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 NOV 1, 2009 , and ending OCT 31, 2010

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

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

Name of foundation: STUPP BROS BRIDGE & IRON CO FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 3800 WEBER ROAD

City or town, state, and ZIP code: ST. LOUIS, MO 63125

A Employer identification number: 23-7412437

B Telephone number: (314)638-5000

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) ▶$ 8,392,425.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5,108.	5,108.		STATEMENT 1
	4 Dividends and interest from securities	198,577.	198,577.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	389,594.			
	b Gross sales price for all assets on line 6a 1,094,242.				
	7 Capital gain net income (from Part IV, line 2)		389,594.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	842.	842.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	594,121.	594,121.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	12,385.	0.		0.
	b Accounting fees STMT 5	2,250.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	11,244.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	32,082.	31,795.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	57,961.	31,795.		0.
	25 Contributions, gifts, grants paid	408,272.			434,105.
	26 **Total expenses and disbursements.** Add lines 24 and 25	466,233.	31,795.		434,105.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	127,888.			
	b **Net investment income** (if negative, enter -0-)		562,326.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.**

Form **990-PF** (2009)

614 21

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	692,326.	521,778.	521,778.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 9	3,294,058.	3,325,194.	3,325,194.
	c Investments - corporate bonds STMT 10	183,995.	178,926.	178,926.
	11 Investments - land, buildings and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	3,590,975.	4,366,527.	4,366,527.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 12)	9,671.	0.	0.
	16 **Total assets** (to be completed by all filers)	7,771,025.	8,392,425.	8,392,425.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	40,833.	15,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	0.	4,636.	
	23 **Total liabilities** (add lines 17 through 22)	40,833.	19,636.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	7,730,192.	8,372,789.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	7,730,192.	8,372,789.	
	31 **Total liabilities and net assets/fund balances**	7,771,025.	8,392,425.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	7,730,192.
2	Enter amount from Part I, line 27a	2	127,888.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	514,709.
4	Add lines 1, 2, and 3	4	8,372,789.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II column (b), line 30	6	8,372,789.

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	SALE OF INVESTMENTS	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	1,094,242.		704,648.	389,594.
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				389,594.
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	389,594.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	390,579.	7,320,335.	.053355
2007	516,468.	9,404,003.	.054920
2006	523,238.	9,972,454.	.052468
2005	477,522.	9,130,986.	.052297
2004	477,942.	8,764,263.	.054533

2	Total of line 1, column (d)	2	.267573
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	.053515
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	8,055,030.
5	Multiply line 4 by line 3	5	431,065.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,623.
7	Add lines 5 and 6	7	436,688.
8	Enter qualifying distributions from Part XII, line 4	8	434,105.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary-see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	11,247.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	11,247.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	11,247.
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 3,520.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	3,520.
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	7,727.
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 instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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? N/A	4b		
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 instructions) ▶ MO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ THOMAS L. TURNER Telephone no ▶ 314-638-5000

Located at ▶ 3800 WEBER ROAD ZIP+4 ▶ 63125

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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

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

			Line	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)?	N/A	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 instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

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

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

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

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

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

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

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

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

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

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

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

If "Yes" to 6b, file Form 8870.

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT P. STUPP 3800 WEBER ROAD ST LOUIS, MO 63125	TRUSTEE 1.00	0.	0.	0.
JOHN P. STUPP, JR. 3800 WEBER ROAD ST LOUIS, MO 63125	TRUSTEE 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Form **990-PF** (2009)

923551
02-02-10

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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02-02-10

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	7,908,876.
b	Average of monthly cash balances	1b	268,819.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	8,177,695.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,177,695.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	122,665.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,055,030.
6	**Minimum investment return.** Enter 5% of line 5	6	402,752.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	402,752.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	11,247.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,247.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	391,505.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	391,505.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	391,505.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	434,105.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	434,105.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	434,105.

