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Form 990-PF

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

OMB	No	1545	005

			Service	1	Note: The fe	oundation n	nay be able to	use a copy of thi	s return to satisf	y state re	portu	ng requiren						
For	cale	ndar	year 2009, or	r ta	x year beginn	ing 1	1/01	, 2009	, and ending	10	/3	1		2010				
			that apply	T	Initial return		al Return	of a former p	ublic charity					F	ına	l return		
			,	\vdash	Amended re	_		Address			me (change						
	se th	Γ						 -		ш	Α	Employ	er ide	ntification	num	nber		
	se un S labe	. I	ELLIOTT F	OU	INDATION							35-	602	1398				
Otherwise, 2210 EAST JACKSON BLVD									В	Telepho	one nu	mber (see t	the II	instructions)				
	print r type		ELKHART,	IN	N 46516							574	-86	2-757	5			
See	Spec	ific			-						C	If exem	ption	application	ı ıs p	pending, chec	k here	>
Inst	ructio	ons.									D	1 Foreigr	orgar	nizations, c	heck	k here		▶ □
Н	Ch	neck	type of organi	ızat	ion X Se	ction 50	1(c)(3 <u>)</u> exe	empt private f	foundation		Ĭ					ing the 85% t	test, che	eck —
					nonexempt ch			ther taxable			Ε			ich comput		n was terminat	tod	
I	Fai	r marl	ket value of all as	sets	at end of year	J Acc	counting m	لسا	ash Ad	crual	-	under s	section	11040011 Sta 1 507(b)(1)	itus (A),	, check here	.eu	▶ □
	•	om Pa	rt II, column (c), l		-		Other (speci	··			F	If the f	ounda	tion is in a	60-	-month termir	nation	
	<u>▶ \$</u>				063.	(Part I	, column (d) must be o	n cash basıs	<u>) </u>	<u>L_</u>	under	section	1 507(b)(1)	(B),	, check here		>
Pa	rt I		nalysis of F			4		venue and	(b) Net in		ent	(c)		sted net		(d) Disbi		
		CO	(penses (17 lumns (b), (c)	ne t I. ai	total of amour nd (d) may no	its in it neces-	expense	es per books	inco	me			ınco	me			naritab poses	
		sa	rily equal the	am	nounts ın colur	nn (a)	}		ł						- 1	(cash b		
			e the instruct	_		4 (-1415	ļ					ļ	-		4	· ·		
	ı	1 2			rants, etc, received andn is not req to a							- 			-+			
		3			ngs and temp							 		· · · · · · · · · · · · · · · · · · ·				
Ξ'		•	cash investm			orary		3,596.		3,59	96.	. }						
in7	ŀ	4	Dividends and in	ntere	est from securities	3	_					<u> </u>						
9			Gross rents Net rental income															
⇒ _			or (loss)	-			<u> </u>	4 464				 			\dashv			
≥ ¦	?		Net gain/(loss) fro Gross sales price		sale of assets not o			4,464.										
APR	E	_	assets on line 6a	1		<u>8,836.</u>			 	4,40	6.1	 		DEC	<u> </u>	-IV /F-D		T
	E	7 8	Net short-ter		me (from Part IV, I capital gain	iine 2)				4,4	04.	+ 1		KEL	-4	EIVED		
İ	J	9	Income mod				······································			,		1 1	ကြ		T		78	
	E	10 a	Gross sales less returns and	1									307	MAR	1	5 2011	8-0	
			allowances Less Cost of	ŀ									<u>က</u>	3717 114	7		- Ιώ	
		Ε.	goods sold	Į			<u></u>		ļ								_] ≌	
			: Gross profit/(lo	•	` '							1 1		QGL	15	IN A		
		11	Other income	e (a	attach schedu	le)									ŀ			
		12	Total Add In	nec	1 through 11			8,060.		8,00	60	<u> </u>		(\dashv			
_		13			cers, directors, trus	stees, etc		8,000. 0.		0,0	<u>. 00</u>	 			, . <u> </u>			
		14	Other employee			3,000, 0,0												
		15			employee ber	nefits												
	A		Legal fees (attac															
	A D M		Accounting fees			St 1		2,192.		1,0	96.						1,	096.
	N	c	Other prof fees	(atta	ach sch). See	St 2		1,191.		1,1	91.					İ		
O P	S	17	Interest															
O P E R A T	S T R	18	Taxes (attach schedu									<u> </u>			_			
A	Ä	19	Depreciation sch) and dep	ı (a olet	ttach							i						
I N	i l	20	Occupancy	p.00				· · · · · · · · · · · · · · · · · · ·				 			一			
N G	Ė	21	Travel, confe		nces, and med	etings												
A N D	E X P	22	Printing and												\Box			
D	P	23	Other expen		(attach sche		,]	22			22							
	N		Takal		ee State		<u>'</u>	22.	-	•	22.	+			ᅱ			
	S E S	24	expenses. A	u ng \dd	and adminis lines 13 throu	trative igh 23		3,405.		2,3	09.	. [1.	096.
		25			grants paid Pa:			4,000.				1					$\frac{-7}{4}$	000.
		26	Total expen	ses	and disburse						_							
			Add lines 24					7,405.		2,3	<u>09</u> .				<u>) .</u>		<u>5,</u>	096.

655.

BAA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Subtract line 26 from line 12: a Excess of revenue over expenses

b Net investment income (if negative, enter -0-)

C Adjusted net income (if negative, enter -0-)

and disbursements

TEEA0504L 02/02/10

0.

5,751

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3 Other increases not included in line 2 (itemize). 4 99,029. Add lines 1, 2, and 3 5 5 Decreases not included in line 2 (itemize). 6 99,029 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

