1-A2 4.112% 1/11/17 Moody: AAA S&P: AAA	396789BD0	8,394 99	102 196	8,715.68	320 69	349.6 21 6

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
CORPORATE BONDS (Continued)							
	CORPORATE PASS THROUGHS (Continued)						
119,423 410	SWA 2007-1 6.15% 8/01/22 Moody: A2 S&P: A	84474YAA4	115,319.94	104 750	125,096 02	9,776 08	7,284 83 3,219 02
34,985 420	SBAP 2004-20I-1 4.99% 9/01/24 Moody: N/A S&P: N/A	83162CPA5	36,307.01	107 313	37,543 90	1,236 89	1,749 27 717.94
60,480 170	SBAP 2008-20A-1 5.17% 1/01/28 Moody: N/A S&P: N/A	83162CRN5	60,480 17	109.813	66,415.09	5,934 92	3,144 97 1,220 81
153,857 000	SBAP 2008-20C-1 5.49% 3/01/28 Moody: N/A S&P: N/A	83162CRR6	153,857.00	109 906	169,098 07	15,241.07	8,462 14 3,510 80
2,627 990	MSDWC 2001-IQA-A3 5.72% 12/18/32 Moody: AAA S&P: N/A	61746WJJ0	2,645 06	101 114	2,657.27	12 21	149.80 10.75
12,985 310	CSFB 2002-CP3-A2 5.24% 7/15/35 Moody: AAA S&P: N/A	22541NAN9	13,004 44	102.248	13,277.22	272 78	675 24 73 73
10,710 400	CSFB 2002-CP5-A1 4.106% 12/15/35 Moody: N/A S&P: AAA	22541NUH0	10,412.46	102 460	10,973 88	561 42	439 13 2 41
15,705 850	PCMT 2003-PWR1-A1 3.669% 2/11/36 Moody: N/A S&P: AAA	74432GAA5	15,285 26	100 575	15,796 16	510 90	581 12 51 85
3,269 040	MSDWC 2003-TOP9-A1 3.98% 11/13/36 Moody: N/A S&P: AAA	61746WYZ7	3,192 59	100 736	3,293.10	100 51	130 76 10 84
7,551.640	CSFB 2002-CKS4-A1 3.99% 11/15/36 Moody: AAA S&P: AAA	22541NNL9	7,455 52	100.668	7,602 08	146 56	302 07 21.83
173,000 000	GREENWICH CAP COML 5.224% 4/10/37 Moody: AAA S&P: AA+	396789LL1	165,439 90	105 447	182,423 31	16,983.41	8,996 00 753.17

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Incom Accrued Incom
CORPORATE BONDS (Continued)							
	CORPORATE PASS THROUGHS (Continued)						
35,090.510	JPMCC 2005-CB12-A2 4.739% 9/12/37 Moody: AAA S&P: N/A	46625YQN6	34,861.33	99 926	35,064.54	203 21	1,649 123.0
85,000.000	MLMT 2005-CKI1-A2 5.39386% 11/12/37 Moody: AAA S&P: AAA	59022HLB6	85,584 21	100.694	85,589 90	5.69	4,590 525 1
167,928 940	MLMT 2005-CIP1-A2 4.96% 7/12/38 Moody: AAA S&P: N/A	59022HJH6	164,750 72	102 317	171,819 85	7,069.13	8,396 694.1
9,177 300	BSCMS 2003-T10-A1 4% 3/13/40 Moody: N/A S&P: AAA	07383FQT8	8,944 77	102 028	9,363.42	418 65	367 29 1
107,643 560	BSCMS 2005-PW10-A2 5.27% 12/11/40 Moody: N/A S&P: AAA	07387BDY6	106,092.32	100 396	108,069.83	1,977 51	5,705 1 472 7
16,609 290	CSFB 2005-C6-A2FX 5.207% 12/15/40 Moody: AAA S&P: AAA	225470PV9	16,613 50	100 327	16,663 60	50.10	863 6 72
4,721 760	WBCMT 2005-C20-A4 5.285% 7/15/42 Moody: AAA S&P: AAA	9297664L4	4,739 75	99 908	4,717.42	(22 33)	250 39.
	TOTAL CORPORATE PASS THROUGHS		1,768,529.58		1,828,749.64	60,220.06	62,701.8 11,962.
TOTAL CORPORATE BONDS			5,721,793.55		6,189,341.47	467,547.92	283,076.8 69,364.8
OTHER FIXED INCOME							
	MUNICIPAL OBLIGATIONS						
37,000.000	DALLAS CNTY TX 09C 5.621% 8/15/44 Moody: N/R S&P: AAA	234667JL8	37,590.12	107.134	39,639 58	2,049 46	2,072 959
40,000 000	LA CA USD TXBL 09KRY 5.75% 7/01/34 Moody: AA2 S&P: AA-	544646XZ0	38,337 24	95.299	38,119 60	(217.64)	2,280. 191 6

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
OTHER FIXED INCOME (Continued)							
MUNICIPAL OBLIGATIONS (Continued)							
35,000.000	MET TRANSN AUTH NY 5.871% 11/15/39 Moody: A2 S&P: A	59259YBF5	33,663 03	92 559	32,395 65	(1,267 38)	2,065 00 433 80
55,000.000	NY ENV FACS TXBL 03B 4.7% 3/15/11 Moody: N/R S&P: AA-	649849BY1	55,103 13	102.470	56,358.50	1,255 37	2,585 00 976 56
TOTAL MUNICIPAL OBLIGATIONS			**164,693.52**		**166,513.33**	**1,819.81**	**9,002.00 2,561.04**
TOTAL OTHER FIXED INCOME			**164,693.52**		**166,513.33**	**1,819.81**	**9,002.00 2,561.04**
FOREIGN ASSETS							
GOVERNMENT AND AGENCY ISSUES							
83,000 000	PROVINCE OF QUEBEC 7.295% 7/22/26 Moody: AA2 S&P: N/R	748149AC5	104,167 40	124 693	103,495.19	(672 21)	6,059 00 151.37
TOTAL GOVERNMENT AND AGENCY ISSUES			**104,167.40**		**103,495.19**	**(672.21)**	**6,059.00 151.37**
CORPORATE OBLIGATIONS							
43,000 000	INGERSOLL RAND CO 6.443% 11/15/27 Moody: BAA1 S&P: BBB+	456866AM4	46,008 60	112 232	48,259 76	2,251 16	2,752 00 584 88
50,000 000	MIDLAND BK PLC 7.65% 5/01/25 Moody: A2 S&P: A+	597433AC5	59,377.73	113 583	56,791.50	(2,586 23)	3,800.00 956.25
TOTAL CORPORATE OBLIGATIONS			**105,386.33**		**105,051.26**	**(335.07)**	**6,552.00 1,541.13**
TOTAL FOREIGN ASSETS			**209,553.73**		**208,546.45**	**(1,007.28)**	**12,611.00 1,692.50**
TOTAL ACCOUNT HOLDINGS			**7,212,907.36**		**7,728,748.77**	**515,841.41**	**349,166.92 81,838.07**

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-INCOME RESEARCH
Account Number: XX17012

Account Diversificatio

Diversification	Book Value	% of Book Value	Market Value	% of Market Value
Cash And Equivalents	**95,910.80**		**95,911.29**	
Government And Agency Issues				
US TREASURY NOTES & BONDS	304,558.17	29 83	304,510.72	28 50
US GOVT AGY PASS THROUGHS	570,750 22	55 90	610,843.31	57.17
US GOVERNMENT AGENCY CMO	145,647.37	14 27	153,082 20	14 33
Total Government And Agency Issues	**1,020,955.76**	**100.00**	**1,068,436.23**	**100.00**
Corporate Bonds				
CORPORATE BONDS	3,562,145.29	62 26	3,918,310 41	63 31
MEDIUM TERM NOTES	121,511.31	2 12	145,795.40	2 36
CORPORATE BONDS-CONVERTIBLE	153,662.39	2 69	153,715.00	2 48
CORPORATE BONDS ADJ/VAR/FLT	115,944 98	2 03	142,771.02	2 31
CORPORATE PASS THROUGHS	1,768,529.58	30.91	1,828,749 64	29 55
Total Corporate Bonds	**5,721,793.55**	**100.00**	**6,189,341.47**	**100.00**
Other Fixed Income				
MUNICIPAL OBLIGATIONS	164,693 52	100 00	166,513 33	100.00
Total Other Fixed Income	**164,693.52**	**100.00**	**166,513.33**	**100.00**
Equities				
Total Equities	**0.00**	**100.00**	**0.00**	**100.00**
Foreign Assets				
GOVERNMENT AND AGENCY ISSUES	104,167.40	49.71	103,495 19	49 63
CORPORATE OBLIGATIONS	105,386 33	50.29	105,051.26	50.37
Total Foreign Assets	**209,553.73**	**100.00**	**208,546.45**	**100.00**
Other Assets				
Total Other Assets	**0.00**	**100.00**	**0.00**	**100.00**
Total Account	**7,212,907.36**		**7,728,748.77**	

Schedule of Bond Maturities	Face Value	% of Bon Portfoli
Less than 1 year	452,855 25	6 4
1 to 5	1,593,563 90	22.6
5 to 10	1,742,138 10	24 7
10 to 15	374,408.83	5 3
Over 15 years	2,885,077 90	40 9
Total Bond Portfolio	**7,048,043.98**	**100.0**

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-INCOME RESEARCH
Account Number: XX17012

Income Summary

	Beginning Accrual	Earned Income	Purchased Income	Sold & Received Income	Ending Accrual	Year To Date Income
Cash and Equivalents	0 00	0 00	0 00	0 00	0 00	504 56
Government and Agency Bonds	4,769 03	3,942.93	2,432 83	2,925.12	8,219 67	19,337 29
Corporate Bonds	75,151.26	23,544.86	63.13	29,394.39	69,364 86	167,555 81
Other Fixed Income	2,959 39	751 65	0 00	1,150.00	2,561 04	7,123.74
Equities	0 00	0 00	0 00	0 00	0.00	0 00
Foreign Assets	3,665.74	1,054 19	0 00	3,027.43	1,692 50	9,352 61
Other Assets	0 00	0 00	0 00	0 00	0.00	0 00
Total Account	**86,545.42**	**29,293.63**	**2,495.96**	**36,496.94**	**81,838.07**	**203,874.01**

STATE STREET.

Statement Summary

CONN MEMORIAL FDN-BRC INV MGMT
Account Number: XX41480

Asset Summary

	Market Value	Accruals	Total Value	% of Total Value
Beginning Asset Value As of 07/01/10	**1,444,690.18**	**3,020.92**	**1,447,711.10**	
Cash and Equivalents	10,536.69	0.00	10,536.69	0.69
Government and Agency Bonds	0.00	0.00	0.00	0.00
Corporate Bonds	0.00	0.00	0.00	0.00
Other Fixed Income	0.00	0.00	0.00	0.00
Equities	1,524,688.64	385.60	1,525,074.24	99.31
Foreign Assets	0.00	0.00	0.00	0.00
Other Assets	0.00	0.00	0.00	0.00
Ending Asset Value As of 07/31/10	**1,535,225.33**	**385.60**	**1,535,610.93**	**100.00**

Income Summary

	Statement Period	Year To Date
Cash and Equivalents	0.00	0.00
Government and Agency Bonds	0.00	0.00
Corporate Bonds	0.00	0.00
Other Fixed Income	0.00	0.00
Equities	3,020.92	15,220.48
Foreign Assets	0.00	805.80
Other Assets	0.00	0.00
Total Income	**3,020.92**	**16,026.28**

Account Activity Summary

	Cash Amount
Beginning Balance As of 07/01/10	**0.00**
Receipts	
Money Market Income	0.00
Dividends	3,020.92
Interest	0.00
Sell Accrued Income	0.00
Sales and Maturities	278,661.46
Transfers	0.00
Cash Receipts	0.00
Total Receipts	**281,682.38**
Disbursements	
Purchase Accrued Income	0.00
Purchases	(281,508.79)
Transfers	0.00
Cash Disbursements	(173.59)
Total Disbursements	**(281,682.38)**
Ending Balances As of 07/31/10	**0.00**

Settlement Date Reporting
08/17/10

STATE STREET.

Balance Sheet

July 1, 2010 - July 31, 2010

CONN MEMORIAL FDN-BRC INV MGMT
Account Number: XX41480

	Book Value Beginning	Book Value Ending	% of Book Value	Market Value Beginning	Market Value Ending	% of Market	Accrued Income
Cash	0 00	0.00	0.00	0 00	0 00	0 00	0 00
Cash and Equivalents	12,636 54	10,536 69	0 72	12,636 54	10,536 69	0 69	0 00
Government and Agency Bonds	0 00	0 00	0.00	0 00	0.00	0.00	0 00
Corporate Bonds	0.00	0 00	0 00	0.00	0 00	0 00	0 00
Other Fixed Income	0 00	0 00	0 00	0.00	0 00	0 00	0 00
Equities	1,396,010.57	1,450,847 16	99.29	1,386,888.78	1,524,688 64	99.33	385 60
Foreign Assets	23,973 02	0.00	0 00	45,164 86	0.00	0.00	0 00
Other Assets	0 00	0 00	0 00	0 00	0 00	0.00	0.00
Total Assets	**1,432,620.13**	**1,461,383.85**	**100.00**	**1,444,690.18**	**1,535,225.33**	**100.00**	**385.60**

STATE STREET.