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

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02-02-10

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				391,505.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004 43,851.				
b From 2005 36,905.				
c From 2006 54,713.				
d From 2007 66,408.				
e From 2008 28,059.				
f **Total** of lines 3a through e	229,936.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 434,105.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				391,505.
e Remaining amount distributed out of corpus	42,600.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	272,536.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	43,851.			
9 **Excess distributions carryover to 2010** Subtract lines 7 and 8 from line 6a	228,685.			
10 Analysis of line 9				
a Excess from 2005 36,905.				
b Excess from 2006 54,713.				
c Excess from 2007 66,408.				
d Excess from 2008 28,059.				
e Excess from 2009 42,600.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see 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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 15				434,105.
Total			▶ 3a	434,105.
b Approved for future payment				
SEE STATEMENT 15				15,000.
Total			▶ 3b	15,000.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5,108.	
4 Dividends and interest from securities			14	198,577.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	842.	
8 Gain or (loss) from sales of assets other than inventory			14	389,594.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		594,121.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 594,121.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee — Date 2/16/11 — Title TRUSTEE

Paid Preparer's Use Only

Preparer's signature Paul Schiavo	Date 2-1-11	Check if self-employed ☐	Preparer's identifying number P00006439
Firm's name (or yours if self-employed), address, and ZIP code: UHY ADVISORS MO, INC. 15 SUNNEN DR, SUITE 100 ST. LOUIS, MO 63143		EIN 43-1305800	Phone no 314-615-1200

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

SOURCE	AMOUNT
MIDWEST BANK CENTRE	56.
US BANK	5,052.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	5,108.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	194,340.	0.	194,340.
INTEREST INCOME	4,237.	0.	4,237.
TOTAL TO FM 990-PF, PART I, LN 4	198,577.	0.	198,577.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	129.	129.	
FOREIGN DIVIDEND TAX BENEFIT	713.	713.	
TOTAL TO FORM 990-PF, PART I, LINE 11	842.	842.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	12,385.	0.		0.
TO FM 990-PF, PG 1, LN 16A	12,385.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,250.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,250.	0.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	11,244.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,244.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	287.	0.		0.
INVESTMENT SERVICES	31,795.	31,795.		0.
TO FORM 990-PF, PG 1, LN 23	32,082.	31,795.		0.

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

DESCRIPTION	AMOUNT
NET UNREALIZED GAIN ON MARKETABLE SECURITIES	514,709.
TOTAL TO FORM 990-PF, PART III, LINE 3	514,709.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT - CORPORATE STOCK - SEE STATEMENT 14	3,325,194.	3,325,194.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,325,194.	3,325,194.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT - CORPORATE BONDS - SEE STATEMENT 14	178,926.	178,926.
TOTAL TO FORM 990-PF, PART II, LINE 10C	178,926.	178,926.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT - MUTUAL FUNDS - SEE STATEMENT 14	FMV	4,366,527.	4,366,527.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,366,527.	4,366,527.

FORM 990-PF	OTHER ASSETS	STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL EXCISE TAX RECEIVABLE	9,671.	0.	0.
TO FORM 990-PF, PART II, LINE 15	9,671.	0.	0.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL EXCISE TAX PAYABLE	0.	4,636.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	4,636.

STUPP BROS. BRIDGE & IRON CO. FOUNDATION
October 31, 2010

MARKETABLE SECURITIES

Marketable securities, which are managed by two custodians, consist of the following:

	October 31, 2010 Cost or Basis	October 31, 2010 Fair Value		October 31, 2009 Cost or Basis	October 31, 2009 Fair Value
Common Stocks					
TIAA-CREF Trust Company	$ 1,662,650	$ 3,325,194	A	$ 1,713,498	$ 3,294,058
Mutual Funds					
TIAA-CREF Trust Company	2,221,447	2,591,427		2,313,655	2,543,249
U S Bank	1,850,192	1,775,099		1,420,229	1,047,726
	4,071,639	4,366,526	B	3,733,884	3,590,975
Commercial Bonds					
TIAA-CREF Trust Company	72,566	78,546		72,566	80,032
U S Bank	99,392	100,380		99,392	103,963
	171,958	178,929	C	171,958	183,995
	$ 5,906,247	$ 7,870,649		$ 5,619,340	$ 7,069,028