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

	990-PF (2009) ELLIOTT FOUNDATION		0213			Pa	age 4
Part \		see t	he ins	tructio	ons)		
1a,E	xempt operating foundations described in section 4940(d)(2), check here and enter 'N/A' on line 1.		-				
	late of ruling or determination letter (attach copy of letter if necessary - see instr.)						
	Pomestic foundations that meet the section 4940(e) requirements in Part V,	-	1				<u>58.</u>
	heck here ► X and enter 1% of Part I, line 27b						
c A	Il other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)						
	ax under section 511 (domestic section 4947(a)(1) trusts and taxable		_				
	oundations only Others enter -0-)	- }	2				0.
	Add lines 1 and 2	.	3				<u>58.</u>
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -)	4				0.
	Fax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5				58.
	Credits/Payments	٠, ا					,
	2009 estimated tax pmts and 2008 overpayment credited to 2009	54.					a manufacture of
	Exempt foreign organizations — tax withheld at source						
	Fax paid with application for extension of time to file (Form 8868)						
	Backup withholding erroneously withheld 6d		, -				
	Total credits and payments Add lines 6a through 6d	}	7				<u>54.</u>
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached		9				4.
	Fax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		10				4.
	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid Finter the amount of line 10 to be. Credited to 2010 estimated tax. Refunded		11				
	Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded		11				
Part	VII-A Statements Regarding Activities			Т	T	Yes	No
1 a l	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did participate or intervene in any political campaign?	d it		ļ	1a	163	X
b	Old it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?				1 b		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?						
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			0.			,
	(1) On the foundation ►\$ 0. (2) On foundation managers ►\$ Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imp	nsed	on				,
	foundation managers >\$ 0.	.0000	•••				
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			Ĺ	2		X
	If 'Yes,' attach a detailed description of the activities			Γ			
	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, a	articles					
3	of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the chang	es	-		3		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			L	4a		Х
b	If 'Yes,' has it filed a tax return on Form 990-T for this year?			·	4b	N	/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?				5		X
	If 'Yes,' attach the statement required by General Instruction T						
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 co	onflict	-			
	with the state law remain in the governing instrument?				6	X	
	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	_		-	7	X	<u> </u>
	Enter the states to which the foundation reports or with which it is registered (see the instructions) IND	_		-		~	
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 for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If 'Yes,' co)(3) or emplet	4942(j e Part)(5) XIV	9		X
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing and addresses	theır r	names		10		Х
BAA				For	m 99	0-PF	(2009)

Form	n 990-PF (2009) ELLIOTT FOUNDATION	35-602139	8	. Ь	age 5
Par	t VII-A· Statements Regarding Activities Continued				
11	'At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)		11	,	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		12		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption. Website address	n application?	13	X	
14	The books are in care of ► RICHARD BOND Telephon	e no ► 574-86	52-7	575	
	Located at ► 2210 EAST JACKSON BLVD ELKHART IN ZIP + 4 ►		- 		<u></u>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	1 1	N/A		LJ NI / N
Day	and enter the amount of tax-exempt interest received or accrued during the year	▶ 15			N/A
Par	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required			Vac	No
1.	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			Yes	NO
1 7	a 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 X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes X No			1
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes X No			:
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes X 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 X 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 X 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 the instruct	ions) ⁷	1 b	N	/A
	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?	ı	1c		Х
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?	X Yes No			
	If 'Yes,' list the years ► 20 09 , 20 , 20 , 20, 20		:		
	b Are there any years listed in 2a for which the foundation is not applying the provisions of section 494 (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942 all years listed, answer 'No' and attach statement — see the instructions) See Sta	2(a)(2) 2(a)(2) to atement 6	2b		
	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years 20, 20, 20				
3	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes X 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 approve by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)		 3b	N	/A
4	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		х
	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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Part VII-B Statements Regarding Activiti		<u> 4720 May Be Req</u> i	uired (continued)	· · · · · · · · · · · · · · · · · · ·			
5a During the year did the foundation pay or incu	•		□	.			
(1) Carry on propaganda, or otherwise attemp	t to influence legislatio	n (section 4945(e))?	∐ Yes [∑	∐ No	,		
(2) Influence the outcome of any specific public on, directly or indirectly, any voter registra	lic election (see section ition drive?	4955), or to carry	Yes	K No			
(3) Provide a grant to an individual for travel,		purposes?	Yes	No			
(4) Provide a grant to an organization other th in section 509(a)(1), (2), or (3), or section	(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 instructions) Yes X						
(5) Provide for any purpose other than religion educational purposes, or for the preventio	us, charitable, scientific n of cruelty to children	c, literary, or or animals?	Yes	X No			
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53 4945 or in	the transactions fail to a current notice regard	qualify under the excep ding disaster assistance	tions	ļ <u>.</u>			
(see instructions)? Organizations relying on a current notice rega	rding disaster assistan	ce check here	▶ [7 5	b N/A		
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon-	the foundation claim ex sibility for the grant?	emption from the	N/A Yes	No	, ,		
If 'Yes,' attach the statement required by Regi	ulations section 53 494	5-5(d)			1 1		
6a Did the foundation, during the year, receive ar on a personal benefit contract?			∐ Yes ∐	X No			
b Did the foundation, during the year, pay prem If 'Yes' to 6b. file Form 8870	iums, directly or indirec	etly, on a personal bene	fit contract?	6	Б Х		
7a At any time during the tax year, was the found	dation a party to a proh	ubited tax shelter transa	action? Yes	X No			
b If yes, did the foundation receive any proceed	s or have any net incor	ne attributable to the tr	ansaction?	1 1	'b N/A		
Part VIII Information About Officers, D and Contractors	irectors, Trustees,	Foundation Manag	gers, Highly Paid	Employe	es,		
1 List all officers, directors, trustees, foundation	n managers and their	compensation (see inst	tructions).				
(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	other	nse account, allowances		
<u> </u>	<u> </u>		compensation				
See Statement 7	_	0.	C		0.		
				, , <u> </u>			
2 Compensation of five highest-paid employed	s (other than those in	 cluded on line 1— see i	 nstructions). If none,	enter 'NON	E.'		
(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	other	ense account, allowances		
<u>None</u>			compensation				
	<u> </u> 						
	-						
	1						
	-						
		<u> </u>					
Total number of other employees paid over \$50,00	0 TEE 003061	67/05/00		Form	0 990-PF (2009		

	6-6021398	Page
Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Pand Contractors (continued)	aid Employees,	
3 Five highest-paid independent contractors for professional services — (see instructions). If none, enter 'NONE.'		
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(c) Compen	sation
None		
		<u>. </u>
· · · · · · · · · · · · · · · · · · ·		
Total number of others receiving over \$50,000 for professional services	•	(
Part IX-A Summary of Direct Charitable Activities	<u> </u>	
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.	Expens	es
1 N/A		
2		
3		_

4		
Part IX-B Summary of Program-Related Investments (see instructions)		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	2 Amour	nt
1 <u>N/A</u>		
2		
All other program-related investments. See instructions		
3		
Total. Add lines 1 through 3		0.

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1	Amounts paid (including administrative expenses) to accomplish charitable, etc. purposes		
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1 a	5,096.
t	Program-related investments — total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
	Amounts set aside for specific charitable projects that satisfy the suitability test (prior IRS approval required)	3a	
t	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	5,096.
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 instructions)	5	58.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,038.