CONN MEMORIAL FDN-BRC INV MGMT
Account Number: XX41480

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimat Annual Incom Accrued Incon
CASH							
	CASH BALANCE		0 00		0 00		
TOTAL CASH			**0.00**		**0.00**	**0.00**	0. 0.
CASH EQUIVALENTS							
MONEY MARKET FUNDS-TAXABLE							
10,536 690	SSGA INST LIQUID RESERVES INV CL	CM1SSVXX1	10,536 69	1.000	10,536 69	0 00	0 0
TOTAL MONEY MARKET FUNDS-TAXABLE			**10,536.69**		**10,536.69**	**0.00**	0. 0.
TOTAL CASH AND EQUIVALENTS			**10,536.69**		**10,536.69**	**0.00**	0. 0.
EQUITIES							
CONSUMER DURABLES							
3,660 000	FORD MOTOR CO	345370860	47,355 28	12 770	46,738 20	(617 08)	0. 0
TOTAL CONSUMER DURABLES			**47,355.28**		**46,738.20**	**(617.08)**	0. 0.
CONSUMER NON-DURABLES							
1,357 000	CARDINAL HEALTH INC	14149Y108	44,813 35	32.270	43,790 39	(1,022 96)	1,058 0
1,928 000	CONAGRA INC	205887102	44,645 15	23.480	45,269 44	624 29	1,542 385
2,215 000	KROGER CO	501044101	44,361.13	21 180	46,913 70	2,552 57	841 0
900 000	LIFE TECH CORP	53217V109	46,764 00	42 990	38,691 00	(8,073 00)	0. 0
2,593 000	MYLAN LABORATORIES INC	628530107	30,328 76	17.400	45,118 20	14,789 44	0 0

CONN MEMORIAL FDN-BRC INV MGMT
Account Number: XX41480

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
	EQUITIES (Continued)						
	CONSUMER NON-DURABLES (Continued)						
2,670.000	TYSON FOODS INC-A	902494103	49,952 23	17 510	46,751.70	(3,200 53)	427 20 0 00
	TOTAL CONSUMER NON-DURABLES		**260,864.62**		**266,534.43**	**5,669.81**	**3,869.76** **385.60**
	CONSUMER SERVICES						
1,546.000	BIG LOTS INC	089302103	46,174.85	34.310	53,043.26	6,868 41	0 00 0 00
3,145 000	GANNETT CO INC	364730101	44,930.73	13 180	41,451 10	(3,479 63)	503 20 0 00
1,674.000	STARBUCKS CORP	855244109	38,230 15	24 850	41,598 90	3,368 75	870.48 0.00
1,116 000	TJX COMPANIES INC	872540109	30,816 78	41 520	46,336 32	15,519 54	669 60 0 00
	TOTAL CONSUMER SERVICES		**160,152.51**		**182,429.58**	**22,277.07**	**2,043.28** **0.00**
	BUSINESS PRODUCTS & SERVICES						
1,565 000	MICROSOFT CORP	594918104	43,837.37	25 810	40,392.65	(3,444 72)	813.80 0.00
556 000	3M CO	88579Y101	45,599 39	85.540	47,560.24	1,960.85	1,167.60 0 00
4,565.000	WINDSTREAM CORP	97381W104	46,281 29	11 400	52,041 00	5,759.71	4,565.00 0 00
1,637.000	XILINX INC	983919101	38,417 94	27 920	45,705 04	7,287 10	1,047 68 0 00
	TOTAL BUSINESS PRODUCTS & SERVICES		**174,135.99**		**185,698.93**	**11,562.94**	**7,594.08** **0.00**
	CAPITAL GOODS						
191.000	APPLE INC	037833100	17,330.40	257 250	49,134.75	31,804 35	0 00 0 00
2,472 000	CORNING INC	219350105	46,050.15	18 120	44,792 64	(1,257 51)	494 40 0 00

CONN MEMORIAL FDN-BRC INV MGMT
Account Number: XX41480

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimat Annual Incon Accrued Incon
EQUITIES (Continued)							
	CAPITAL GOODS (Continued)						
773.000	DEERE & CO	244199105	46,351 01	66 680	51,543 64	5,192 63	927 0
1,240 000	INTUIT INC	461202103	45,801 63	39 750	49,290 00	3,488 37	0 0
TOTAL CAPITAL GOODS			**155,533.19**		**194,761.03**	**39,227.84**	**1,422.** **0.**
ENERGY							
3,736.000	EL PASO CORP	28336L109	45,754 01	12.320	46,027 52	273 51	149. 0
1,030 000	NATIONAL OILWELL VARCO INC	637071101	43,829 49	39 160	40,334 80	(3,494 69)	412 0
1,786 000	ROWAN COS INC	779382100	49,381 29	25.260	45,114 36	(4,266 93)	0. 0.
TOTAL ENERGY			**138,964.79**		**131,476.68**	**(7,488.11)**	**561.** **0.**
BASIC INDUSTRIES							
781 000	EASTMAN CHEMICAL CO	277432100	47,991 98	62.640	48,921 84	929.86	1,374. 0
823 000	JOY GLOBAL INC	481165108	46,777 16	59 370	48,861.51	2,084 35	576 0
752.000	PPG INDUSTRIES	693506107	46,109 03	69 470	52,241 44	6,132.41	1,654 0
TOTAL BASIC INDUSTRIES			**140,878.17**		**150,024.79**	**9,146.62**	**3,605.** **0.**
TRANSPORTATION							
871 000	CSX CORP	126408103	45,444 46	52.720	45,919 12	474 66	836 0.
TOTAL TRANSPORTATION			**45,444.46**		**45,919.12**	**474.66**	**836.** **0.**

CONN MEMORIAL FDN-BRC INV MGMT
Account Number: XX41480

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
EQUITIES (Continued)							
FINANCIAL							
575 000	BERKSHIRE HATHAWAY INC	084670702	45,001 17	78 120	44,919.00	(82 17)	0.00 0.00
150 000	CME GROUP INC	12572Q105	45,178 79	278 800	41,820 00	(3,358 79)	690 00 0.00
1,103.000	CAPITAL ONE FINANCIAL CORP	14040H105	50,222 79	42 330	46,689.99	(3,532 80)	220 60 0.00
584 000	M&T BANK CORPORATION	55261F104	51,485 44	87 340	51,006 56	(478 88)	1,635 20 0 00
2,462 000	PROGRESSIVE CORP (OHIO)	743315103	50,568 50	19 640	48,353.68	(2,214.82)	396 38 0 00
559.000	VISA INC CL A	92826C839	36,513 77	73.350	41,002.65	4,488.88	279 50 0 00
TOTAL FINANCIAL			**278,970.46**		**273,791.88**	**(5,178.58)**	**3,221.68** **0.00**
UTILITIES							
1,025.000	DTE ENERGY COMPANY	233331107	48,547 69	46.160	47,314.00	(1,233 69)	2,296.00 0 00
TOTAL UTILITIES			**48,547.69**		**47,314.00**	**(1,233.69)**	**2,296.00** **0.00**
TOTAL EQUITIES			**1,450,847.16**		**1,524,688.64**	**73,841.48**	**25,449.46** **385.60**
TOTAL ACCOUNT HOLDINGS			**1,461,383.85**		**1,535,225.33**	**73,841.48**	**25,449.46** **385.60**

STATE STREET.

CONN MEMORIAL FDN-BRC INV MGMT
Account Number: XX41480

Diversification	Book Value	% of Book Value	Market Value	% of Market Value
Cash And Equivalents	10,536.69		10,536.69	
Government And Agency Issues				
Total Government And Agency Issues	0.00	100.00	0.00	100.00
Corporate Bonds				
Total Corporate Bonds	0.00	100.00	0.00	100.00
Other Fixed Income				
Total Other Fixed Income	0.00	100.00	0.00	100.00
Equities				
CONSUMER DURABLES	47,355 28	3 26	46,738.20	3.07
CONSUMER NON-DURABLES	260,864.62	17.98	266,534 43	17 48
CONSUMER SERVICES	160,152 51	11 04	182,429.58	11 97
BUSINESS PRODUCTS & SERVICES	174,135 99	12 00	185,698.93	12 18
CAPITAL GOODS	155,533 19	10.72	194,761 03	12.77
ENERGY	138,964 79	9 58	131,476 68	8 62
BASIC INDUSTRIES	140,878 17	9 71	150,024.79	9.84
TRANSPORTATION	45,444.46	3.13	45,919 12	3 01
FINANCIAL	278,970 46	19 23	273,791.88	17 96
UTILITIES	48,547.69	3.35	47,314 00	3.10
Total Equities	1,450,847.16	100.00	1,524,688.64	100.00
Foreign Assets				
Total Foreign Assets	0.00	100.00	0.00	100.00
Other Assets				
Total Other Assets	0.00	100.00	0.00	100.00
Total Account	1,461,383.85		1,535,225.33	

Schedule of Bond Maturities	Face Value	% of Bo Portfol
Less than 1 year	0 00	0
1 to 5	0 00	0.
5 to 10	0 00	0.
10 to 15	0.00	0
Over 15 years	0 00	0
Total Bond Portfolio	0.00	100.

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STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-SIPHRON
Account Number: XX16982

Statement Summary

July 1, 2010 - July 31, 2010

Asset Summary

	Market Value	Accruals	Total Value	% of Total Value
Beginning Asset Value As of 07/01/10	**1,680,031.60**	**2,320.50**	**1,682,352.10**	
Cash and Equivalents	51,100.72	0.00	51,100.72	2.84
Government and Agency Bonds	0.00	0.00	0.00	0.00
Corporate Bonds	0.00	0.00	0.00	0.00
Other Fixed Income	0.00	0.00	0.00	0.00
Equities	1,744,966.60	2,554.40	1,747,521.00	97.16
Foreign Assets	0.00	0.00	0.00	0.00
Other Assets	0.00	0.00	0.00	0.00
Ending Asset Value As of 07/31/10	**1,796,067.32**	**2,554.40**	**1,798,621.72**	**100.00**

Income Summary

	Statement Period	Year To Date
Cash and Equivalents	0.00	0.00
Government and Agency Bonds	0.00	0.00
Corporate Bonds	0.00	0.00
Other Fixed Income	0.00	0.00
Equities	1,840.50	19,072.07
Foreign Assets	0.00	0.00
Other Assets	0.00	0.00
Total Income	**1,840.50**	**19,072.07**

Account Activity Summary

	Cash Amount
Beginning Balance As of 07/01/10	**0.00**
Receipts	
Money Market Income	0.00
Dividends	1,840.50
Interest	0.00
Sell Accrued Income	0.00
Sales and Maturities	165,126.10
Transfers	0.00
Cash Receipts	0.00
Total Receipts	**166,966.60**
Disbursements	
Purchase Accrued Income	0.00
Purchases	(166,764.75)
Transfers	0.00
Cash Disbursements	(201.85)
Total Disbursements	**(166,966.60)**
Ending Balances As of 07/31/10	**0.00**

Settlement Date Reporting
08/17/10

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-SIPHRON
Account Number: XX16982

Balance Sheet

July 1, 2010 - July 31, 2010

	Book Value Beginning	Book Value Ending	% of Book Value	Market Value Beginning	Market Value Ending	% of Market	Accrued Income
Cash	0 00	0.00	0.00	0.00	0 00	0.00	0 00
Cash and Equivalents	33,704 00	51,100 72	3 07	33,704 00	51,100 72	2.85	0 00
Government and Agency Bonds	0.00	0 00	0 00	0 00	0 00	0.00	0 00
Corporate Bonds	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Other Fixed Income	0 00	0.00	0 00	0 00	0 00	0 00	0 00
Equities	1,652,684 45	1,615,234.24	96 91	1,646,327 60	1,744,966 60	97 17	2,554 40
Foreign Assets	0.00	0.00	0 00	0 00	0 00	0 00	0 00
Other Assets	0.00	0 00	0.00	0 00	0 00	0 00	0 00
Total Assets	**1,686,388.45**	**1,666,334.96**	**100.00**	**1,680,031.60**	**1,796,067.32**	**100.00**	**2,554.40**

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Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income / Accrued Income
CASH							
	CASH BALANCE		0 00		0 00		
TOTAL CASH			**0.00**		**0.00**	**0.00**	**0.00** **0.00**
CASH EQUIVALENTS							
MONEY MARKET FUNDS-TAXABLE							
51,100.720	SSGA INST LIQUID RESERVES INV CL	CM1SSVXX1	51,100 72	1 000	51,100.72	0 00	0 00 0 00
TOTAL MONEY MARKET FUNDS-TAXABLE			**51,100.72**		**51,100.72**	**0.00**	**0.00** **0.00**
TOTAL CASH AND EQUIVALENTS			**51,100.72**		**51,100.72**	**0.00**	**0.00** **0.00**
EQUITIES							
CONSUMER NON-DURABLES							
1,020.000	AMGEN INC	031162100	56,847.44	54.530	55,620 60	(1,226.84)	0 00 0 00
900 000	BECTON DICKINSON & CO	075887109	47,403.72	68 800	61,920 00	14,516.28	1,332 00 0 00
2,400.000	BRISTOL MYERS SQUIBB CO	110122108	52,859 76	24 920	59,808 00	6,948 24	3,072 00 768 00
2,000 000	CAMPBELL SOUP CO	134429109	67,845.90	35 900	71,800 00	3,954 10	2,200 00 550 00
800 000	CLOROX CO	189054109	49,720.64	64 880	51,904 00	2,183 36	1,760 00 440 00
1,430.000	GENERAL MILLS INC	370334104	50,459 98	34.200	48,906 00	(1,553 98)	1,601.60 400 40
830.000	JOHNSON & JOHNSON	478160104	45,183 31	58.090	48,214 70	3,031.39	1,792 80 0 00
2,300.000	KRAFT FOODS INC-A	50075N104	72,150.90	29.210	67,183 00	(4,967 90)	2,668 00 0.00
1,450.000	LAUDER ESTEE COS INC-A	518439104	64,793 02	62 250	90,262 50	25,469 48	797 50 0 00

Holdings by Sector

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
	EQUITIES (Continued)						
	CONSUMER NON-DURABLES (Continued)						
1,300.000	MCCORMICK & CO INC NON-VOTING	579780206	48,985 56	39 330	51,129 00	2,143.44	1,352 00 0 00
1,280.000	MEDTRONIC INC	585055106	68,747 82	36 970	47,321 60	(21,426 22)	1,152 00 0 00
1,000 000	PEPSICO INC	713448108	36,470 90	64 910	64,910 00	28,439.10	1,920.00 0 00
	TOTAL CONSUMER NON-DURABLES		**661,468.95**		**718,979.40**	**57,510.45**	**19,647.90** **2,158.40**
	CONSUMER SERVICES						
1,000 000	COSTCO WHOLESALE CORP	22160K105	64,182 47	56 710	56,710 00	(7,472 47)	820 00 0.00
1,150 000	MCDONALDS CORP	580135101	40,951.02	69.730	80,189.50	39,238 48	2,530 00 0 00
	TOTAL CONSUMER SERVICES		**105,133.49**		**136,899.50**	**31,766.01**	**3,350.00** **0.00**
	BUSINESS PRODUCTS & SERVICES						
370 000	AMAZON.COM INC	023135106	45,786 83	117 890	43,619 30	(2,167.53)	0 00 0.00
2,350.000	AUTODESK INC	052769106	74,030 99	29 540	69,419 00	(4,611 99)	0 00 0 00
2,900 000	CISCO SYSTEMS INC	17275R102	51,518 56	23 070	66,903 00	15,384.44	0 00 0.00
110 000	GOOGLE INC-A	38259P508	46,830.74	484 850	53,333.50	6,502 76	0.00 0 00
1,650 000	MICROCHIP TECHNOLOGY INC	595017104	55,856 01	30 450	50,242 50	(5,613 51)	2,263 80 0 00
	TOTAL BUSINESS PRODUCTS & SERVICES		**274,023.13**		**283,517.30**	**9,494.17**	**2,263.80** **0.00**
	CAPITAL GOODS						
300.000	APPLE INC	037833100	59,988 93	257.250	77,175 00	17,186.07	0 00 0 00