A – Stocks $3,325,194
B – Mutual Funds $4,366,526
C – Corporate Bonds $178,929

Stupp Bros. Bridge & Iron Co. Foundation
Charitable Contributions and Grants
10/31/10

Academy of Science - st. Louis	$3,500
Alzheimer's Association	100
American Red Cross - St. Louis Area Chapter	6,000
Animal Health Foundation	4,000
Arkansas Children's Hospital Foundation	500
Army Distaff Foundation/Knollwood	500
Arts & Education Council	1,000
Arts Council of Greater Baton Rouge	1,000
Association of the United States Army - st. Louis Gateway Chapter	500
Backstoppers, Inc.	250
Barren River Imaginative Museum of Science	5,500
Betty Smothers K-Y Track Club	750
Big Brothers Big Sisters of Eastern Missouri	500
Black Cat Theatre, Inc. - Piwacket Theatre for Children	500
Boy Scouts of America - Greater St. Louis Area Council	12,000
Boy Scouts of America - Istrouma Area Council	800
Boys Hope Girls Hope of Baton Rouge Foundation, Inc.	750
Bucknell University	11,000
Campbell House Museum Foundation	1,500
Capital Area United Way	11,000
CEC/Seabee Historical Foundation	300
Center for American Archeology	5,000
Central I nstitute for the Deaf	1,000
Charlie Russell Riders Foundation, Inc.	500
Children's Hospital Foundation - St. Louis	16,150
Children's Hospital Foundation - St. Louis - Douglass D. Horner Pediatric Hospice Fund	500
Christ Church of the Ascension	500
Church of St. Michael & St. George	15,000
City Academy	4,000
Clowder House Foundation	500
Colorado State University Foundation	3,000
Community School	500
Coral Springs Swim Club	5,000
Delta Gamma Center for Children with Visual Impairments	3,500
Desert Botanical Garden	1,500
Donald Danforth Plant Science Center	2,000
Duke University	5,000
East St. Louis Youth Commission	300
Edgewood Children's Center	250
Epilepsy Therapy Project	1,500
Every Woman's PlacelWebster House	200
Fair Saint Louis Foundation	10,500

Feed My People	500
Fisher House in St. Louis	500
Forest Park Forever	500
Foundation Fighting Blindness, Inc.	500
Friends of Tower Grove Park	1,000
General Douglas MacArthur Foundation	500
Girl Scouts of Eastern Missouri	750
Great Circle	500
Greater St. Louis Community Association - Hospice Foundation of Greater S. Louis Fund	250
Guiding Eyes for the Blind	250
Heard Museum	1,250
Herbert Hoover Boys & Girls Club	1,000
Hospice Foundation of Acadiana, Inc.	250
Humane Society of Missouri	500
Independence Center	2,000
John Burroughs School	2,500
Junior Achievement of Mississippi Valley, Inc.	5,500
KETC/Channel 9	2,000
Landmarks Association of St. Louis Inc.	1,500
Lehigh University	5,000
Life Skills	5,000
Linn State Technical College Foundation	500
Louisburg College	1,000
Louisiana DAR.E. Officer's Association	1,500
Louisiana State University Foundation	1,350
Louisiana State University Scholarship Grant - Amanda Hedges	5,552
Louisiana State University Scholarship Grant - Jared Riddle	2,065
Lutheran High School South Association	150
Mary Institute and St. Louis Country Day School	38,250
Masonic Home of Missouri	1,000
Matthews-Dickey Boys' and Girls' Club	1,250
Missouri Alliance for Historic Preservation	3,333
Missouri Baptist Healthcare Foundation	4,000
Missouri Botanical Garden	3,000
Missouri Colleges Fund, Inc.	3,000
Missouri Historical Society - Missouri History Museum	7,500
Missouri Water Polo	1,000
Musk Ox Development Corporation	3,000
National Defense University Foundation	500
National Multiple Sclerosis Society - Mid South Chapter	1,500
National Multiple Sclerosis Society - St. Louis Chapter	500
North Side Community School	250
Parkway Swim Club	1,000
Phoenix Art Museum	1,500
Project Wildlife	5,000
Rally for the Cure - Susan G. Komen St. Louis	1,000
Ranken Jordan - A Pediatric Specialty Hospital	250