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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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				5,161.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			3,310.	
b Total for prior years: 20 <u>07</u> , 20, 20		3,910.		
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	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 5,096.	•			
a Applied to 2008, but not more than line 2a			3,310.	
			3,310.	
 Applied to undistributed income of prior years (Election required – see instructions) 		0.		
c Treated as distributions out of corpus	0.			
(Election required – see instructions)				1 700
d Applied to 2009 distributable amount	0.			1,786.
Remaining amount distributed out of corpus Excess distributions carryover applied to 2009	0.			
(If an amount appears in column (d), the	<u> </u>			0.
same amount must be shown in column (a))				
				1
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			;
b Prior years' undistributed income Subtract				
line 4b from line 2b	***************************************	3,910.		
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		3,910.		
e Undistributed income for 2008 Subtract line 4a from				
line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2009 Subtract lines				
4d and 5 from line 1 This amount must be distributed in 2010				2 275
7 Amounts treated as distributions out of				3,375.
corpus to satisfy requirements imposed				
by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			,
,				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			······
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	E participa de la constanta de			
e Excess from 2009				
			I	

orm 990-PF (2009) ELLIOTT FOUNDATION OF THE PROPERTY OF THE PR		ctions and Part	VII-A guestion C	35-602139	8 Page 10 N/A
1a If the foundation has received a ruling or	determination lette				
is effective for 2009, enter the date of the b Check box to indicate whether the foundar	•	perating foundation	described in section	4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net	Tax year	lerating loundation	Prior 3 years	1 +3+2()(3) 01	4542()(5)
income from Part I or the minimum investment return from Part X for each year listed	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
b 85% of line 2a					
 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			ļ		
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			İ		
(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 assets at any time during tl	ı (Complete thi 1e vear – see i	s part only if the nstructions.)	e organization ha	ad \$5,000 or mo	re in
Information Regarding Foundation Mana a List any managers of the foundation who close of any tax year (but only if they have None	have contributed i	more than 2% of the e than \$5,000) (Se	e total contributions r e section 507(d)(2))	received by the foun	dation before the
b List any managers of the foundation who a partnership or other entity) of which the None	own 10% or more foundation has a	of the stock of a co 10% or greater inte	orporation (or an equerest	ally large portion of	the ownership of
2 Information Regarding Contribution, Gra Check here ▶ X if the foundation only requests for funds If the foundation mak complete items 2a, b, c, and d	makes contribution	ns to preselected ch	naritable organization	is and does not acco	ept unsolicited her conditions,
a The name, address, and telephone numb	er of the person to	whom applications	s should be addresse	d	
See Statement 8					
b The form in which applications should be	submitted and inf	ormation and mater	rials they should incli	ude	
See Statement for Line 2a	· · · · · · · · · · · · · · · · · · ·				
c Any submission deadlines					
See Statement for Line 2a					
d Any restrictions or limitations on awards,	such as by geogr	aphical areas, chari	table fields, kinds of	institutions, or other	rfactors
See Statement for Line 2a		···			
PAA					Form 990 DE (2000

: :

Part XV Supplementary Information	(continued)		33 00	21330 Tage
3 Grants and Contributions Paid During the	rear or Approved for Fut	ure Paymen	<u>t </u>	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient		
a Paid during the year See Statement 9				
Total			► 3a	4,000.
b Approved for future payment				
Total	<u> </u>		► 3k	
· VIIII				<u> </u>

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated	business income	Excluded by	section 512, 513, or 514			
	(a) Business code	(b) Amount	(c) Exclu- sion	(d) Amount	(e) Related or exempt function income		
1 Program service revenue			code		(see the instructions)		
a b			 				
· 	 		 				
C	 		+ +				
d e	 		 +				
e	+		 				
g Fees and contracts from government agencies	 		+				
2 Membership dues and assessments							
3 Interest on savings and temporary cash investments	<u> </u>		3	3,596.			
4 Dividends and interest from securities				3,370.			
5 Net rental income or (loss) from real estate			 		<u> </u>		
a Debt-financed property	-		- 		<u> </u>		
b Not debt-financed property	 		-+	• • • • • • • • • • • • • • • • • • • •			
6 Net rental income or (loss) from personal property	-		-+	· · · · · · · · · · · · · · · · · · ·			
7 Other investment income		_	+				
			3	1 161			
8 Gain or (loss) from sales of assets other than inventory			3	4,464.			
9 Net income or (loss) from special events.							
10 Gross profit or (loss) from sales of inventory11 Other revenue			<				
•	<u> </u>		 				
a			 				
b			 				
c	1						
d	 						
e				9 060			
12 Subtotal Add columns (b), (d), and (e)				8,060.	8,060.		
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in the instructions for line 13 to verify (alaulations)			13	8,060.		
Part XVI-B Relationship of Activities to th			<u> </u>				
Line No. ▼ Explain below how each activity for which accomplishment of the foundation's exemp	ncome is report t purposes (othe	ed in column (e) of er than by providing	Part XVI-A c funds for suc	ontributed important ch purposes) (See t	tly to the the instructions)		
N/A							
				·			
	_						
				_			
		·					

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

									Yes	No
1	descrit	e organization directly bed in section 501(c)	of the Code (or	ngage in any of ther than section	the following win 501(c)(3) organ	th any other orgar nizations) or in sec	nization ction 527,			110
		g to political organiza		a mamaharitahla		ation of		,		i .
	(1) Ca	ers from the reporting	j louridation to	a nonchantable	exempt organiz	ation of		1a (1)		X
		her assets						1a (1)		<u>X</u>
	1.	transactions						14 (2)		
(1) Sales of assets to a noncharitable exempt organization										X
	(2) Pu	1 b (1) 1 b (2)		X						
	• •	ental of facilities, equi						1 b (3)	-	X
	٠, ٠	eimbursement arrange	•					1 b (4)		X
	(5) Lo	ans or loan guarante	es					1 b (5)		X
	(6) Pe	erformance of services	s or membersh	ip or fundraising	g solicitations			1 b (6)		Χ
	c Sharin	ig of facilities, equipm	nent, mailing lis	sts, other assets	s, or paid employ	rees.		1 c		X
	مطلقالم	annuar ta anu af tha	obeve ie Woo!	samulata tha fa	والرباء والمحادية	Caluman (h) alaa	مة مطلا ينتمطم منتمنيات المان	امن المناسمين	4	
	the go	ods, other assets, or	services given	by the reporting	g foundation. If t	he foundation rece	uld always show the fa eived less than fair ma ssets, or services rece	rket value in	ue oi	
(a	Line no.	(b) Amount involved		of noncharitable exer		T	of transfers, transactions, a		ngement	ts
Į,	'A									
		<u></u>								
				· · · · · · · · · · · · · · · · · · ·						
	_									
										