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income Accrued Income
	EQUITIES (Continued)						
	CAPITAL GOODS (Continued)						
900 000	CATERPILLAR INC	149123101	57,528.18	69.750	62,775 00	5,246.82	1,584 0 396.0
3,000.000	EMC CORP MASS	268648102	55,033 90	19 790	59,370 00	4,336.10	0 0 0 0
4,150 000	GENERAL ELECTRIC CO	369604103	70,043 12	16.120	66,898 00	(3,145.12)	1,992 0 0 0
430.000	IBM CORP	459200101	41,229 00	128.400	55,212.00	13,983.00	1,118 0 0 0
1,250 000	INTUIT INC	461202103	29,877 12	39 750	49,687 50	19,810 38	0 0 0 0
	TOTAL CAPITAL GOODS		**313,700.25**		**371,117.50**	**57,417.25**	**4,694.0 396.0**
	INDUSTRIAL ELECTRONICS						
2,700 000	INTEL CORP	458140100	62,319 51	20 600	55,620 00	(6,699.51)	1,701 0 0 0
	TOTAL INDUSTRIAL ELECTRONICS		**62,319.51**		**55,620.00**	**(6,699.51)**	**1,701.0 0.0**
	ENERGY						
1,090 000	ANADARKO PETROLEUM CORP	032511107	60,875 12	49 160	53,584.40	(7,290 72)	392.4 0 0
	TOTAL ENERGY		**60,875.12**		**53,584.40**	**(7,290.72)**	**392.4 0.0**
	TRANSPORTATION						
900.000	UNITED PARCEL SERVICE INC-B	911312106	71,116.57	65 000	58,500 00	(12,616 57)	1,692 0 0 0
	TOTAL TRANSPORTATION		**71,116.57**		**58,500.00**	**(12,616.57)**	**1,692.0 0.0**

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-SIPHRON
Account Number: XX16982

Holdings by Sector

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
	EQUITIES (Continued)						
	FINANCIAL						
910 000	VISA INC CL A	92826C839	66,597 22	73 350	66,748 50	151 28	455 00 0 00
	TOTAL FINANCIAL		**66,597.22**		**66,748.50**	**151.28**	**455.00** **0.00**
	TOTAL EQUITIES		**1,615,234.24**		**1,744,966.60**	**129,732.36**	**34,196.10** **2,554.40**
	TOTAL ACCOUNT HOLDINGS		**1,666,334.96**		**1,796,067.32**	**129,732.36**	**34,196.10** **2,554.40**

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-SIPHRON
Account Number: XX16982

Account Diversificatio

Diversification	Book Value	% of Book Value	Market Value	% of Market Value
Cash And Equivalents	51,100.72		51,100.72	
Government And Agency Issues				
Total Government And Agency Issues	0.00	100.00	0.00	100.00
Corporate Bonds				
Total Corporate Bonds	0.00	100.00	0.00	100.00
Other Fixed Income				
Total Other Fixed Income	0.00	100.00	0.00	100.00
Equities				
CONSUMER NON-DURABLES	661,468.95	40.95	718,979 40	41.20
CONSUMER SERVICES	105,133.49	6 51	136,899 50	7.85
BUSINESS PRODUCTS & SERVICES	274,023.13	16 96	283,517 30	16 25
CAPITAL GOODS	313,700 25	19.42	371,117.50	21 27
INDUSTRIAL ELECTRONICS	62,319.51	3.86	55,620.00	3.19
ENERGY	60,875 12	3.77	53,584.40	3 07
TRANSPORTATION	71,116.57	4.40	58,500 00	3 35
FINANCIAL	66,597.22	4.12	66,748 50	3 83
Total Equities	**1,615,234.24**	100.00	**1,744,966.60**	100.00
Foreign Assets				
Total Foreign Assets	0.00	100.00	0.00	100.00
Other Assets				
Total Other Assets	0.00	100.00	0.00	100.00
Total Account	**1,666,334.96**		**1,796,067.32**	

Schedule of Bond Maturities	Face Value	% of Bond Portfolio
Less than 1 year	0 00	0.0
1 to 5	0 00	0 0
5 to 10	0.00	0.0
10 to 15	0 00	0 0
Over 15 years	0.00	0 0
Total Bond Portfolio	**0.00**	**100.0**

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-IRIDIAN
Account Number: XX16972

Statement Summary

Asset Summary

	Market Value	Accruals	Total Value	% of Total Value
Beginning Asset Value As of 07/01/10	**2,350,241.55**	**2,360.93**	**2,352,602.48**	
Cash and Equivalents	34,078.85	0.00	34,078.85	1.41
Government and Agency Bonds	0.00	0.00	0.00	0.00
Corporate Bonds	0.00	0.00	0.00	0.00
Other Fixed Income	0.00	0.00	0.00	0.00
Equities	2,216,274.42	1,657.63	2,217,932.05	91.92
Foreign Assets	160,915.70	0.00	160,915.70	6.67
Other Assets	0.00	0.00	0.00	0.00
Ending Asset Value As of 07/31/10	**2,411,268.97**	**1,657.63**	**2,412,926.60**	**100.00**

Income Summary

	Statement Period	Year To Date
Cash and Equivalents	0.00	0.00
Government and Agency Bonds	0.00	0.00
Corporate Bonds	0.00	0.00
Other Fixed Income	0.00	0.00
Equities	1,614.80	17,876.05
Foreign Assets	223.33	840.13
Other Assets	0.00	0.00
Total Income	**1,838.13**	**18,716.18**

Account Activity Summary

	Cash Amount
Beginning Balance As of 07/01/10	**0.00**
Receipts	
Money Market Income	0.00
Dividends	1,838.13
Interest	0.00
Sell Accrued Income	0.00
Sales and Maturities	414,213.76
Transfers	0.00
Cash Receipts	0.00
Total Receipts	**416,051.89**
Disbursements	
Purchase Accrued Income	0.00
Purchases	(315,736.02)
Transfers	(100,000.00)
Cash Disbursements	(315.87)
Total Disbursements	**(416,051.89)**
Ending Balances As of 07/31/10	**0.00**

Settlement Date Reporting
08/17/10

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-IRIDIAN
Account Number: XX16972

Balance Sheet

July 1, 2010 - July 31, 2010

	Book Value Beginning	Book Value Ending	% of Book Value	Market Value Beginning	Market Value Ending	% of Market	Accrued Income
Cash	0 00	0.00	0.00	0.00	0 00	0.00	0.00
Cash and Equivalents	38,967.16	34,078 85	1 55	38,967.16	34,078 85	1 41	0 00
Government and Agency Bonds	0 00	0 00	0.00	0.00	0 00	0 00	0.00
Corporate Bonds	0 00	0.00	0 00	0.00	0 00	0.00	0.00
Other Fixed Income	0 00	0 00	0.00	0 00	0 00	0 00	0 00
Equities	2,130,074.14	2,043,222 04	92.75	2,166,196 09	2,216,274 42	91 89	1,657 63
Foreign Assets	124,868 98	125,531 87	5 70	145,078 30	160,915 70	6 68	0.00
Other Assets	0 00	0 00	0.00	0 00	0 00	0 00	0 00
Total Assets	**2,293,910.28**	**2,202,832.76**	**100.00**	**2,350,241.55**	**2,411,268.97**	**100.00**	**1,657.63**

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Incom Accrued Incom
CASH							
	CASH BALANCE		0.00		0.00		
TOTAL CASH			**0.00**		**0.00**	**0.00**	**0.0** **0.0**
CASH EQUIVALENTS							
MONEY MARKET FUNDS-TAXABLE							
34,078 850	SSGA INST LIQUID RESERVES INV CL	CM1SSVXX1	34,078 85	1 000	34,078 85	0 00	0 0 0 0
TOTAL MONEY MARKET FUNDS-TAXABLE			**34,078.85**		**34,078.85**	**0.00**	**0.0** **0.0**
TOTAL CASH AND EQUIVALENTS			**34,078.85**		**34,078.85**	**0.00**	**0.0** **0.0**
EQUITIES							
CONSUMER NON-DURABLES							
1,250 000	AMGEN INC	031162100	69,270.77	54.530	68,162.50	(1,108 27)	0 0 0 0
790 000	BAXTER INTERNATIONAL INC	071813109	43,746.29	43 770	34,578 30	(9,167 99)	916 4 0 0
380 000	BECTON DICKINSON & CO	075887109	26,852 22	68 800	26,144 00	(708 22)	562 4 0 0
440.000	JOHNSON & JOHNSON	478160104	26,800 62	58 090	25,559 60	(1,241 02)	950 4 0 0
870.000	KIMBERLY CLARK CORP	494368103	51,161 05	64.120	55,784 40	4,623 35	2,296 8 0.0
530 000	MCKESSON CORP	58155Q103	36,602.82	62 820	33,294 60	(3,308 22)	381.6 0 0
TOTAL CONSUMER NON-DURABLES			**254,433.77**		**243,523.40**	**(10,910.37)**	**5,107.6** **0.0**
CONSUMER SERVICES							
170 000	AUTOZONE INC	053332102	33,617.81	211.570	35,966 90	2,349 09	0.0 0 0

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-IRIDIAN
Account Number: XX16972

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
EQUITIES (Continued)							
	CONSUMER SERVICES (Continued)						
910 000	CVS/CAREMARK CORP	126650100	29,248 18	30 690	27,927 90	(1,320 28)	318 50 79 63
500.000	HOME DEPOT INC	437076102	15,810 21	28 510	14,255 00	(1,555 21)	472 50 0 00
740 000	KOHLS CORPORATION	500255104	35,399 40	47 690	35,290 60	(108.80)	0 00 0.00
990 000	MCDONALDS CORP	580135101	56,429 97	69 730	69,032 70	12,602 73	2,178 00 0.00
690 000	WAL-MART STORES INC	931142103	37,818 28	51.190	35,321.10	(2,497.18)	834 90 0 00
1,250 000	YUM! BRANDS INC	988498101	33,135 22	41 300	51,625 00	18,489.78	1,050 00 300.30
TOTAL CONSUMER SERVICES			**241,459.07**		**269,419.20**	**27,960.13**	**4,853.90** **379.93**
BUSINESS PRODUCTS & SERVICES							
3,470 000	CISCO SYSTEMS INC	17275R102	78,946 68	23 070	80,052 90	1,106.22	0 00 0.00
710 000	COMPUTER SCIENCES CORP	205363104	37,445 18	45 330	32,184 30	(5,260.88)	426 00 0 00
1,420 000	EBAY INC	278642103	24,177 27	20 910	29,692.20	5,514.93	0.00 0 00
130 000	GOOGLE INC-A	38259P508	37,934 35	484 850	63,030 50	25,096 15	0 00 0 00
2,700.000	MICROSOFT CORP	594918104	65,621.88	25 810	69,687.00	4,065.12	1,404 00 0.00
2,300 000	ORACLE CORP	68389X105	38,132 26	23 640	54,372.00	16,239 74	460 00 115 00
480.000	QUALCOMM INC	747525103	18,652 02	38.080	18,278 40	(373 62)	364 80 0 00
TOTAL BUSINESS PRODUCTS & SERVICES			**300,909.64**		**347,297.30**	**46,387.66**	**2,654.80** **115.00**

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-IRIDIAN
Account Number: XX16972

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Income	Accrued Incom
EQUITIES (Continued)								
CAPITAL GOODS								
150.000	APPLE INC	037833100	29,999 76	257.250	38,587 50	8,587 74	0 0	0 0
760 000	EMC CORP MASS	268648102	9,881.16	19.790	15,040.40	5,159 24	0 0	0 0
1,160 000	GENERAL DYNAMICS CORP	369550108	79,795.50	61 250	71,050 00	(8,745 50)	1,948 8	508.2
1,670 000	HEWLETT-PACKARD CO	428236103	64,209 02	46 040	76,886.80	12,677.78	534 4	0 0
450.000	IBM CORP	459200101	48,328 24	128 400	57,780 00	9,451 76	1,170 0	0 0
250 000	LOCKHEED MARTIN CORP	539830109	26,006 58	75.150	18,787 50	(7,219 08)	630 0	0 0
674 000	PRECISION CASTPARTS CORP	740189105	56,109.75	122.190	82,356 06	26,246 31	80 8	0.0
0 000	RAYTHEON CO	755111507	0 00	46 270	0 00	0 00	0 0	330 0
720.000	THERMO FISHER SCIENTIFIC INC	883556102	25,396.44	44 860	32,299.20	6,902 76	0 0	0.0
TOTAL CAPITAL GOODS			**339,726.45**		**392,787.46**	**53,061.01**	**4,364.0**	**838.2**
INDUSTRIAL ELECTRONICS								
1,090.000	AGILENT TECHNOLOGIES INC	00846U101	30,801 84	27.930	30,443 70	(358 14)	0 0	0 0
TOTAL INDUSTRIAL ELECTRONICS			**30,801.84**		**30,443.70**	**(358.14)**	**0.0**	**0.0**
ENERGY								
540.000	ANADARKO PETROLEUM CORP	032511107	23,076 66	49 160	26,546.40	3,469.74	194 4	0 0
1,006.000	CHEVRON CORP	166764100	73,313 95	76.210	76,667.26	3,353.31	2,897 2	0 0

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
EQUITIES (Continued)							
	ENERGY (Continued)						
1,270 000	CONSOL ENERGY INC	20854P109	54,407 41	37.480	47,599.60	(6,807 81)	508 00 0 00
1,130 000	DEVON ENERGY CORP	25179M103	80,828 68	62.490	70,613 70	(10,214 98)	723 20 0 00
860 000	OCCIDENTAL PETROLEUM CORP	674599105	68,902 12	77 930	67,019.80	(1,882.32)	1,307.20 0 00
TOTAL ENERGY			**300,528.82**		**288,446.76**	**(12,082.06)**	**5,630.08** **0.00**
BASIC INDUSTRIES							
660 000	PRAXAIR INC	74005P104	49,062.76	86 820	57,301.20	8,238.44	1,188 00 0.00
TOTAL BASIC INDUSTRIES			**49,062.76**		**57,301.20**	**8,238.44**	**1,188.00** **0.00**
TRANSPORTATION							
850 000	CSX CORP	126408103	43,978 17	52.720	44,812 00	833 83	816 00 0.00
TOTAL TRANSPORTATION			**43,978.17**		**44,812.00**	**833.83**	**816.00** **0.00**
FINANCIAL							
5,490 000	BANK OF AMERICA CORP	060505104	82,375 91	14.040	77,079 60	(5,296 31)	219.60 0 00
1,210 000	CIT GROUP INC	125581801	47,113 89	36.360	43,995 60	(3,118 29)	0 00 0.00
240 000	GOLDMAN SACHS GROUP INC	38141G104	33,079 38	150 820	36,196.80	3,117 42	336.00 0 00
2,750 000	JP MORGAN CHASE & CO	46625H100	82,260 02	40 280	110,770 00	28,509 98	550 00 143 50
210 000	MASTERCARD INC-A	57636Q104	35,955 29	210 040	44,108 40	8,153 11	126 00 31 50
2,990 000	MORGAN STANLEY	617446448	60,165 94	26 990	80,700 10	20,534 16	598 00 149 50