Ranken Technical College	5,000
Ready Readers	1,000
Regional Business Council	9,000
Reuben H. Fleet Science Center	500
St. Louis Art Museum Foundation	2,500
St. Louis Cardinals Care	500
st. Louis Mercantile Library at the University of Missouri - st. Louis	1,000
st. Louis Military Academies Sports Foundation	250
st. Louis Rotary Club Welfare Fund, Inc.	500
St. Louis Science Center Foundation	2,000
St. Louis Sports Foundation	500
St. Louis University Scholarship Grant - Medina Krantic	5,000
St. Louis Zoo Foundation	3,000
St. Luke's Hospital Foundation	1,000
St. Peter's Episcopal Church	2,500
Salvation Army	250
Scottsdale Healthcare Foundation	1,000
Shakespeare Festival of St. Louis	5,000
Shriners Hospitals for Children - St. Louis	13,150
Silver Haired Legislature of Missouri	200
South County Family YMCA	6,000
Southern University System Foundation	1,350
Southeastern Louisiana University Scholarship Grant - Jamie Hallford	5,124
Special Olympics Louisiana	3,000
Special Olympics Missouri st. Louis Metro Area	1,000
SSM st. Clare Health Center Foundation	2,500
Stray Rescue of St. Louis	1,000
Sunshine Ministries	1,250
Sweet Briar College	1,000
10th Mountain Division Hut Association	500
Teach for America - South Louisiana	1,000
Texas Military Institute	250
The College School	500
The University of the South	1,000
Tower Grove Park	10,000
Trailnet	500
United Negro College Fund	1,000
United Way of Greater St. Louis	25,150
United Way of Southern Kentucky	5,000
University City Children's Center	1,000
University of Arizona	12,000
University of Kentucky - ASCE Steel Bridge Competition	1,500
University of Missouri - Steel Bridge Team Gift fund	1,500
University of Redlands	1,000
University of Southern California	1,000
USA Swimming Foundation	3,000
USA Water Polo	1,000

USO of Missouri, Inc.	1,000
Valley Hospice Foundation	100
Valley Presbyterian Church	500
Visitation Academy	1,000
VP Foundation	2,500
Washington University in St. Louis	1,150
Washington University in St. Louis Institute for Public Health	1,000
Washington University in st. Louis John M. Olin School of Business	2,000
Washington University in st. Louis School of Engineering and Applied Science	4,000
Washington University in st. Louis Women's Society	1,000
Western Kentucky University Foundation - Civil Engineering	1,500
Western Kentucky University Scholarship Grant - Amina Kardasevic	8,831
Whitfield School	1,000
Wings of Hope	500
World Bird Sanctuary	1,000
Zoological Society of San Diego	5,000
Total Paid at 10/31/10	$434,105

CHANGES IN AMOUNTS APPROVED FOR FUTURE PAYMENT

Shriners Hospitals for Children - St. Louis	10,000
South County Family YMCA	5,000
Approved for future payment at October 31,2010	15,000
Less approved for future payment at October 31, 2009	-40833
	-25,833
Book Amount at 10/31/10	$408,272