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_			-			 				
_			+			 -				
			+			 				
_			-							
			+							
						<u> </u>				
	descri	foundation directly or bed in section 501(c) s,' complete the follow	of the Code (d	ated with, or rel other than section	lated to, one or i	more tax-exempt on section 527?	organizations	Yes	5 X	No
		(a) Name of organiza	tion	(b) Typ	e of organization	n	(c) Description of	relationship		
N,	<u>/</u> A	· · · · · · · · · · · · · · · · · · ·								
	_	<u>-</u>								
	_									
	_									
	Under pena	alties of perjury, I declare that	it I have examined to	his return, including a	accompanying schedul	es and statements, and	to the best of my knowledge a	nd belief, it is tru	e, corre	ct, and
		11/1/		,,						
		11-1 2/3	Ri Ri	chard E	Bond	3/9/11	► Secreta	rv		
	Sign	nure of officer or trustee		- 104 cat]	N -10 A	Date	Title	- J		
Ī	/		1 11	101 -		Date	E	reparer's Identify	ing num	ber
1	Paid	Preparer's signature	ACCUIE (ON CORE		3/7/	self-	See Signature in I/A	ine inst	15)
?	Pre- parer's	Firm's name (or MCC)	uistion &		-		employed ► III	1/ A		
	Use	Lyours of solf a	0 Windsor				EIN - IN/A			
	Only			16514			Phone no ► (574) 296	-936	50
3	L	1	· ·				, none no	Form 99		
										/

009	Federal Statements	Page 1
	ELLIOTT FOUNDATION	35-602139
Statement 1 Form 990-PF, Part I, Line 16b Accounting Fees		
CROWE-TAX PREPARATION	(a) (b) Net (c) Expenses Investment Adjuste per Books Income Net Income \$ 2,192. \$ 1,096. \$ Total \$ 2,192. \$ 1,096. \$	
Statement 2 Form 990-PF, Part I, Line 16c Other Professional Fees		
ADVISORY FEES	(a) (b) Net (c) Expenses Investment Adjuster per Books Income Net Income \$ 1,191. \$ 1,191. Total \$ 1,191. \$ 1,191. \$	
Statement 3 Form 990-PF, Part I, Line 23 Other Expenses		
POSTAGE	(a) (b) Net (c) Expenses Investment Adjuste per Books Income Net Income \$ 22. \$ 22. \$ 22. \$ 22. \$ 22. \$ 22.	
Statement 4 Form 990-PF, Part II, Line 10b Investments - Corporate Stocks		
Corporate Stocks	Valuation Book Method Value	Fair Market Value
ALTRIA GROUP AMAZON ALLIANT ENERGY AMERICAN WATER WORKS CO ANN TAYLOR STORES APPLE INC APTAR GROUP INC COCA COLA COMPANY COMCAST CORP COVENTRY HEALTH CARE INC CENTERPOINT ENERGY INC CATERPILLAR INC C.H. ROBINSON WORLDWIDE INC CORNING INC	Cost \$ 359 Cost 520 Cost 486 Cost 496 Cost 460 Cost 480 Cost 235 Cost 320 Cost 322 Cost 332 Cost 555 Cost 613 Cost 613 Cost 482 Cost 399 Cost 399 Cost 462	. 661. 548. 549. 489. 602. 269. 452. 430. 586. 629. 472.

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ELLIOTT FOUNDATION

35-6021398

Statement 4 (continued) Form 990-PF, Part II, Line 10b Investments - Corporate Stocks

Corporate Stocks	Valuation <u>Method</u>	Book <u>Value</u>	Fair Market Value
DICKS SPORTING GOODS INC	Cost	\$ 342.	\$ 375.
DOLLAR TREE INC	Cost	3 342. 444.	373. 462.
DEERE CO	Cost	458.	
DISNEY COMPANY	Cost	370.	
EQUINIX INC	Cost	418.	
EMERGENCY MEDICAL SERVICES	Cost	365.	
EMERSON ELECTRIC CO	Cost	- 372.	
FEDERATED INVESTORS	Cost	537.	498.
FORD MOTOR CO	Cost	208.	
FOREST OIL COMPANY	Cost	581.	553.
FOREST LABS INC	Cost	159.	
GENERAL DYNAMICS CORP	Cost	529.	477.
GENERAL MILLS	Cost	329. 396.	549.
HEALTH CARE REIT INC	Cost	512.	
JOHNSON AND JOHNSON	Cost	464.	
KLA TENCOR CORP	Cost	346.	
KANSAS CITY SOUTHERN	Cost	515.	
KIMBERLY CLARK	Cost	582.	
LENNAR CORP	Cost	390.	
MCDONALDS CORP	Cost	474.	
NSTAR	Cost	508.	626.
NEXTERA ENERGY INC	Cost	828.	
ORACLE CORP	Cost	310.	449.
PUBLIC STORAGE REIT	Cost	489.	
PG&E CORP	Cost	473.	
PRUDENTIAL FINANCIAL INC	Cost	345.	
PRICE T ROWE GROUP INC	Cost	347.	
QUALCOMM INC	Cost	345.	
SPX CORP	Cost	. 325.	
SENIOR HOUSING PPTYS	Cost	493.	
SOUTHWEST AIRLINES CO	Cost	391.	
TEREX CORP	Cost	359.	
UNITED TECHS CORP	Cost	743.	
VENTAS INC	Cost	478.	
VECTREN CORP INDIANA	Cost	480.	
XCEL ENERGY INC	Cost	489.	549.
WALMART STORES INC	Cost	398.	
WALGREEN CO	Cost	505.	
WISCONSIN ENERGY CORP	Cost	452.	625.
YUM BRANDS INC	Cost	332.	
PRIOR YEAR	Cost	0.	0.
	Total		
		== ==	

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Federal Statements

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ELLIOTT FOUNDATION

35-6021398

Statement 5 Form 990-PF, Part II, Line 13 Investments - Other

	Valuation <u>Method</u>	Book Value	Fair Market Value
Other Securities	_		
ISHARES RUSSELL MIDCAP GROWTH ISHARES RUSSELL MIDCAP VALUE ISHARES S&P GLOBAL INFO TECH ISHARES TR MSCI EAFE VALUE ISHARES TR MSCE EAFE GROWTH ISHARES IBOXX \$ GRADE CORP BOND MARKET VECTORS EFT TR GOLD MINERS ISHARES IBOXX\$ HIGH YIELD BOND SPDR KBW BANK ETF SPDR SP CHINA ISHARES RS 2000 VALUE ISHARES RS 2000 VALUE ISHARES TR POWERSHARES GLOBAL WISDONTREE INDIA ISHARES RS 2000 GROWTH INDEX ISHARES DOW JONES US ENERGY ISHARES MSCI BRAZIL FREE INDEX MATERIALS SELECT SECTOR FUND BLACKROCK MANAGED INC PORT PRIOR YEARS	Cost Cost Cost Cost Cost Cost Cost Cost	\$ 2,458. 2,409. 1,868. 3,872. 3,912. 11,908. 2,524. 7,086. 1,394. 1,900. 2,064. 7,796. 1,869. 1,576. 2,499. 2,416. 1,602. 1,685. 7,874.	\$ 2,746. 2,606. 2,135. 3,674. 3,702. 12,683. 3,610. 7,894. 1,694. 2,238. 2,523. 8,476. 2,075. 2,284. 2,779. 2,033. 2,157. 2,053. 8,176. 0.
	Total	\$ 68,712.	\$ 75,538.