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-IRIDIAN
Account Number: XX16972

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Incom Accrued Incon
EQUITIES (Continued)							
	FINANCIAL (Continued)						
1,250 000	STATE STREET CORP	857477103	44,533 09	38 920	48,650.00	4,116.91	50 (0 (
2,440 000	US BANCORP	902973304	46,077.61	23 900	58,316.00	12,238 39	488 (0 (
1,530 000	WELLS FARGO & CO	949746101	50,760.39	27.730	42,426 90	(8,333 49)	306 (0.(
TOTAL FINANCIAL			**482,321.52**		**542,243.40**	**59,921.88**	**2,673.ε 324.ε**
TOTAL EQUITIES			**2,043,222.04**		**2,216,274.42**	**173,052.38**	**27,288.(1,657.ε**
FOREIGN ASSETS							
EQUITIES							
430.000	ACCENTURE PLC IRELAND	G1151C101	13,934 54	39 640	17,045 20	3,110 66	322 5 0 (
710.000	SCHLUMBERGER LTD	806857108	40,032 50	59 660	42,358.60	2,326 10	596 4 0 (
870 000	SHIRE PLC	82481R106	37,483 40	68 870	59,916 90	22,433 50	297.5 0 (
1,180.000	TECK RESOURCES LIMITED	878742204	34,081 43	35 250	41,595 00	7,513 57	444 8 0 (
TOTAL EQUITIES			**125,531.87**		**160,915.70**	**35,383.83**	**1,661.3 0.0**
TOTAL FOREIGN ASSETS			**125,531.87**		**160,915.70**	**35,383.83**	**1,661.3 0.0**
TOTAL ACCOUNT HOLDINGS			**2,202,832.76**		**2,411,268.97**	**208,436.21**	**28,949.3 1,657.ε**

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STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-IRIDIAN
Account Number: XX16972

Diversification	Book Value	% of Book Value	Market Value	% of Market Value
Cash And Equivalents	34,078.85		34,078.85	
Government And Agency Issues				
Total Government And Agency Issues	0.00	100.00	0.00	100.00
Corporate Bonds				
Total Corporate Bonds	0.00	100.00	0.00	100.00
Other Fixed Income				
Total Other Fixed Income	0.00	100.00	0.00	100.00
Equities				
CONSUMER NON-DURABLES	254,433.77	12.45	243,523.40	10 99
CONSUMER SERVICES	241,459.07	11.82	269,419.20	12.16
BUSINESS PRODUCTS & SERVICES	300,909.64	14.73	347,297.30	15 67
CAPITAL GOODS	339,726.45	16.63	392,787.46	17.72
INDUSTRIAL ELECTRONICS	30,801.84	1.51	30,443.70	1 37
ENERGY	300,528.82	14 71	288,446.76	13 01
BASIC INDUSTRIES	49,062.76	2.40	57,301.20	2.59
TRANSPORTATION	43,978.17	2 15	44,812.00	2 02
FINANCIAL	482,321.52	23 61	542,243.40	24.47
Total Equities	1 **2,043,222.04**	100.00	2 **2,216,274.42**	100.00
Foreign Assets				
EQUITIES	125,531.87	100 00	160,915.70	100 00
Total Foreign Assets	1 **125,531.87**	100.00	2 **160,915.70**	100.00
Other Assets				
Total Other Assets	0.00	100.00	0.00	100.00
Total Account	2,202,832.76		2,411,268.97	

Schedule of Bond Maturities	Face Value	% of Bond Portfolio
Less than 1 year	0 00	0.0
1 to 5	0.00	0 0
5 to 10	0.00	0 0
10 to 15	0 00	0.0
Over 15 years	0 00	0 0
Total Bond Portfolio	0.00	100.0

Book Value
Total equities Σ1 2,168,753.91

Market Value
Σ2 2,377,190.12

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION CASH ACCOUNT
Account Number: XX17022

Asset Summary

	Market Value	Accruals	Total Value	% of Total Value
Beginning Asset Value As of 07/01/10	**1,730,842.15**	**0.00**	**1,730,842.15**	
Cash and Equivalents	72,073.71	0.00	72,073.71	3.90
Government and Agency Bonds	0.00	0.00	0.00	0.00
Corporate Bonds	0.00	0.00	0.00	0.00
Other Fixed Income	0.00	0.00	0.00	0.00
Equities	0.00	0.00	0.00	0.00
Foreign Assets	1,776,527.21	0.00	1,776,527.21	96.10
Other Assets	0.00	0.00	0.00	0.00
Ending Asset Value As of 07/31/10	**1,848,600.92**	**0.00**	**1,848,600.92**	**100.00**

Income Summary

	Statement Period	Year To Date
Cash and Equivalents	0.00	0.00
Government and Agency Bonds	0.00	0.00
Corporate Bonds	0.00	0.00
Other Fixed Income	0.00	0.00
Equities	0.00	0.00
Foreign Assets	0.00	0.00
Other Assets	0.00	0.00
Total Income	**0.00**	**0.00**

Account Activity Summary

	Cash Amount
Beginning Balance As of 07/01/10	**0.00**
Receipts	
Money Market Income	0.00
Dividends	0.00
Interest	0.00
Sell Accrued Income	0.00
Sales and Maturities	207.95
Transfers	100,000.00
Cash Receipts	0.00
Total Receipts	**100,207.95**
Disbursements	
Purchase Accrued Income	0.00
Purchases	0.00
Transfers	0.00
Cash Disbursements	(100,207.95)
Total Disbursements	**(100,207.95)**
Ending Balances As of 07/31/10	**0.00**

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION CASH ACCOUNT
Account Number: XX17022

Balance Sheet

July 1, 2010 - July 31, 2010

	Book Value Beginning	Book Value Ending	% of Book Value	Market Value Beginning	Market Value Ending	% of Market	Accrued Income
Cash	0.00	0 00	0 00	0 00	0.00	0.00	0.00
Cash and Equivalents	72,281 66	72,073 71	4 39	72,281 66	72,073 71	3 90	0.00
Government and Agency Bonds	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Corporate Bonds	0 00	0 00	0.00	0 00	0 00	0.00	0 00
Other Fixed Income	0.00	0 00	0 00	0 00	0 00	0 00	0 00
Equities	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Foreign Assets	1,569,973.24	1,569,973 24	95.61	1,658,560.49	1,776,527.21	96 10	0 00
Other Assets	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Total Assets	**1,642,254.90**	**1,642,046.95**	**100.00**	**1,730,842.15**	**1,848,600.92**	**100.00**	**0.00**

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION CASH ACCOUNT
Account Number: XX17022

Holdings by Secto

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Income Accrued Incom
CASH							
	CASH BALANCE		0.00		0 00		
TOTAL CASH			**0.00**		**0.00**	**0.00**	**0.0** **0.0**
CASH EQUIVALENTS							
MONEY MARKET FUNDS-TAXABLE							
72,073 710	SSGA INST LIQUID RESERVES INV CL	CM1SSVXX1	72,073 71	1 000	72,073 71	0 00	0 0 0 0
TOTAL MONEY MARKET FUNDS-TAXABLE			**72,073.71**		**72,073.71**	**0.00**	**0.0** **0.0**
TOTAL CASH AND EQUIVALENTS			**72,073.71**		**72,073.71**	**0.00**	**0.0** **0.0**
FOREIGN ASSETS							
MUTUAL FUNDS							
R 151,088 989	INT VALUE EQUITY-BRANDYWINE INVEST	10532D9A7	1,569,973 24	11.758	1,776,527 21	206,553.97	0 0 0 0
TOTAL MUTUAL FUNDS			**1,569,973.24**		**1,776,527.21**	**206,553.97**	**0.0** **0.0**
TOTAL FOREIGN ASSETS			**1,569,973.24**		**1,776,527.21**	**206,553.97**	**0.0** **0.0**
TOTAL ACCOUNT HOLDINGS			**1,642,046.95**		**1,848,600.92**	**206,553.97**	**0.0** **0.0**

Information provided on this account statement in connection with such held at source assets was not provided or verified for accuracy by State Street.
These assets are displayed for informational purposes only.

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION CASH ACCOUNT
Account Number: XX17022

Account Diversification

July 31, 2010

Diversification	Book Value	% of Book Value	Market Value	% of Market Value
Cash And Equivalents	72,073.71		72,073.71	
Government And Agency Issues				
Total Government And Agency Issues	0.00	100.00	0.00	100.00
Corporate Bonds				
Total Corporate Bonds	0.00	100.00	0.00	100.00
Other Fixed Income				
Total Other Fixed Income	0.00	100.00	0.00	100.00
Equities				
Total Equities	0.00	100.00	0.00	100.00
Foreign Assets				
MUTUAL FUNDS	1,569,973 24	100 00	1,776,527 21	100 00
Total Foreign Assets	1,569,973.24	100.00	1,776,527.21	100.00
Other Assets				
Total Other Assets	0.00	100.00	0.00	100.00
Total Account	1,642,046.95		1,848,600.92	

Schedule of Bond Maturities	Face Value	% of Bond Portfolio
Less than 1 year	0.00	0.00
1 to 5	0 00	0 00
5 to 10	0 00	0 00
10 to 15	0 00	0 00
Over 15 years	0 00	0 00
Total Bond Portfolio	0.00	100.00

Settlement Date Reporting
08/17/10

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-D J GREENE
Account Number: XX16993

Statement Summary

July 1, 2010 - July 31, 2010

Asset Summary

	Market Value	Accruals	Total Value	% of Total Value
Beginning Asset Value As of 07/01/10	**1,365,891.14**	**792.00**	**1,366,683.14**	
Cash and Equivalents	31,225.55	0.00	31,225.55	2.13
Government and Agency Bonds	0.00	0.00	0.00	0.00
Corporate Bonds	0.00	0.00	0.00	0.00
Other Fixed Income	0.00	0.00	0.00	0.00
Equities	1,384,916.60	132.00	1,385,048.60	94.49
Foreign Assets	49,524.00	0.00	49,524.00	3.38
Other Assets	0.00	0.00	0.00	0.00
Ending Asset Value As of 07/31/10	**1,465,666.15**	**132.00**	**1,465,798.15**	**100.00**

Income Summary

	Statement Period	Year To Date
Cash and Equivalents	0.00	0.00
Government and Agency Bonds	0.00	0.00
Corporate Bonds	0.00	0.00
Other Fixed Income	0.00	0.00
Equities	3,054.75	8,979.15
Foreign Assets	0.00	152.03
Other Assets	0.00	0.00
Total Income	**3,054.75**	**9,131.18**

Account Activity Summary

	Cash Amount
Beginning Balance As of 07/01/10	**0.00**
Receipts	
Money Market Income	0.00
Dividends	3,054.75
Interest	0.00
Sell Accrued Income	0.00
Sales and Maturities	35,360.51
Transfers	0.00
Cash Receipts	1,861.91
Total Receipts	**40,277.17**
Disbursements	
Purchase Accrued Income	0.00
Purchases	(40,113.06)
Transfers	0.00
Cash Disbursements	(164.11)
Total Disbursements	**(40,277.17)**
Ending Balances As of 07/31/10	**0.00**

Settlement Date Reporting
08/17/10

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-D J GREENE
Account Number: XX16993

Balance Sheet

July 1, 2010 - July 31, 2010

	Book Value Beginning	Book Value Ending	% of Book Value	Market Value Beginning	Market Value Ending	% of Market	Accrued Income
Cash	0 00	0 00	0 00	0 00	0.00	0 00	0 00
Cash and Equivalents	34,400 24	31,225 55	2 14	34,400 24	31,225 55	2 13	0 00
Government and Agency Bonds	0 00	0 00	0.00	0 00	0.00	0 00	0 00
Corporate Bonds	0.00	0 00	0 00	0.00	0 00	0 00	0 00
Other Fixed Income	0 00	0 00	0 00	0.00	0 00	0 00	0 00
Equities	1,370,131 31	1,383,016.40	94.76	1,287,418 90	1,384,916.60	94.47	132.00
Foreign Assets	45,079 04	45,079 04	3 08	44,072.00	49,524 00	3 39	0 00
Other Assets	0.00	0 00	0 00	0 00	0 00	0 00	0 00
Total Assets	**1,449,610.59**	**1,459,320.99**	**100.00**	**1,365,891.14**	**1,465,666.15**	**100.00**	**132.00**

Settlement Date Reporting
08/17/10

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Income / Accrued Incom
CASH							
	CASH BALANCE		0 00		0.00		
TOTAL CASH			**0.00**		**0.00**	**0.00**	**0.0** / **0.0**
CASH EQUIVALENTS							
MONEY MARKET FUNDS-TAXABLE							
31,225 550	SSGA INST LIQUID RESERVES INV CL	CM1SSVXX1	31,225 55	1.000	31,225.55	0 00	0 0 / 0 0
TOTAL MONEY MARKET FUNDS-TAXABLE			**31,225.55**		**31,225.55**	**0.00**	**0.0** / **0.0**
TOTAL CASH AND EQUIVALENTS			**31,225.55**		**31,225.55**	**0.00**	**0.0** / **0.0**
EQUITIES							
CONSUMER DURABLES							
600 000	ADVANCED AUTO PARTS INC	00751Y106	21,242 48	53 530	32,118 00	10,875 52	144 0 / 0 0
1,000 000	PEP BOYS MANNY MOE & JACK	713278109	3,604 93	9 600	9,600.00	5,995 07	120 0 / 0 0
TOTAL CONSUMER DURABLES			**24,847.41**		**41,718.00**	**16,870.59**	**264.0** / **0.0**
CONSUMER NON-DURABLES							
1,900 000	ACCELRYS INC	00430U103	15,291 26	7 050	13,395 00	(1,896 26)	0 0 / 0 0
400 000	BECKMAN COULTER INC	075811109	21,648 98	45 830	18,332.00	(3,316 98)	288 0 / 0 0
1,500.000	CELERA CORP	15100E106	9,810 05	6.690	10,035.00	224 95	0 0 / 0 0
1,050.000	CHARLES RIVER LABORATORIES INTL INC	159864107	30,770 73	31.080	32,634 00	1,863 27	0 0 / 0 0
300 000	CHEMED CORP	16359R103	10,433.01	52 920	15,876 00	5,442 99	168 0 / 0 0

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
	EQUITIES (Continued)						
	CONSUMER NON-DURABLES (Continued)						
2,100 000	CONSTELLATION BRANDS INC-A	21036P108	32,784 92	17 060	35,826 00	3,041 08	0 00 0 00
900 000	COOPER COMPANIES INC	216648402	30,507.07	38 860	34,974 00	4,466.93	54 00 27 00
400 000	GENOPTIX INC	37243V100	6,835.08	17 280	6,912.00	76.92	0.00 0 00
300 000	NBTY INC	628782104	11,051.24	53 890	16,167 00	5,115.76	0 00 0.00
	TOTAL CONSUMER NON-DURABLES		**169,132.34**		**184,151.00**	**15,018.66**	**510.00** **27.00**
	CONSUMER SERVICES						
700 000	BRINKS CO	109696104	16,705 21	21 900	15,330.00	(1,375 21)	280 00 70 00
1,700 000	COGENT INC	19239Y108	17,227 62	8.990	15,283 00	(1,944 62)	0 00 0 00
900 000	CONVERGYS CORPORATION	212485106	12,247 58	11.170	10,053.00	(2,194 58)	0 00 0 00
700.000	SCHOLASTIC CORP	807066105	18,589 28	25 330	17,731 00	(858 28)	210 00 0 00
2,700 000	WARNER MUSIC GROUP CORP	934550104	38,790 12	4 690	12,663.00	(26,127 12)	0.00 0 00
	TOTAL CONSUMER SERVICES		**103,559.81**		**71,060.00**	**(32,499.81)**	**490.00** **70.00**
	BUSINESS PRODUCTS & SERVICES						
700 000	AVERY DENNISON CORP	053611109	25,194 94	35.850	25,095 00	(99.94)	560.00 0 00
4,700 000	BROCADE COMMUNICATIONS SYSTEMS INC	111621306	26,306.55	4.950	23,265 00	(3,041 55)	0.00 0 00
1,900 000	CADENCE DESIGN SYSTEMS INC	127387108	11,939 46	6 960	13,224 00	1,284 54	0.00 0 00

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Income Accrued Incom
EQUITIES (Continued)							
	BUSINESS PRODUCTS & SERVICES (Continued)						
700.000	CERADYNE INC	156710105	13,916 58	23 250	16,275 00	2,358 42	0 0 0 0
900.000	CIENA CORP	171779309	10,629 61	13 090	11,781 00	1,151 39	0 0 0 0
2,100.000	CORINTHIAN COLLEGES INC	218868107	25,762.60	9.100	19,110 00	(6,652.60)	0 0 0.0
1,300 000	CROWN HLDGS INC	228368106	24,712 21	27 830	36,179 00	11,466 79	0 0 0 0
500 000	DIEBOLD INC	253651103	13,375 51	28 620	14,310.00	934.49	540 0 0 0
400 000	DIGITAL RIVER INC	25388B104	10,393 78	26 290	10,516 00	122 22	0 0 0 0
500.000	FTI CONSULTING INC	302941109	19,461 04	35.350	17,675 00	(1,786 04)	0 0 0 0
700.000	INTERMEC INC	458786100	8,144 58	10.500	7,350 00	(794.58)	0 0 0.0
1,200.000	KEYNOTE SYSTEMS INC	493308100	11,855 61	10 010	12,012.00	156 39	240.0 0.0
300.000	ORMAT TECH INC	686688102	10,405 85	27.820	8,346 00	(2,059 85)	60 0 0.0
1,400 000	SCIENTIFIC GAMES CORP-A	80874P109	20,708 06	10 590	14,826 00	(5,882 06)	0 0 0 0
1,300 000	SEACHANGE INTERNATIONAL INC	811699107	9,906 61	8 960	11,648 00	1,741 39	0 0 0 0
1,450.000	TEKELEC	879101103	19,674.50	14.140	20,503.00	828 50	0 0 0.0
2,600 000	TETRA TECHNOLOGIES INC	88162F105	27,534 23	10 420	27,092 00	(442 23)	0.0 0 0
2,100 000	TIBCO SOFTWARE INC	88632Q103	13,951 80	13.560	28,476 00	14,524 20	0.0 0 0

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
EQUITIES (Continued)							
	BUSINESS PRODUCTS & SERVICES (Continued)						
1,100.000	VERINT SYSTEMS INC	92343X100	35,528.67	22 600	24,860.00	(10,668 67)	0 00 0 00
TOTAL BUSINESS PRODUCTS & SERVICES			**339,402.19**		**342,543.00**	**3,140.81**	**1,400.00 0.00**
CAPITAL GOODS							
1,600 000	ARRIS GROUP INC	04269Q100	13,899 07	9.320	14,912 00	1,012 93	0 00 0 00
1,400 000	CTS CORP	126501105	13,198 98	9 350	13,090 00	(108 98)	168 00 0 00
1,700 000	COMVERSE TECHNOLOGY INC	205862402	35,984 14	7 500	12,750 00	(23,234 14)	0 00 0 00
600.000	DST SYSTEMS INC	233326107	25,888 09	41 080	24,648 00	(1,240 09)	360 00 0.00
300.000	ESCO TECHNOLOGIES INC	296315104	9,560 39	29 810	8,943 00	(617.39)	96 00 0 00
1,000 000	FAIR ISAAC & CO INC	303250104	20,142.23	23 850	23,850 00	3,707.77	80 00 0 00
200 000	GRANITE CONSTRUCTION INC	387328107	6,174 10	23.250	4,650 00	(1,524.10)	104 00 0.00
500 000	HUBBELL INC-B	443510201	22,784.79	47.190	23,595 00	810 21	720 00 0 00
2,300 000	IKANOS COMMUNICATIONS INC	45173E105	13,594 20	1.750	4,025 00	(9,569 20)	0 00 0 00
900.000	LADISH COMPANY INC	505754200	22,894 86	29 410	26,469 00	3,574 14	0.00 0 00
800 000	MERCURY COMPUTER SYSTEMS INC	589378108	7,874 49	13 200	10,560 00	2,685 51	0 00 0 00
600 000	NAVISTAR INTERNATIONAL CORP	63934E108	18,654 48	51.710	31,026 00	12,371 52	0 00 0.00
1,320.000	SEALED AIR CORP	81211K100	28,038 43	21 630	28,551 60	513 17	686 40 0.00

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Incom Accrued Incom
EQUITIES (Continued)							
	CAPITAL GOODS (Continued)						
1,200.000	TECUMSEH PRODUCTS CO-A	878895200	24,056 46	12 940	15,528 00	(8,528 46)	0 (0 (
500.000	TELEDYNE TECHNOLOGIES INC	879360105	13,041.04	41 030	20,515 00	7,473 96	0 (0.(
1,500 000	TEXTRON INC	883203101	12,396 86	20 760	31,140 00	18,743 14	120 (0 (
TOTAL CAPITAL GOODS			**288,182.61**		**294,252.60**	**6,069.99**	**2,334.4 0.(**
INDUSTRIAL ELECTRONICS							
1,600 000	ALLIANCE SEMICONDUCTOR CORP	01877H100	9,989 75	0 190	304 00	(9,685 75)	0 (0 (
1,100 000	INTERSIL HOLDING CORP-A	46069S109	14,682.19	11 360	12,496 00	(2,186 19)	528 (0 (
1,400.000	MEMC ELECTRONIC MATERIALS INC	552715104	19,651 39	9 560	13,384 00	(6,267 39)	0 (0 (
200 000	MTS SYSTEM CORP	553777103	4,369 39	28 930	5,786.00	1,416 61	120 (0 (
1,000.000	ULTRATECH STEPPER INC	904034105	15,005.97	18 070	18,070 00	3,064 03	0 (0 (
2,000 000	ZORAN CORP	98975F101	24,819 51	8 600	17,200.00	(7,619 51)	0 (0 (
TOTAL INDUSTRIAL ELECTRONICS			**88,518.20**		**67,240.00**	**(21,278.20)**	**648.(0.(**
ENERGY							
1,900 000	CENTERPOINT ENERGY INC	15189T107	21,192.86	14 230	27,037.00	5,844 14	1,482 (0 (
600 000	DRESSER-RAND GROUP INC	261608103	13,802 87	37.210	22,326 00	8,523 13	0.(0 (
1,900.000	GLOBAL INDUSTRIES LTD	379336100	17,610 90	4 740	9,006 00	(8,604.90)	0 (0 (

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-D J GREENE
Account Number: XX16993

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
EQUITIES (Continued)							
	ENERGY (Continued)						
3,000 000	ION GEOPHYSICAL CORP	462044108	17,228 28	4 390	13,170.00	(4,058 28)	0 00 0.00
900 000	SOUTHERN UNION CO	844030106	18,798 19	22 570	20,313 00	1,514 81	540 00 0 00
TOTAL ENERGY			**88,633.10**		**91,852.00**	**3,218.90**	**2,022.00** **0.00**
BASIC INDUSTRIES							
3,800 000	CAMBREX CORP	132011107	40,474 26	3 550	13,490 00	(26,984 26)	0 00 0 00
1,400 000	COVANTA HLDG CORP	22282E102	24,573 22	15 070	21,098.00	(3,475 22)	0 00 0 00
900 000	KBR INC	48242W106	18,731 66	22 380	20,142 00	1,410 34	180 00 0 00
900.000	OFFICEMAX INC	67622P101	7,417 36	14 290	12,861 00	5,443 64	0.00 0 00
600 000	PALL CORP	696429307	17,109 63	38 240	22,944 00	5,834 37	384 00 0 00
TOTAL BASIC INDUSTRIES			**108,306.13**		**90,535.00**	**(17,771.13)**	**564.00** **0.00**
TRANSPORTATION							
600 000	RYDER SYSTEM INC	783549108	18,518 98	43 670	26,202 00	7,683 02	648.00 0 00
TOTAL TRANSPORTATION			**18,518.98**		**26,202.00**	**7,683.02**	**648.00** **0.00**
FINANCIAL							
1,000.000	BROADRIDGE FINANCIAL SOLUTIONS LLC	11133T103	17,966 93	20 300	20,300 00	2,333 07	600 00 0.00
1,300 000	CORELOGIC INC	21871D103	21,108 62	20 030	26,039.00	4,930 38	1,144 00 0 00
1,000.000	FIRST AMERN FINL CORP	31847R102	10,241 93	14.750	14,750 00	4,508 07	240 00 0 00

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Incom Accrued Incom
EQUITIES (Continued)							
FINANCIAL (Continued)							
800.000	FIRST NIAGARA FINANCIAL GROUP INC	33582V108	10,406 84	13 410	10,728.00	321 16	448 (0 (
2,300 000	HUNTINGTON BANCSHARES INC	446150104	15,523 63	6 060	13,938 00	(1,585 63)	92 (0 (
2,300 000	SLM CORP	78442P106	20,895 61	12 000	27,600 00	6,704 39	0 (0 (
1,300 000	STERLING BANCSHARES INC	858907108	7,684 48	5 190	6,747 00	(937 48)	78 (0.(
700 000	TCF FINANCIAL CORPORATION	872275102	11,329 17	15 840	11,088 00	(241.17)	140 (35 (
400 000	TEXAS CAPITAL BANCSHARES INC	88224Q107	7,279 07	16 690	6,676 00	(603 07)	0 (0 (
900 000	UMPQUA HLDGS CORP	904214103	12,373 56	12.530	11,277 00	(1,096.56)	180.(0 (
TOTAL FINANCIAL			**134,809.84**		**149,143.00**	**14,333.16**	**2,922.(35.(**
UTILITIES							
900 000	CMS ENERGY CORP	125896100	8,827 13	15.920	14,328 00	5,500 87	540.(0 (
300 000	OGE ENERGY CORP	670837103	10,278 66	39.640	11,892 00	1,613 34	435 (0 (
TOTAL UTILITIES			**19,105.79**		**26,220.00**	**7,114.21**	**975.(0.(**
TOTAL EQUITIES			**1,383,016.40**		**1,384,916.60**	**1,900.20**	**12,777.4 132.(**
FOREIGN ASSETS							
EQUITIES							
700 000	RADWARE LTD	M81873107	9,939 28	22 860	16,002 00	6,062 72	0 (0 (
1,500 000	DANAOS CORP	Y1968P105	14,892 43	4 160	6,240 00	(8,652 43)	0.(0 (

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-D J GREENE
Account Number: XX16993

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
	FOREIGN ASSETS (Continued)						
	EQUITIES (Continued)						
700.000	SEASPAN CORP	Y75638109	7,720 02	11 280	7,896 00	175 98	350 00 0 00
900 000	HARRY WINSTON DIAMOND CORP	41587B100	5,611 39	12.320	11,088 00	5,476 61	0 00 0 00
900 000	SIERRA WIRELESS INC	826516106	6,915 92	9 220	8,298 00	1,382 08	0 00 0 00
	TOTAL EQUITIES		45,079.04		49,524.00	4,444.96	350.00 0.00
	TOTAL FOREIGN ASSETS		45,079.04		49,524.00	4,444.96	350.00 0.00
	TOTAL ACCOUNT HOLDINGS		1,459,320.99		1,465,666.15	6,345.16	13,127.40 132.00

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-D J GREENE
Account Number: XX16993

Account Diversificati

Diversification	Book Value	% of Book Value	Market Value	% of Market Value
Cash And Equivalents	31,225.55		31,225.55	
Government And Agency Issues				
Total Government And Agency Issues	0.00	100.00	0.00	100.00
Corporate Bonds				
Total Corporate Bonds	0.00	100.00	0.00	100.00
Other Fixed Income				
Total Other Fixed Income	0.00	100.00	0.00	100.00
Equities				
CONSUMER DURABLES	24,847.41	1.80	41,718.00	3.01
CONSUMER NON-DURABLES	169,132.34	12.23	184,151.00	13.30
CONSUMER SERVICES	103,559.81	7.49	71,060 00	5.13
BUSINESS PRODUCTS & SERVICES	339,402.19	24 54	342,543 00	24.73
CAPITAL GOODS	288,182.61	20 84	294,252.60	21.25
INDUSTRIAL ELECTRONICS	88,518.20	6.40	67,240.00	4.86
ENERGY	88,633.10	6.41	91,852.00	6.63
BASIC INDUSTRIES	108,306.13	7.83	90,535.00	6.54
TRANSPORTATION	18,518.98	1.34	26,202.00	1.89
FINANCIAL	134,809 84	9.75	149,143.00	10.77
UTILITIES	19,105.79	1.38	26,220.00	1.89
Total Equities	1 1,383,016.40	100.00	2 1,384,916.60	100.00
Foreign Assets				
EQUITIES	45,079.04	100.00	49,524.00	100.00
Total Foreign Assets	1 45,079.04	100.00	2 49,524.00	100.00
Other Assets				
Total Other Assets	0.00	100.00	0.00	100.00
Total Account	1,459,320.99		1,465,666.15	

Schedule of Bond Maturities	Face Value	% of Bo[nd] Portfo[lio]
Less than 1 year	0.00	0.
1 to 5	0 00	0
5 to 10	0.00	0
10 to 15	0 00	0.
Over 15 years	0 00	0
Total Bond Portfolio	0.00	100.