Statement 6 Form 990-PF, Part VII-B, Line 2b Section 4942 (a) (2) - Incorrect Valuation of Assets

NONE

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
NORMAN M GWALTNEY 525 E 57TH ST INDIANAPOLIS, IN 46220	Director 0	\$ 0.	\$ 0.	\$ 0.
C. JULIE ELLIOTT 525 E 57TH ST INDIANAPOLIS, IN 46220	Vice President 0	0.	0.	0.

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Federal Statements

Page 4

ELLIOTT FOUNDATION

35-6021398

Statement 7 (continued) Form 990-PF, Part VIII, Line 1 List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours <u>Per Week Devoted</u>	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
RICHARD E. BOND 2210 E JACKSON BLVD ELKHART, IN 46516	Secretary 0	\$ 0.	\$ 0.	\$ 0.
MARY N ELLIOTT 1656 BROOKSTONE CT ELKHART, IN 46514	Director 0	0.	0.	0.
ELIZABETH BOND 2210 E JACKSON BLVD ELKHART, IN 46516	President O	0.	0.	0.
ELLIOTT E. BOND 123 KENYAN AVE ELKHART, IN 46516	Director 0	0.	0.	0.
KATHRYN E MUSGRAVE 825 OLD AUST RD SAN ANTONIO, TX 78209	Director 0	0.	0.	0.
	Total	\$ 0.	\$ 0.	\$ 0.

Statement 8 Form 990-PF, Part XV, Line 2a-d **Application Submission Information**

Name of Grant Program:

ELLIOT FOUNDATION

Name:

Care Of:

RICHARD BOND

Street Address:

City, State, Zip Code:

ELKHART, IN 46516

Telephone: Form and Content:

AN APPLICATION MUST PROVIDE A WRITTEN REQUEST INCLUDING INFORMATION ABOUT THE APPLICATION AND THE APPLICANT'S TAX EXEMPT STATUS.

Submission Deadlines:

NONE

Restrictions on Awards:

MUST BE A CHARITABLE ORGANIZATION

2009	Federal Stat	ements		Page 5
·	ELLIOTT FOUN	DATION	<u> </u>	35-6021398
Statement 9 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				
Name and Address	Donee <u>Relationship</u>	Found- ation <u>Status</u>	Purpose of Grant	Amount
CHURCH COMMUNITY SERVICES, INC 907 OAKLAND AVE ELKHART, IN 46515	NONE		CHARITABLE	\$ 1,000
WELLFIELD BOTONICAL GARDENS, INC 1000 N. MAIN ST ELKHART, IN 46514	NONE		CHARITABLE	500
ELKHART COUNTY COMMUNITY FOUNDATION 101 S. MAIN ST ELKHART, IN 46516	NONE		CHARITABLE	1,000
FAMILIES FIRST, INC 1000 W HIVELY ELKHART, IN 46517	NONE		CHARITABLE	500
THE SAMARITAN CENTER 221 E CRAWFORD ST ELKHART, IN 46514	NONE		CHARITABLE	500
THE PROJECT SCHOOL 114 E 22ND ST INDIANAPOLIS, IN 46202	NONE		CHARITABLE	500
			То	tal \$ 4,000

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			REALIZED CAPITAI	IZED CAPITAL GAIN AND LOSS SUMMARY	SUMMARY		
	Quantity	Security Description D	Date of Acquisition Date	te of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
	16,000	AGII ENT TECHNOLOGIES INC	00123100	00/01/11			
	10.0000	AVON PROD INC	01/23/09	11/19/09	465.44	355.04	
	0000.9	AVON PROD INC	02/20/09	11/19/09	205.77	113.30	147.63 51
	22.0000	BURGER KING HLDGS INC	60/60/90	11/19/09	383.89	367.48	
	5.0000	BECTON DICKINSON CO	05/12/09	11/19/09	366.95	316.34	50 61 51
	10.0000	CON-WAY INC	07/23/09	11/19/09	313 68	357.06	_
	8.0000	FPL GROUP INC	07/23/09	11/19/09	405.67	476 93	
	10.0000	2	05/12/09	11/19/09	627.99	403.45	224.54 ST
	4.0000		09/04/08	10/30/09	213.03	231.47	
	3,0000	STERICYCLE INC COM	11/03/08	10/30/09	106.52	116.00	
	2,000	>	60/02/20	10/30/09	159.78	145.95	
	9000	THERMO FISHER SCIENTIFIC	03/20/08	11/19/09	524 99	465 85	
	2.0000	THERMO FISHER SCIENTIFIC	11/03/08	11/19/09	17.8/7	326.35	
	3.0000	THERMO FISHER SCIENTIFIC	02/20/08	11/19/09	36.74	28 18	
	15.0000	WALGREEN CO	02/20/09	11/19/09	583.63	27.11.1	27.36 51
	1.0000	WALGREEN CO	07/23/09	11/19/09	38.91	30.01	
	20.0000		04/06/09	12/18/09	556.19	459.46	
	30.0000	DUKE ENERGY CORP NEW	04/06/09	12/18/09	518.10	420.76	92.73 97.34 ST
	2.0000	DUKE ENERGY CORP NEW	07/23/09	12/18/09	34.54	30.28	4.26 ST
	3.000		07/23/09	12/15/09	535.36	473.83	
	20000	GENL DYNAMICS CORP COM	07/31/09	12/15/09	421.63	332.09	89.54 ST
	1.0000	NV ENERGY INC	12/13/08	12/18/09	521 17	362,89	
	22,0000	STAPLES INC	01/23/09	12/18/09	12 41	12.50	
	14.0000	ALLIANT ENERGY CORP	80/70/60	12/13/03	531.15	355.36	
	1.0000	ALLIANT ENERGY CORP	11/03/08	01/20/10	457.89	4/5./6	
	3.0000	ALLIANT ENERGY CORP	02/20/08	01/20/10	32.70 08 13	29.13	3.51
	53.0000	DELTA AIR LINES INC	06/03/09	01/20/10	682.40	370.20	
	7.0000	DELTA AIR LINES INC	07/23/09	01/20/10	90.13	39.27	503.20 51
	7.0000		03/20/08	01/20/10	322.71	475.02	
	2.0000	FIRSTENERGY CORP	11/03/08	01/20/10	92.20	106 68	
	2.0000	FIRSTENERGY CORP	07/23/09	01/20/10	92.21	84.27	7 94 ST
	76.0000	MYLAN INC	07/23/09	01/20/10	476.83	347.36	-
	9.000	PUBLIC STORAGE \$0.10	11/19/09	01/20/10	475.80	474.42	1.38 ST
	2000	PPI CORPORATION	11/02/20	01/20/10	315.40	535.03	
	2.0000		02/20/08	01/20/10	63.08	63.22	
	15.0000	TEXAS INSTRUMENTS	07/23/09	01/20/10	366.60	356.99	5,12 ST 9.61 ST
×	00034725	PLEASE SEE REVERSE SIDE Page Statement Period 74 of 80 Year Ending 10/31/10	Account No. 710 655-04X22				