Book value — Market value

Total equities 1 - 1,428,095.44 — 2 1,434,440.60

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STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-GOLDMAN SACHS ASSET
MANAGEMENT
Account Number: XX32492

Statement Summary

July 1, 2010 - July 31, 2010

Asset Summary

	Market Value	Accruals	Total Value	% of Total Value
Beginning Asset Value As of 07/01/10	**2,405,771.04**	**1,977.00**	**2,407,748.04**	
Cash and Equivalents	86,889.76	0.00	86,889.76	3.39
Government and Agency Bonds	0.00	0.00	0.00	0.00
Corporate Bonds	0.00	0.00	0.00	0.00
Other Fixed Income	0.00	0.00	0.00	0.00
Equities	2,336,107.10	1,185.49	2,337,292.59	91.29
Foreign Assets	136,157.50	0.00	136,157.50	5.32
Other Assets	0.00	0.00	0.00	0.00
Ending Asset Value As of 07/31/10	**2,559,154.36**	**1,185.49**	**2,560,339.85**	**100.00**

Income Summary

	Statement Period	Year To Date
Cash and Equivalents	0.00	0.00
Government and Agency Bonds	0.00	0.00
Corporate Bonds	0.00	0.00
Other Fixed Income	0.00	0.00
Equities	1,609.50	15,226.53
Foreign Assets	367.50	1,239.16
Other Assets	0.00	0.00
Total Income	**1,977.00**	**16,465.69**

Account Activity Summary

	Cash Amount
Beginning Balance As of 07/01/10	**6,648.59**
Receipts	
Money Market Income	0.00
Dividends	1,977.00
Interest	0.00
Sell Accrued Income	0.00
Sales and Maturities	104,954.04
Transfers	0.00
Cash Receipts	0.00
Total Receipts	**106,931.04**
Disbursements	
Purchase Accrued Income	0.00
Purchases	(113,290.59)
Transfers	0.00
Cash Disbursements	(289.04)
Total Disbursements	**(113,579.63)**
Ending Balances As of 07/31/10	**0.00**

Settlement Date Reporting
08/17/10

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STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-GOLDMAN SACHS ASSET
MANAGEMENT
Account Number: XX32492

Balance Sheet

July 1, 2010 - July 31, 2010

	Book Value Beginning	Book Value Ending	% of Book Value	Market Value Beginning	Market Value Ending	% of Market	Accrued Income
Cash	6,648 59	0 00	0.00	6,648.59	0 00	0.00	0 00
Cash and Equivalents	32,851.15	86,889.76	3 71	32,851 15	86,889.76	3 40	0 00
Government and Agency Bonds	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Corporate Bonds	0 00	0.00	0 00	0 00	0 00	0 00	0.00
Other Fixed Income	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Equities	2,139,430 05	2,114,931 58	90 36	2,235,632.80	2,336,107 10	91 28	1,185.49
Foreign Assets	138,584 53	138,584.53	5 92	130,638 50	136,157.50	5 32	0 00
Other Assets	0.00	0 00	0 00	0 00	0 00	0 00	0 00
Total Assets	**2,317,514.32**	**2,340,405.87**	**100.00**	**2,405,771.04**	**2,559,154.36**	**100.00**	**1,185.49**

Settlement Date Reporting
08/17/10

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-GOLDMAN SACHS ASSET
MANAGEMENT
Account Number: XX32492

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
CASH							
	CASH BALANCE		0 00		0.00		
TOTAL CASH			**0.00**		**0.00**	**0.00**	**0.00** **0.00**
CASH EQUIVALENTS							
MONEY MARKET FUNDS-TAXABLE							
86,889.760	SSGA INST LIQUID RESERVES INV CL	CM1SSVXX1	86,889 76	1.000	86,889 76	0 00	0 00 0 00
TOTAL MONEY MARKET FUNDS-TAXABLE			**86,889.76**		**86,889.76**	**0.00**	**0.00** **0.00**
TOTAL CASH AND EQUIVALENTS			**86,889.76**		**86,889.76**	**0.00**	**0.00** **0.00**
EQUITIES							
CONSUMER NON-DURABLES							
1,730 000	AVON PRODUCTS INC	054303102	49,656 03	31 130	53,854 90	4,198 87	1,522.40 0 00
2,010.000	BAXTER INTERNATIONAL INC	071813109	115,457.80	43.770	87,977.70	(27,480 10)	2,331 60 0 00
720 000	BIOGEN IDEC INC	09062X103	37,833.30	55.880	40,233.60	2,400.30	0 00 0 00
1,210 000	GILEAD SCIENCES INC	375558103	56,233 96	33 320	40,317.20	(15,916 76)	0 00 0 00
1,430.000	JOHNSON & JOHNSON	478160104	89,274 85	58.090	83,068 70	(6,206 15)	3,088 80 0 00
660.000	NIKE INC CL B	654106103	42,971 90	73 640	48,602.40	5,630 50	712.80 0 00
1,620 000	PEPSICO INC	713448108	84,407 45	64 910	105,154 20	20,746 75	3,110.40 0 00
1,980.000	ST JUDE MEDICAL INC	790849103	68,583 16	36.770	72,804 60	4,221 44	0 00 0 00
TOTAL CONSUMER NON-DURABLES			**544,418.45**		**532,013.30**	**(12,405.15)**	**10,766.00** **0.00**

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
EQUITIES (Continued)							
CONSUMER SERVICES							
1,300 000	COSTCO WHOLESALE CORP	22160K105	65,012 97	56 710	73,723 00	8,710.03	1,066.00 0 00
3,310 000	LOWES COS INC	548661107	73,436.49	20 740	68,649 40	(4,787 09)	1,456 40 364.10
1,270 000	PROCTER & GAMBLE CO	742718109	61,117 80	61 160	77,673 20	16,555.40	2,447 29 611 89
3,260.000	STAPLES INC	855030102	80,006.51	20.330	66,275 80	(13,730.71)	1,173 60 0 00
920 000	TARGET CORP	87612E106	49,162.51	51.320	47,214 40	(1,948 11)	920 00 0 00
TOTAL CONSUMER SERVICES			**328,736.28**		**333,535.80**	**4,799.52**	**7,063.29** **975.99**
BUSINESS PRODUCTS & SERVICES							
3,640 000	CISCO SYSTEMS INC	17275R102	96,108.74	23 070	83,974 80	(12,133 94)	0.00 0 00
2,500 000	CROWN CASTLE INTERNATIONAL CORP	228227104	21,468 99	39 510	98,775 00	77,306.01	0 00 0 00
860 000	EQUINIX INC	29444U502	73,633.52	93 510	80,418 60	6,785.08	0 00 0 00
3,850 000	MICROSOFT CORP	594918104	101,372 05	25 810	99,368 50	(2,003.55)	2,002.00 0 00
3,320 000	ORACLE CORP	68389X105	64,352 19	23 640	78,484 80	14,132 61	664.00 166 00
2,400 000	QUALCOMM INC	747525103	88,349.76	38 080	91,392 00	3,042.24	1,824 00 0 00
TOTAL BUSINESS PRODUCTS & SERVICES			**445,285.25**		**532,413.70**	**87,128.45**	**4,490.00** **166.00**
CAPITAL GOODS							
3,210 000	AMERICAN TOWER CORP-A	029912201	109,843 34	46 240	148,430 40	38,587 06	0 00 0.00

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimatec Annual Income Accrued Income
EQUITIES (Continued)							
	CAPITAL GOODS (Continued)						
480.000	APPLE INC	037833100	50,392 54	257 250	123,480 00	73,087 46	0 0C 0 0C
740.000	THERMO FISHER SCIENTIFIC INC	883556102	33,113 78	44 860	33,196.40	82 62	0 0C 0 0C
TOTAL CAPITAL GOODS			**193,349.66**		**305,106.80**	**111,757.14**	**0.00** **0.00**
INDUSTRIAL ELECTRONICS							
1,590 000	ALTERA CORP	021441100	38,127 74	27.720	44,074 80	5,947 06	381 6C 0 0C
1,460 000	BROADCOM CORP-A	111320107	39,382 32	36 030	52,603 80	13,221 48	467 2C 0 0C
TOTAL INDUSTRIAL ELECTRONICS			**77,510.06**		**96,678.60**	**19,168.54**	**848.80** **0.00**
ENERGY							
2,630.000	HALLIBURTON CO	406216101	76,421 63	29.880	78,584 40	2,162 77	946 8C 0 0C
650 000	OCCIDENTAL PETROLEUM CORP	674599105	50,730 46	77.930	50,654 50	(75 96)	988 0C 0 0C
1,200.000	SOUTHWESTERN ENERGY	845467109	49,051.45	36 450	43,740 00	(5,311.45)	0 0C 0 0C
TOTAL ENERGY			**176,203.54**		**172,978.90**	**(3,224.64)**	**1,934.80** **0.00**
BASIC INDUSTRIES							
490.000	PRAXAIR INC	74005P104	41,148 36	86.820	42,541.80	1,393 44	882 0C 0 0C
TOTAL BASIC INDUSTRIES			**41,148.36**		**42,541.80**	**1,393.44**	**882.0C** **0.0C**
FINANCIAL							
270 000	CME GROUP INC	12572Q105	82,227.15	278.800	75,276.00	(6,951 15)	1,242 0C 0 0C

Holdings by Sector

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
	EQUITIES (Continued)						
	FINANCIAL (Continued)						
360 000	MASTERCARD INC-A	57636Q104	79,627 01	210.040	75,614 40	(4,012 61)	216 00 43.50
1,100 000	NORTHERN TRUST CORP	665859104	54,229 51	46 990	51,689 00	(2,540.51)	1,232.00 0 00
2,720 000	SCHWAB CHARLES CORP	808513105	38,264 88	14 790	40,228 80	1,963.92	652 80 0 00
	TOTAL FINANCIAL		**254,348.55**		**242,808.20**	**(11,540.35)**	**3,342.80 43.50**
	REAL ESTATE						
4,590 000	CB RICHARD ELLIS GROUP INC-A	12497T101	53,931.43	17 000	78,030.00	24,098 57	0 00 0 00
	TOTAL REAL ESTATE		**53,931.43**		**78,030.00**	**24,098.57**	**0.00 0.00**
	TOTAL EQUITIES		**2,114,931.68**		**2,336,107.10**	**221,175.52**	**29,327.69 1,185.49**
	FOREIGN ASSETS						
	EQUITIES						
1,750 000	SCHLUMBERGER LTD	806857108	107,492.72	59 660	104,405.00	(3,087.72)	1,470 00 0 00
650 000	TEVA PHARM INDS ADR	881624209	31,091.81	48 850	31,752 50	660 69	401 70 0 00
	TOTAL EQUITIES		**138,584.53**		**136,157.50**	**(2,427.03)**	**1,871.70 0.00**
	TOTAL FOREIGN ASSETS		**138,584.53**		**136,157.50**	**(2,427.03)**	**1,871.70 0.00**
	TOTAL ACCOUNT HOLDINGS		**2,340,405.87**		**2,559,154.36**	**218,748.49**	**31,199.39 1,185.49**

STATE STREET.

STATE STREET BANK AND TRUST COMPANY
CUSTODIAN FOR CONN MEMORIAL
FOUNDATION-GOLDMAN SACHS ASSET
MANAGEMENT
Account Number: XX32492

Account Diversificatic

Diversification	Book Value	% of Book Value	Market Value	% of Market Value
Cash And Equivalents	86,889.76		86,889.76	
Government And Agency Issues				
Total Government And Agency Issues	0.00	100.00	0.00	100.00
Corporate Bonds				
Total Corporate Bonds	0.00	100.00	0.00	100.00
Other Fixed Income				
Total Other Fixed Income	0.00	100.00	0.00	100.00
Equities				
CONSUMER NON-DURABLES	544,418.45	25 74	532,013.30	22 77
CONSUMER SERVICES	328,736.28	15.54	333,535 80	14 28
BUSINESS PRODUCTS & SERVICES	445,285.25	21.05	532,413.70	22.79
CAPITAL GOODS	193,349.66	9.14	305,106.80	13.06
INDUSTRIAL ELECTRONICS	77,510.06	3.66	96,678.60	4.14
ENERGY	176,203.54	8.33	172,978.90	7.40
BASIC INDUSTRIES	41,148 36	1.95	42,541.80	1.82
FINANCIAL	254,348.55	12.03	242,808 20	10.39
REAL ESTATE	53,931.43	2.55	78,030.00	3.34
Total Equities	1 2,114,931.58	100.00	2 2,336,107.10	100.00
Foreign Assets				
EQUITIES	138,584.53	100.00	136,157.50	100.00
Total Foreign Assets	1 138,584.53	100.00	2 136,157.50	100.00
Other Assets				
Total Other Assets	0.00	100.00	0.00	100.00
Total Account	2,340,405.87		2,559,154.36	

Schedule of Bond Maturities	Face Value	% of Bor Portfol
Less than 1 year	0 00	0
1 to 5	0.00	0.
5 to 10	0.00	0
10 to 15	0.00	0.
Over 15 years	0 00	0
Total Bond Portfolio	0.00	100.

Book Value   Market Value

Total equities $\Sigma①$ = 2,253,516.11 $\Sigma②$ = 2,472,264.60

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CONN MEMORIAL FOUNDATION-RIVERBRIDGE
PARTNERS
Account Number: XX32494

Asset Summary

	Market Value	Accruals	Total Value	% of Total Value
Beginning Asset Value As of 07/01/10	**1,226,441.52**	**85.50**	**1,226,527.02**	
Cash and Equivalents	6,661.87	0.00	6,661.87	0.53
Government and Agency Bonds	0.00	0.00	0.00	0.00
Corporate Bonds	0.00	0.00	0.00	0.00
Other Fixed Income	0.00	0.00	0.00	0.00
Equities	1,224,662.80	0.00	1,224,662.80	96.78
Foreign Assets	34,021.74	0.00	34,021.74	2.69
Other Assets	0.00	0.00	0.00	0.00
Ending Asset Value As of 07/31/10	**1,265,346.41**	**0.00**	**1,265,346.41**	**100.00**

Income Summary

	Statement Period	Year To Date
Cash and Equivalents	0.00	0.00
Government and Agency Bonds	0.00	0.00
Corporate Bonds	0.00	0.00
Other Fixed Income	0.00	0.00
Equities	1,080.25	3,433.85
Foreign Assets	0.00	226.80
Other Assets	0.00	0.00
Total Income	**1,080.25**	**3,660.65**

Account Activity Summary

	Cash Amount
Beginning Balance As of 07/01/10	**0.00**
Receipts	
Money Market Income	0.00
Dividends	1,080.25
Interest	0.00
Sell Accrued Income	0.00
Sales and Maturities	43,572.50
Transfers	0.00
Cash Receipts	88.75
Total Receipts	**44,741.50**
Disbursements	
Purchase Accrued Income	0.00
Purchases	(44,588.17)
Transfers	0.00
Cash Disbursements	(153.33)
Total Disbursements	**(44,741.50)**
Ending Balances As of 07/31/10	**0.00**

Settlement Date Reporting
08/17/10

STATE STREET.

CONN MEMORIAL FOUNDATION-RIVERBRIDGE PARTNERS
Account Number: XX32494

Balance Sheet

July 1, 2010 - July 31, 2010

	Book Value Beginning	*Book Value Ending*	*% of Book Value*	*Market Value Beginning*	*Market Value Ending*	*% of Market*	*Accrued Income*
Cash	0.00	0.00	0 00	0 00	0 00	0 00	0.00
Cash and Equivalents	23,277 07	6,661 87	0.54	23,277.07	6,661.87	0 53	0 00
Government and Agency Bonds	0.00	0 00	0.00	0.00	0.00	0 00	0 00
Corporate Bonds	0.00	0 00	0.00	0 00	0 00	0 00	0 00
Other Fixed Income	0.00	0.00	0 00	0 00	0 00	0.00	0.00
Equities	1,182,196 24	1,195,621.42	96 06	1,172,482.97	1,224,662.80	96.74	0 00
Foreign Assets	42,165 25	42,165 25	3.39	30,681.48	34,021 74	2.69	0 00
Other Assets	0 00	0.00	0 00	0.00	0 00	0 00	0 00
Total Assets	**1,247,638.56**	**1,244,448.54**	**100.00**	**1,226,441.52**	**1,265,346.41**	**100.00**	**0.00**

Settlement Date Reporting
08/17/10

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimatec Annual Income Accrued Income
CASH							
	CASH BALANCE		0 00		0 00		
TOTAL CASH			**0.00**		**0.00**	**0.00**	**0.0(** **0.0(**
CASH EQUIVALENTS							
MONEY MARKET FUNDS-TAXABLE							
6,661 870	SSGA INST LIQUID RESERVES INV CL	CM1SSVXX1	6,661 87	1 000	6,661 87	0 00	0 0(0 0(
TOTAL MONEY MARKET FUNDS-TAXABLE			**6,661.87**		**6,661.87**	**0.00**	**0.0(** **0.0(**
TOTAL CASH AND EQUIVALENTS			**6,661.87**		**6,661.87**	**0.00**	**0.0(** **0.0(**
EQUITIES							
CONSUMER DURABLES							
2,225 000	GENTEX CORP	371901109	38,847 75	19 270	42,875 75	4,028.00	979 0(0 0(
TOTAL CONSUMER DURABLES			**38,847.75**		**42,875.75**	**4,028.00**	**979.0(** **0.0(**
CONSUMER NON-DURABLES							
735 000	ABAXIS INC	002567105	19,937 40	20 050	14,736.75	(5,200 65)	0 0(0 0(
1,700 000	ALLSCRIPTS HEALTHCARE SOLUTIONS INC	01988P108	35,475.54	16 690	28,373.00	(7,102 54)	0 0(0 0(
1,860 000	ANGIODYNAMICS INC	03475V101	37,124 38	15.410	28,662.60	(8,461 78)	0 0(0 0(
956 000	BIO-REFERENCE LABS INC	09057G602	14,528.54	20 970	20,047.32	5,518 78	0 0(0 0(
3,075.000	CEPHEID INC	15670R107	33,166.75	16 550	50,891.25	17,724 50	0.0(0.0(
890 000	CHEMED CORP	16359R103	44,396 38	52 920	47,098.80	2,702 42	498 4(0 0(

CONN MEMORIAL FOUNDATION-RIVERBRIDGE
PARTNERS
Account Number: XX32494

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
	EQUITIES (Continued)						
	CONSUMER NON-DURABLES (Continued)						
650 000	IPC THE HOSPITALIST CO	44984A105	13,014 50	25 750	16,737 50	3,723 00	0 00 0.00
495.000	MEDTOX SCIENTIFIC INC	584977201	7,578 86	11 530	5,707 35	(1,871 51)	0 00 0.00
660 000	MEDNAX INC	58502B106	36,460 14	47 150	31,119.00	(5,341.14)	0 00 0 00
1,102 000	NEOGEN CORP	640491106	11,760 27	29 860	32,905.72	21,145.45	0.00 0 00
285.000	QUALITY SYSTEMS INC	747582104	17,634.33	54 920	15,652 20	(1,982 13)	342 00 0.00
2,050 000	ROLLINS INC	775711104	32,429 87	21 840	44,772.00	12,342.13	738 00 0 00
425.000	TECHNE CORP	878377100	24,319 73	58 400	24,820 00	500 27	442.00 0.00
230 000	USANA HEALTH SCIENCES INC	90328M107	14,165 70	41.900	9,637 00	(4,528.70)	0 00 0.00
1,093 000	UNITED NATURAL FOODS INC	911163103	33,738 65	33 730	36,866 89	3,128 24	0 00 0 00
	TOTAL CONSUMER NON-DURABLES		**375,731.04**		**408,027.38**	**32,296.34**	**2,020.40** **0.00**
	CONSUMER SERVICES						
500 000	UNIVERSAL TECHNICAL INST	913915104	12,132 00	20 370	10,185 00	(1,947 00)	0 00 0 00
	TOTAL CONSUMER SERVICES		**12,132.00**		**10,185.00**	**(1,947.00)**	**0.00** **0.00**
	BUSINESS PRODUCTS & SERVICES						
498.000	ARCSIGHT INC	039666102	13,320 35	25 010	12,454.98	(865 37)	0 00 0 00
1,650 000	BEACON ROOFING SUPPLY INC	073685109	22,344.19	17.060	28,149 00	5,804 81	0 00 0 00

CONN MEMORIAL FOUNDATION-RIVERBRIDGE PARTNERS
Account Number: XX32494

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimate Annual Income Accrued Incom
	EQUITIES (Continued)						
	BUSINESS PRODUCTS & SERVICES (Continued)						
149.000	CAPELLA EDUCATION CO	139594105	13,510 34	92 920	13,845.08	334 74	0 0(0 0(
560 000	CASS INFORMATION SYSTEMS INC	14808P109	18,767.36	34 740	19,454 40	687 04	313 6(0 0(
1,250 000	CHEESECAKE FACTORY INC	163072101	31,273.12	23 440	29,300.00	(1,973 12)	0.0(0.0(
350 000	CONCUR TECHNOLOGIES INC	206708109	7,640 61	46 280	16,198.00	8,557.39	0 0(0 0(
586 000	CONSTANT CONTACT INC	210313102	13,497 90	19 490	11,421 14	(2,076 76)	0 0(0 0(
1,150.000	DEALERTRACK HLDGS INC	242309102	22,113 12	15 610	17,951.50	(4,161 62)	0 0(0.0(
2,600 000	DIGI INTL INC	253798102	34,514 40	8 310	21,606.00	(12,908 40)	0.0(0 0(
317.000	F5 NETWORKS INC	315616102	10,994 24	87.830	27,842.11	16,847.87	0.0(0.0(
775.000	FORRESTER RESEARCH INC	346563109	21,715 45	32.280	25,017.00	3,301.55	0 0(0.0(
1,205 000	GUIDANCE SOFTWARE INC	401692108	12,398 41	4 770	5,747.85	(6,650 56)	0 0(0 0(
2,403.000	INNERWORKINGS INC	45773Y105	25,509 03	6 920	16,628.76	(8,880 27)	0 0(0 0(
1,750 000	LKQ CORP	501889208	20,066.44	19.780	34,615 00	14,548 56	0 0(0.0(
513.000	MAXIMUS INC	577933104	15,991 80	60 190	30,877.47	14,885.67	246 2 0 0(
725.000	MOBILE MINI INC	60740F105	20,756.75	17 140	12,426 50	(8,330.25)	0.0(0 0(
850 000	PORTFOLIO RECOVERY ASSOCIATE	73640Q105	39,136 12	69 680	59,228 00	20,091 88	0 0(0 0(
1,600 000	RESOURCES CONNECTION INC	76122Q105	45,911 18	12 990	20,784 00	(25,127 18)	256 0(0 0(

CONN MEMORIAL FOUNDATION-RIVERBRIDGE PARTNERS
Account Number: XX32494

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
	EQUITIES (Continued)						
	BUSINESS PRODUCTS & SERVICES (Continued)						
1,125 000	STRATASYS INC	862685104	21,285 00	22.710	25,548 75	4,263.75	0 00 0 00
925 000	VERINT SYSTEMS INC	92343X100	21,690 14	22 600	20,905 00	(785 14)	0.00 0 00
	TOTAL BUSINESS PRODUCTS & SERVICES		**432,435.95**		**450,000.54**	**17,564.59**	**815.84 0.00**
	CAPITAL GOODS						
675.000	ANSYS INC	03662Q105	33,092 76	44.950	30,341 25	(2,751.51)	0 00 0 00
390 000	COSTAR GROUP INC	22160N109	20,191.69	43 830	17,093 70	(3,097 99)	0.00 0 00
1,300.000	ECHELON CORP	27874N105	13,224 46	7.590	9,867 00	(3,357.46)	0.00 0 00
1,380 000	NATIONAL INSTRUMENTS CORP	636518102	38,864 67	31 900	44,022 00	5,157 33	717 60 0.00
850 000	POWER INTEGRATIONS INC	739276103	23,131.73	35.350	30,047 50	6,915.77	170 00 0 00
	TOTAL CAPITAL GOODS		**128,505.31**		**131,371.45**	**2,866.14**	**887.60 0.00**
	INDUSTRIAL ELECTRONICS						
575.000	FARO TECHNOLOGIES INC	311642102	19,550 00	20 570	11,827 75	(7,722 25)	0 00 0 00
915.000	NAPCO SECURITY TECHNOLOGIES INC	630402105	4,611 60	1.730	1,582.95	(3,028.65)	0 00 0.00
1,925.000	SEMTECH CORP	816850101	30,267.06	17.380	33,456.50	3,189 44	0 00 0.00
	TOTAL INDUSTRIAL ELECTRONICS		**54,428.66**		**46,867.20**	**(7,561.46)**	**0.00 0.00**
	BASIC INDUSTRIES						
520 000	CABOT MICROELECTRONICS CORP	12709P103	12,693.85	32 690	16,998 80	4,304 95	0 00 0 00

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimatec Annual Income Accrued Income
	EQUITIES (Continued)						
	BASIC INDUSTRIES (Continued)						
1,800.000	LANDEC CORP	514766104	22,652.60	6 450	11,610 00	(11,042 60)	0 0C 0.0C
1,200 000	ZOLTEK COMPANIES INC	98975W104	19,580.25	10 450	12,540.00	(7,040 25)	0 0C 0 0C
	TOTAL BASIC INDUSTRIES		**54,926.70**		**41,148.80**	**(13,777.90)**	**0.0(** **0.0(**
	TRANSPORTATION						
550 000	DYNAMEX INC	26784F103	14,462.64	13 460	7,403 00	(7,059.64)	0.0C 0 0C
600.000	FORWARD AIR CORP	349853101	19,496 06	29.040	17,424 00	(2,072.06)	168.0C 0 0C
	TOTAL TRANSPORTATION		**33,958.70**		**24,827.00**	**(9,131.70)**	**168.0(** **0.0(**
	FINANCIAL						
1,100 000	ULTIMATE SOFTWARE GROUP INC	90385D107	31,357 54	32.260	35,486 00	4,128 46	0 0C 0.0C
	TOTAL FINANCIAL		**31,357.54**		**35,486.00**	**4,128.46**	**0.0(** **0.0(**
	UTILITIES						
620 000	ENERNOC INC	292764107	19,701 07	33 340	20,670.80	969 73	0 0C 0 0C
	TOTAL UTILITIES		**19,701.07**		**20,670.80**	**969.73**	**0.0(** **0.0(**
	OTHER ASSETS						
544.000	GRAND CANYON EDUCATION INC	38526M106	13,596.70	24.270	13,202 88	(393.82)	0 0C 0 0C
	TOTAL OTHER ASSETS		**13,596.70**		**13,202.88**	**(393.82)**	**0.0(** **0.0(**
	TOTAL EQUITIES		**1,195,621.42**		**1,224,662.80**	**29,041.38**	**4,870.8** **0.0(**

CONN MEMORIAL FOUNDATION-RIVERBRIDGE PARTNERS
Account Number: XX32494

Shares/Units Original Face	Description	CUSIP	Book Value	Current Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income/ Accrued Income
FOREIGN ASSETS							
EQUITIES							
600 000	TELVENT GIT SA	E90215109	16,830 00	21 530	12,918 00	(3,912.00)	0 00 0 00
1,134 000	RITCHIE BROS AUCTIONEERS	767744105	25,335 25	18 610	21,103 74	(4,231.51)	476 28 0 00
TOTAL EQUITIES			**42,165.25**		**34,021.74**	**(8,143.51)**	**476.28 0.00**
TOTAL FOREIGN ASSETS			**42,165.25**		**34,021.74**	**(8,143.51)**	**476.28 0.00**
TOTAL ACCOUNT HOLDINGS			**1,244,448.54**		**1,265,346.41**	**20,897.87**	**5,347.12 0.00**

Account Diversificatio

STATE STREET.