		REALIZED CAPI	REALIZED CAPITAL GAIN AND LOSS SUMMARY	SUMMARY		
Quantity	Security Description Da	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
8.0000	TORCHMARK CORP COM	05/20/09	01/20/10	370.40		И.
7.0000	BALL CORP COM	07/23/09	02/19/10	368.68	342.85	192.97 ST
14.0000	BRISTOL-MYERS SQUIBB CO	01/20/10	02/19/10	346,49	356.01	_
1.0000	CMS ENERGY CORP	12/20/07	02/16/10	14.90	17.35	
11 0000	DAKDEN RESTAURANTS INC	11/19/09	02/19/10	446.48	348 81	
0000 61	DIRECTV GROUP HLDNGS CLA	07/23/09	02/18/10	624 84	483.20	
0,000	FORD MOTOR CO NEW	01/23/09	02/16/10	11 15	6.91	
2.0000	ISHAKES KUSSELL MIDCAP	12/20/07	02/16/10	88.97	112.32	(23.35) LT
3.0000	ISHAKES KUSSELL MIDCAP	03/20/08	02/16/10	110.03	125.52	(15.49) LT
1.0000	ISHARES S&P GLOBAL INFO	03/20/08	02/16/10	53.20	55.06	(1.86) I
2.0000	ISHARES IR MSCI EAFE	10/29/07	02/16/10	94.07	162.01	(62:39) T (46:59)
2.0000	ISHAKES IR MSCI EAFE	10/29/07	02/16/10	104.33	164.56	
7.000	ISHAKES IBOXX \$	10/29/07	02/16/10	725.68	746.13	
2.000	MARKET VECTORS ELF IR	07/23/09	02/16/10	89.15	80.13	9.02 ST
0000 5	CROW KRIN DANK THE	07/23/09	02/16/10	505 13	488.67	
5.000	SPUK KBW BANK EIF	07/23/09	02/16/10	112.29	92.94	19.35 ST
1.0000	SPUK S P CHINA	07/23/09	02/16/10	67.19	67.60	
0000.4	MUNERSHARES GLOBAL	01/23/09	02/16/10	95.05	89.55	5.50 ST
3.000	CENI INE DADTA CO	12/18/09	05/25/20	105.89	93.79	12.10 ST
1 0000	GOODVEAD TIPE DIBBED	60/02/20	02/18/10	566.95	532.27	34.68 ST
1.0000	ISHARES RS 2000 GROWTH	50/02/20	0/16/10	13.37	5.96	٠,
1.0000	ISHARES RS 2000 VALUE	10/23/01	07/61/20	66.65	88.95	(22.30) LT
2.0000	ISHARES DOW JONES US	10/53/01	01/01/20	57.73	91.//	(19.93) LT
1.0000	ISHARES MSCI BRAZIL FREE	02/23/09	01/01/20	77:09 67:63	89.74	(24.47) LT
14.0000	INTREPID POTASH INC	07/23/09	01/20/20	37.72	81 /C	10.43 S.
1.0000	MOTOROLA INC COM	07/23/09	02/16/10	0,00	339.84	13.53.51
1.0000	PFIZER INC	12/18/09	02/16/10	07.71	18.04	15. CC.O
28.0000	PFIZER INC	12/18/09	02/19/10	499 23	16.40	
2.0000	MATERIALS SELECT SECTOR	01/23/09	02/16/10	62.89	57.11	13.9/) SI
26.0000	SENIOR HSG PPTYS TRSBI	12/18/09	02/19/10	548.85	553.23	
4.0000	3M COMPANY	11/19/09	02/19/10	324.55	307.68	
59.0000	BLKROCK MGD INC PRT INST	10/29/07	02/16/10	577.61	594.72	
14,0000	ARCHEK DANIELS MIDLU	11/19/09	03/18/10	492.29	535.14	(47.85) ST
14 0000	CARDINAL HEALTH INC OHIO	11/19/09	03/18/10	495 73	440.57	
4.0000	DEVKY INC DEL	01/23/09	03/18/10	270.03	242 24	
3.0000	DEVRY INC DEL	02/20/08	03/18/10	202 53	161 93	
9000	NOREO! K SO! ITHERN CORP	01/07/10	03/18/10	457.93	449 84	
18.0000	NORTHEAST UTILITIES COM	01/23/09	03/18/10	333.42 489.98	304 67 415 04	28 75 ST
	DI FASE SEE DEVEDSE SIDE					
	Statement Period	Account No				
A 00034726	/5 of 80 Year Ending 10/31/10					



REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description Da	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
2.0000		02/20/09	03/18/10	54.44	44.27	10.17 LT
1.0000	NORTHEAST UTILITIES COM	01/23/09	03/18/10	27.23	22.82	4.41 ST
12.0000	Σ	07/23/09	03/18/10	373.24	357.70	_
13.0000	SCANA CORP NEW COM	01/61/20	03/18/10	564.51	530.70	
0000.7	ATRIA GROUP INC	11/03/09	03/18/10	560 55	454.19	
00000	ALLIANT ENERGY CODE	02/10/	01/00/10	- + + + + + + + + + + + + + + + + + + +	38.21	3.20 [1
2.0000	ALLICAN ENERGY CON	01/06/10	04/08/10	6/ 23	64 74	
3.0000		01/20/10	04/08/10	349 16	313.98	35.18 ST
3.0000	Á	12/06/08	04/08/10	54.80	66.72	(11.92) LT
	CIVIC CARENARY CORP	10/02/21	04/08/10	19.09	86.75	(7.66) LT
9,000	CVS CAREWARN CORP	12/20/0/	04/22/10	221.09	231.60	(10.51) LT
3.0000	CVS CAREMANN CON	90/00/10	04/22/10	/3./0	62.27	
1.0000	COACH INC	12/15/09	04/22/10	110.55	83.94	26.61 LT
0000 8	CONAGBA FOODS INC	00/66/20	04/00/10	4 to 0.0	35.58	3.51 51
21.0000	CONAGRA FOODS INC	0//23/09	04/08/10	/5 U8	58 80	• • •
0000.8	DIGITAL RITY TRING	03/18/10	01/22/40	353.03	411.50	111.43 SI
2.0000	DIGITAL RLTY TR INC	04/08/10	04/22/10	402 33 115 60	449.61	12./4 SI
3.0000	DEERE CO	11/19/09	04/08/10	170.69	162.62	5.67 ST
3.0000	DISNEY (WALT) CO COM STK	03/18/10	04/08/10	105.03	192.33	75.16 SI 453 ST
1.0000	ENDO PHARMÁCEUTCLS HLDGS	07/23/09	04/08/10	23.19	19.00	4:33 SI
3.0000	EMERSON ELEC CO	05/17/09	04/08/10	150.86	105.32	3.70 31 AF 5A CT
19.0000	FORD MOTOR CO NEW	07/23/09	04/08/10	236.16	131 48	43.34 SI
4.0000	ISHARES RUSSELL MIDCAP	12/20/07	04/08/10	196 61	224.64	(28.03)
11.0000	ISHARES RUSSELL MIDCAP	03/20/08	04/08/10	451.76	460.26	(20:03) L1 (8 50) L1
2.0000	ISHARES S&P GLOBAL INFO	03/20/08	04/08/10	116.31	110.12	(8:30) L1 6 19 1 T
1.0000	ISHARES TR MSCI EAFE	10/29/07	04/08/10	56 24	82.28	(26.04) I T
20.0000	ISHARES IBOXX \$	10/29/07	04/08/10	2,110,30	2 131 80	(21.50)
2.0000	MARKET VECTORS ETF TR	07/23/09	04/08/10	95.37	80.13	(21.30) L1 15.24 ST
15.0000	ISHARES IBOXX\$ HIGH YIEL	07/23/09	04/08/10	1.320.89	1 221 67	15. 43.C1
17.0000	SPDR KBW BANK ETF	07/23/09	04/08/10	456.78	316.02	
0000'9	WISDOMTREE INDIA	07/23/09	04/08/10	142.49	112 55	
1.0000	GENERAL MILLS	05/12/09	04/08/10	69.53	53.25	
3 0000	GENUINE PARTS CO	02/18/10	04/08/10	128.06	52:25 171 54	
32 0000	GOODYEAR TIRE RUBBER	05/20/09	04/08/10	408.64	190.85	1. 35.0 T 1 97.710
1.0000	HEALTH MGMT ASSOCS INC A	02/19/10	04/08/10	8 43	7 56	_
4.0000	ISHARES RS 2000 GROWTH	10/29/07	04/08/10	297.71	355 80	_
7.0000	ISHARES RS 2000 VALUE	10/29/07	04/08/10	460.17	540.12	(30:03) E1 (79:95) LT
4.0000	711	07/23/09	04/08/10	294 43	228.79	9
1.0000	MCDONALDS CORP COM	07/23/09	04/08/10	67.95	55.98	11.97 ST
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REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description Dat	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1.0000	NSTAR COM	02/18/10	04/08/10	35.52	33.87	1.65 ST
6.0000	NOVELLUS SYS INC	01/20/10	04/08/10	150.23	133,23	17.00 ST
1.0000	ORACLE CORP \$0.01 DEL	05/19/08	04/08/10	25.77	22.66	3.11 LT
1.0000	PRICE ROWE GROUP INC	01/61/20	04/08/10	55.42	49.63	5.79 ST
1.0000	PAYCHEX INC	05/12/09	04/08/10	30.53	27.51	
2,0000	MANTEDIAL OF CELECIT OF CHOO	60/65/70	04/08/10	04.10 1.00	47.01	14.48 SI
3,0000	MALERIALS SELECT SECTOR	0//53/08	04/08/10	103.37	85 68	
0000	SEMICION PROPERTY GROUP DEL	04/00/09	04/08/10	252 83	18.8	134.02 [1]
2.0000	SENIOR HOG PPITO IRODI	03/18/10	04/08/10	45.4/	44.84	
31,000	JECO ENEDOY INC	60/57/10	04/08/10	136 91	91 50	
27.0000 20000 R	TECO ENERGY INC	01/20/10	04/22/10	452.37	435.05	17.32 ST
1,000	LINION PACIFIC CORP	05/12/09	04/22/10	03.70	81.18	
2 0000	UNITED TECHS CORP COM	05/12/09	04/08/10	147 55	40.00	42 00 CT
3.0000		01/20/10	04/08/10	64.64	63.83	
1.0000	WISCONSIN ENERGY CORP	05/20/09	04/08/10	50.17	42.53	
126.0000	BLKROCK MGD INC PRT INST	10/29/07	04/08/10	1,232.28	1,270 08	_
10.000	BJS WHOLESALE CLUB INC .	02/19/10	06/28/10	376.26	359.40	•
1.0000	BJS WHOLESALE CLUB INC	04/08/10	06/28/10	37.63	35.93	
2 0000	GOLDMAN SACHS GROUP INC	07/23/09	06/28/10	274.90	328.76	(53.86) ST
12.0000	GENUINE PARIS CO	01/81/20	06/28/10	490.03	486.18	
7.0000	TOP INC	04/22/10	06/28/10	551.44	552.25	
45.000	ASSO	01/61/20	06/28/10	363,59	340.66	22.93 ST
50.000	MOTOROLA INC. COM	01/23/09	06/28/10	354.99	332.48	
4.0000		04/08/10	06/28/10	28.40	28.68	
9.000	OLIDERAN WILL SAME	03/18/10	06/28/10	483 12	551.61	(68.49) ST
9.0000	SHERWIN WILLIAMS	60/61/11	06/28/10	427.46	358.76	
7.0000 9.0000	SHEKWIN WILLIAMS	04/08/10	06/28/10	142.49	138,44	• •
0.0000		60/71/00	01/8/10	363.70	240.45	
14 0000	MASTE MANAGEMENT INC. MEW	01/00/10	0//28/10	10.91	11.02	
1.0000	AMERICAN WTR WKS CO INC	04/22/10	01/27/00	431.04	492.78	1840.94) SI
1.0000	COMCAST CORP NEW CL A	05/19/08	09/27/10	18 37	8C.12	
1.0000	CMS ENERGY CORP	12/20/07	09/27/10	17.97	17.25	(3.07) [1]
1 0000	FORD MOTOR CO NEW	07/23/09	09/27/10	12.50	50 Y	0.37 5 58 -
3.0000	ISHARES RUSSELL MIDCAP	12/20/07	04/27/10	02:31	169.49	17 05:00
4.0000	ISHARES RUSSELL MIDCAP	03/20/08	09/27/10	160.93	100 40	(13.70) L1
1.0000	ISHARES S&P GLOBAL INFO	03/20/08	09/27/10	55.84	55.06	0.40)
4.0000	ISHARES TR MSCI EAFE	10/29/07	09/27/10	196.19	324.04	(127,85) I.T
4.0000	ISHARES TR MSCI EAFE	10/29/07	09/27/10	227.67	329.12	(101.45) LT
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REALIZED CAPITAL GAIN AND LOSS SUMMARY