CONN MEMORIAL FOUNDATION-RIVERBRIDGE PARTNERS
Account Number: XX32494

Diversification	*Book Value*	*% of Book Value*	*Market Value*	*% of Market Value*
Cash And Equivalents	**6,661.87**		**6,661.87**	
Government And Agency Issues				
Total Government And Agency Issues	**0.00**	**100.00**	**0.00**	**100.00**
Corporate Bonds				
Total Corporate Bonds	**0.00**	**100.00**	**0.00**	**100.00**
Other Fixed Income				
Total Other Fixed Income	**0.00**	**100.00**	**0.00**	**100.00**
Equities				
CONSUMER DURABLES	38,847.75	3.25	42,875.75	3.50
CONSUMER NON-DURABLES	375,731 04	31.43	408,027.38	33.32
CONSUMER SERVICES	12,132.00	1.01	10,185.00	0.83
BUSINESS PRODUCTS & SERVICES	432,435 95	36.17	450,000.54	36.74
CAPITAL GOODS	128,505.31	10.75	131,371.45	10.73
INDUSTRIAL ELECTRONICS	54,428.66	4.55	46,867.20	3.83
BASIC INDUSTRIES	54,926.70	4.59	41,148.80	3.36
TRANSPORTATION	33,958.70	2.84	24,827.00	2.03
FINANCIAL	31,357.54	2.62	35,486.00	2.90
UTILITIES	19,701.07	1.65	20,670.80	1.69
OTHER ASSETS	13,596.70	1 14	13,202.88	1.08
Total Equities	1 **1,195,621.42**	**100.00**	2 **1,224,662.80**	**100.00**
Foreign Assets				
EQUITIES	42,165.25	100.00	34,021.74	100 00
Total Foreign Assets	1 **42,165.25**	**100.00**	2 **34,021.74**	**100.00**
Other Assets				
Total Other Assets	**0.00**	**100.00**	**0.00**	**100.00**
Total Account	**1,244,448.54**		**1,265,346.41**	

Schedule of Bond Maturities	*Face Value*	*% of Bor Portfol*
Less than 1 year	0.00	0.
1 to 5	0.00	0.
5 to 10	0.00	0.
10 to 15	0.00	0
Over 15 years	0.00	0.
Total Bond Portfolio	**0.00**	**100.**

Book Value — Market Value

total equities Σ1 = 1,237,786.67 Σ2 = 1,258,684.54

632944 F002 1111 29OZ 114/131 ------- 14

4-69

CONN MEMORIAL FOUNDATION, INC.
AUGUST 1, 2009 THROUGH JULY 31, 2010
59-0978713

ATTACHMENT TO: 990 PF

PART IV, LINE 1 a

		BRC Investment MGT		FDN - Greene		Goldman Sachs		Siphron		Indian		Income Research		Riverbridge	
		Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis
August	2009	213,497 26	162,047 63	38,935 49	33,729 74	117,376 89	157,310 12	-	-	38,299 59	37,587 38	738,100 97	712,810 68	-	-
September	2009	-	-	17,706 35	10,022 18	93,695 10	116,888 70	166,796 58	191,668 60	63,824 65	59,212 12	665,704 94	628,741 03	-	-
October	2009	237,561 97	218,225 41	59,220 76	66,618 78	116,695 13	95,286 73	216,669 25	260,521 67	69,306 13	68,393 19	1,308,734 95	1,243,293 26	39,461 01	46,569 33
November	2009	358,011 82	304,391 79	27,414 77	26,354 51	105,337 25	123,990 86	-	-	100,826 16	105,904 51	429,467 68	403,502 97	-	-
December	2009	185,264 62	158,440 34	39,344 41	30,250 97	194,830 17	163,932 27	58,588 85	62,297 97	60,739 29	63,327 77	363,541 61	356,295 61	13,811 80	21,647 58
January	2010	178,151 08	173,664 73	3,548 84	15,072 30	97,003 93	63,569 41	-	-	31,384 78	31,088 23	325,508 70	308,522 65	-	-
February	2010	310,192 31	253,307 36	44,994 80	25,370 10	166,982 47	147,193 04	-	-	157,431 96	166,881 06	138,680 35	134,020 22	11,444 17	21,181 82
March	2010	297,406 46	266,404 34	52,278 62	34,520 70	76,275 39	55,466 37	-	-	113,602 64	98,256 64	110,036 57	108,501 89	33,527 07	19,086 10
April	2010	141,437 71	146,424 79	86,396 54	72,409 01	133,717 16	95,329 06	35,411 76	36,691 92	176,051 42	134,921 41	72,093 39	75,947 27	12 24	5 34
May	2010	95,029 74	95,109 38	122,861 56	96,986 19	99,237 86	75,512 57	-	-	306,547 08	289,154 41	546,629 52	544,299 65	-	-
June	2010	228,983 24	223,455 46	34,157 13	26,417 06	72,361 95	59,704 18	140,199 25	143,390 98	147,522 14	148,401 62	226,272 21	226,161 31	6,963 85	7,911 57
July	2010	269,474 81	243,558 42	16,009 10	11,051 25	86,320 13	65,116 54	164,924 25	186,616 39	245,089 67	237,689 45	182,035 81	180,580 59	20,561 96	24,767 65
		2,515,011 02	2,245,029 65	542,868 37	448,802 79	1,359,833 43	1,219,299 85	782,589 94	881,187 53	1,510,625 51	1,440,817 79	5,106,806 70	4,922,677 13	125,782 10	141,169 39
Gain / (Loss)			269,981		94,065		140,533		(98,597)		69,808		184,130		(15,387)

Total Gain / (Loss)	644,532 94
Total Sales Price	11,943,517 07
Total Cost Basis	11,298,984 13

CONN MEMORIAL FOUNDATION, INC.
AUGUST 1, 2007 THROUGH JULY 31, 2008
59-0978713
PART IV, LINE 2
ATTACHMENT TO: 990PF

Account number	4716993	4716982	4716972	4717012	4741480	4732492	4732494	
Manager	FDN Greene	Siphron	Iridian	Income Research	BRC Inv Mgt	Goldman Sachs	Riverbridge	Total
Proceeds	$ 542,868	$ 782,590	$ 1,510,626	$ 5,106,807	$ 2,515,011	$ 1,359,833	$ 125,782	$ 11,943,517
Cost	448,803	881,187	1,440,818	4,922,677	2,245,030	1,219,300	141,169	11,298,984
Gain (loss)	94,065	(98,597)	69,808	184,130	269,981	140,533	(15,387)	644,533

ORGANIZATION	AMOUNT	PURPOSE
Program Grants:		
A Brighter Community	$25,000	Underpriviliged
Academy Prep	$50,000	Underpriviliged
Academy Prep	$5,000	Underpriviliged
Alpha House	$5,000	Underpriviliged
Big Brothers & Big Sisters	$20,000	Underpriviliged
Boys & Girls Club	$50,000	Underpriviliged
Centre for Women	$25,000	Underpriviliged
Child Abuse Council	$15,000	Underpriviliged
Community Tampa Bay	$25,000	Underpriviliged
Computer Mentors	$15,000	Underpriviliged
Connected by 25	$35,000	Underpriviliged
Connected by 25	$15,000	Underpriviliged
Cornerstone Family Ministries	$25,000	Underpriviliged
Cornerstone Kids	$15,000	Underpriviliged
Easter Seals	$25,000	Underpriviliged
Feeding America	$20,000	Underpriviliged
Girls Scouts	$15,000	Underpriviliged
Metropoitan Ministries	$40,000	Underpriviliged
Oasis	$8,000	Underpriviliged
Oasis	$6,000	Underpriviliged
OPBI, Inc.	$20,000	Underpriviliged
OPBI, Inc.	$2,000	Underpriviliged
Powerstories	$10,000	Underpriviliged
Seniors in Service	$5,000	Underpriviliged
St. Francis Children's Daycare	$25,000	Underpriviliged
St. Johns Presbyterian Learning Center	$25,000	Underpriviliged
University Community Ministries - PCAT	$15,000	Underpriviliged
Voices for Children	$30,000	Underpriviliged
YMCA - Sulphur Springs	$25,000	Underpriviliged
YMCA - Sulphur Springs	$30,000	Underpriviliged
Young Life	$10,000	Underpriviliged
Youth Empowered to Achieve (YEA)	$5,000	Underpriviliged
	$641,000	
Capacity Building Grants:		
Centre for Women	$950	Agency Education
Easter Seals - Early Childhood Coalition	$16,700	Agency Education
Florida Philantrophic Network	$2,000	Sector Education
Nonprofit Leadership Center	$10,000	Agency Education
Nonprofit Leadership Center	$60,000	Agency Education
SECF	$2,000	Sector Education
	$91,650	
09\10 Scholarship Grants:		
Boys & Girls Clubs	$25,000	Scholarships
Monterey	$10,000	Scholarships
Nova Southeastern University	$5,000	Scholarships
University of Tampa	$8,000	Scholarships
SCHOLARSHIP TOTAL	**$48,000**	
Grand Total	**$780,650**	

CONN MEMORIAL FOUNDATION, INC.
AUGUST 1, 2009 THROUGH JULY 31, 2010
59-0978713

ATTACHMENT TO: 990 PF

PART IV, LINE 1 a

		BRC Investment MGT		FDN - Greene		Goldman Sachs	
		Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis
August	2009	213,497 26	162,047 63	38,935 49	33,729 74	117,376 89	157,310 12
September	2009	-	-	17,706 35	10,022 18	93,695 10	116,888 70
October	2009	237,561 97	218,225 41	59,220 76	66,618 78	116,695 13	95,286 73
November	2009	358,011 82	304,391 79	27,414 77	26,354 51	105,337 25	123,990 86
December	2009	185,264 62	158,440 34	39,344 41	30,250 97	194,830 17	163,932 27
January	2010	178,151 08	173,664 73	3,548 84	15,072 30	97,003 93	63,569 41
February	2010	310,192 31	253,307 36	44,994 80	25,370 10	166,982 47	147,193 04
March	2010	297,406 46	266,404 34	52,278 62	34,520 70	76,275 39	55,466 37
April	2010	141,437 71	146,424 79	86,396 54	72,409 01	133,717 16	95,329 06
May	2010	95,029.74	95,109 38	122,861 56	96,986 19	99,237 86	75,512 57
June	2010	228,983 24	223,455 46	34,157 13	26,417 06	72,361 95	59,704 18
July	2010	269,474 81	243,558 42	16,009 10	11,051 25	86,320 13	65,116 54
		2,515,011 02	2,245,029 65	542,868 37	448,802 79	1,359,833 43	1,219,299 85
Gain / (Loss)			269,981		94,065		140,533

		Siphron		Indian		Income Research		Riverbridge	
		Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis	Proceeds	Cost Basis
August	2009	-	-	38,299 59	37,587 38	738,100 97	712,810 68	-	-
September	2009	166,796 58	191,668 60	63,824 65	59,212 12	665,704 94	628,741 03	-	-
October	2009	216,669 25	260,521 67	69,306 13	68,393 19	1,308,734 95	1,243,293 26	39,461 01	46,569 33
November	2009	-	-	100,826 16	105,904 51	429,467 68	403,502 97	-	-
December	2009	58,588 85	62,297 97	60,739 29	63,327 77	363,541 61	356,295 61	13,811 80	21,647 58
January	2010	-	-	31,384 78	31,088 23	325,508 70	308,522 65	-	-
February	2010	-	-	157,431 96	166,881 06	138,680 35	134,020 22	11,444 17	21,181 82
March	2010	-	-	113,602 64	98,256 64	110,036 57	108,501 89	33,527 07	19,086 10
April	2010	35,411 76	36,691 92	176,051 42	134,921 41	72,093 39	75,947 27	12 24	5 34
May	2010	-	-	306,547 08	289,154 41	546,629 52	544,299 65	-	-
June	2010	140,199 25	143,390 98	147,522 14	148,401 62	226,272 21	226,161 31	6,963 85	7,911 57
July	2010	164,924 25	186,616 39	245,089 67	237,689 45	182,035 81	180,580 59	20,561 96	24,767 65
		782,589 94	881,187 53	1,510,625 51	1,440,817 79	5,106,806 70	4,922,677 13	125,782 10	141,169 39
Gain / (Loss)			(98,597)		69,808		184,130		(15,387)

Total Gain / (Loss)	644,532 94
Total Sales Price	11,943,517 07
Total Cost Basis	11,298,984 13

CONN MEMORIAL FOUNDATION, INC.
AUGUST 1, 2007 THROUGH JULY 31, 2008
59-0978713
PART IV, LINE 2
ATTACHMENT TO: 990PF

Account number	4716993	4716982	4716972	4717012	4741480	4732492	4732494	
Manager	FDN Greene	Siphron	Iridian	Income Research	BRC Inv Mgt	Goldman Sachs	Riverbridge	Total
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Gain (loss)	94,065	(98,597)	69,808	184,130	269,981	140,533	(15,387)	644,533

ORGANIZATION	AMOUNT	PURPOSE
Program Grants:		
A Brighter Community	$25,000	Underpriviliged
Academy Prep	$50,000	Underpriviliged
Academy Prep	$5,000	Underpriviliged
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Boys & Girls Club	$50,000	Underpriviliged
Centre for Women	$25,000	Underpriviliged
Child Abuse Council	$15,000	Underpriviliged
Community Tampa Bay	$25,000	Underpriviliged
Computer Mentors	$15,000	Underpriviliged
Connected by 25	$35,000	Underpriviliged
Connected by 25	$15,000	Underpriviliged
Cornerstone Family Ministries	$25,000	Underpriviliged
Cornerstone Kids	$15,000	Underpriviliged
Easter Seals	$25,000	Underpriviliged
Feeding America	$20,000	Underpriviliged
Girls Scouts	$15,000	Underpriviliged
Metropoitan Ministries	$40,000	Underpriviliged
Oasis	$8,000	Underpriviliged
Oasis	$6,000	Underpriviliged
OPBI, Inc.	$20,000	Underpriviliged
OPBI, Inc.	$2,000	Underpriviliged
Powerstories	$10,000	Underpriviliged
Seniors in Service	$5,000	Underpriviliged
St. Francis Children's Daycare	$25,000	Underpriviliged
St. Johns Presbyterian Learning Center	$25,000	Underpriviliged
University Community Ministries - PCAT	$15,000	Underpriviliged
Voices for Children	$30,000	Underpriviliged
YMCA - Sulphur Springs	$25,000	Underpriviliged
YMCA - Sulphur Springs	$30,000	Underpriviliged
Young Life	$10,000	Underpriviliged
Youth Empowered to Achieve (YEA)	$5,000	Underpriviliged
	$641,000	
Capacity Building Grants:		
Centre for Women	$950	Agency Education
Easter Seals - Early Childhood Coalition	$16,700	Agency Education
Florida Philantrophic Network	$2,000	Sector Education
Nonprofit Leadership Center	$10,000	Agency Education
Nonprofit Leadership Center	$60,000	Agency Education
SECF	$2,000	Sector Education
	$91,650	
09\10 Scholarship Grants:		
Boys & Girls Clubs	$25,000	Scholarships
Monterey	$10,000	Scholarships
Nova Southeastern University	$5,000	Scholarships
University of Tampa	$8,000	Scholarships
SCHOLARSHIP TOTAL	**$48,000**	
Grand Total	**$780,650**	

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing *(e-file)*. Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated From 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization	**Employer identification number**
	CONN MEMORIAL FOUNDATION	59-0978713
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions	
	3410 HENDERSON BOULEVARD, STE 200	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	TAMPA, FL 33609	

Check type of return to be filed (file a separate application for each return)

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ SHEFFIELD CROWDER

Telephone No ▶ (813) 554-1210 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . ▶ [ ] If it is for part of the group, check this box . . ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until March 15 , 2011 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ [ ] calendar year ______ or
▶ [X] tax year beginning AUGUST 1 , 2009 , and ending JULY 31 , 2010

2 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 21,152
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 5,300
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 15,852

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

7008 0150 0003 5474 8462

JSA
9F8054 2 000

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☐

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization	**Employer identification number**
	Number, street, and room or suite no. If a P.O box, see instructions	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	

Check type of return to be filed (File a separate application for each return)

☐ Form 990	☐ Form 990-PF	☐ Form 1041-A	☐ Form 6069
☐ Form 990-BL	☐ Form 990-T (sec 401(a) or 408(a) trust)	☐ Form 4720	☐ Form 8870
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ ____________

  Telephone No. ▶ ____________ FAX No. ▶ ____________
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________. If this is for the whole group, check this box . . . ▶ ☐. If it is for part of the group, check this box . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until ____________

5 For calendar year ______ , or other tax year beginning ____________, and ending ____________.

6 If this tax year is for less than 12 months, check reason. ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ____________

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	**8a**	$
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**8c**	$

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ ____________ Title ▶ ____________ Date ▶ ____________