ELLIOTT FOUNDATION INC

Quantity	Security Description Dat	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
7.0000	ISHARES IBOXX \$	10/29/07	04/27/10	788 61	746 13	T 1 87 CV
4.0000	MARKET VECTORS ETF TR	07/23/09	09/27/10	221 95	160.77	42:48 LT
00009	ISHARES IBOXX\$ HIGH YIEL	07/23/09	09/27/10	534.35	488 67	45.68 IT
5.0000	SPDR KBW BANK ETF	07/23/09	09/27/10	115.59	92.95	22.64 LT
1.0000	SPDR S P CHINA	07/23/09	09/27/10	76.24	67.61	8.63 LT
4.0000	ISHARES TR	04/08/10	09/27/10	441 99	415.80	26.19 ST
10.0000	POWERSHARES GLOBAL	07/23/09	09/27/10	144.49	127.93	16.56 LT
0000'9	WISDOMTREE INDIA	07/23/09	09/27/10	159 05	112.55	46.50 LT
1.0000	ISHARES RS 2000 GROWTH	10/29/07	09/27/10	74.25	88.95	(14.70) LT
3.0000	ISHARES RS 2000 VALUE	10/29/07	09/27/10	184.85	231.48	(46.63) LT
4.0000	ISHARES DOW JONES US	10/29/07	09/27/10	127.87	179.48	(51.61) LT
1.0000	ISHARES MSCI BRAZIL FREE	07/23/09	09/27/10	74.34	57.20	
1 0000	LENNAR CORP CL A	06/28/10	09/27/10	15.46	14.45	
3.0000	MATERIALS SELECT SECTOR	07/23/09	09/27/10	99.62	85.68	
1.0000	SENIOR HSG PPTYS TRSBI	03/18/10	09/27/10	23.97	22 42	
1.0000	VECTREN CORP INDIANA COM	01/20/10	09/27/10	25.78	23.99	1.79 ST
1.0000	XCEL ENERGY INC	01/20/10	09/27/10	22 95	21.28	
61.0000	BLKROCK MGD INC PRT INST	10/29/07	09/27/10	657.69	614.88	12.81 LT
13.0000	ASSURANT INC	06/28/10	10/11/10	523.38	476.73	46.65 ST
2.0000	AUTOZONE INC NEVADA COM	01/20/10	10/11/10	465.15	313.98	٠,
21.0000	ENERGY	12/20/07	10/11/10	395.83	364.36	
5.0000	ENERGY	03/20/08	10/11/10	94.25	67.90	26.35 LT
3.0000	ENERGY	11/03/08	10/11/10	56.55	31.28	
2.0000	ENERGY	05/52/06	10/11/10	37 70	20 96	16.74 LT
0000 1		12/01/09	10/11/10	18 85	14.30	
0.0000	ENERGY	01/10/60	10/11/10	18.85	15.77	3.08 ST
0.1786	CMS ENERGY CORP	09/01/10	10/25/10	3.35	313	
0.000		12/15/09	10/11/10	446 17	365.86	
20000		02/03/10	10/11/10	323.09	333.75	
1.0000	EXXON MOBIL CORP COM	04/08/10	10/11/10	64.62	66.91	
17 0000	ENDO PHARMACEUTCLS HLDGS	07/23/09	10/11/10	582.62	331.33	
1.0000	GOOGLE INC CL A	04/08/10	10/11/10	542.56	562.08	
10.000	GENOPIIX INC	04/22/10	10/11/10	158.82	380.99	
4.0000	INTL BUSINESS MACHINES	11/19/09	10/11/10	557 07	509.35	
9.0000	JACOBS ENGN GRP INC DELA	06/28/10	10/11/10	362.24	350.63	
15.0000	NOVELLUS SYS INC	01/20/10	10/11/10	391.46	333 10	
0.000	OMNICOM GROUP COM	01/20/10	10/11/10	361.71	337.58	24.13 ST
1.0000	OMNICOM GROUP COM		10/11/10	40 19	38.69	1.50 ST
16.0000	PAYCHEX INC	$\overline{}$	10/11/10		440.16	
0000.1	PAYCHEX INC	01/23/09	10/11/10	27.44	26.10	134 LT
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ELLIOTT FOUNDATION INC

		REALIZED CAPI	REALIZED CAPITAL GAIN AND LOSS SUMMARY	SUMMARY		
Quantity	Security Description	Date of Acquisition	Acquisition Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
0.9712	PAYCHEX INC	08/17/10	10/25/10	27.38	27.09	T2 92 U
13.0000	PATTERSON COS INC	07/23/09	10/11/10	370.33	305.64	
7.0000	PEPSICO INC	10/30/09	10/11/10	459.02	429 37	29 65 ST
1.0000	PEPSICO INC	04/08/10	10/11/10	65.58	65.83	TS (25.02
6.0000	SIMON PROPERTY GROUP DEL	04/06/09	10/11/10	575.90	23.53	
0.1515	SIMON PRTY GRP	09/01/10	10/25/10	14.92	13.61	
17.0000	SPIRIT AEROSYSTEMS HLDGS	07/23/09	10/11/10	367,58	259.28	T 1 05 801
9.0000	TYCO INTL LTD NAMEN-AKT	03/18/10	10/11/10	333.90	329.37	4.53 ST
1.0000	TYCO INTL LTD NAMEN-AKT	04/08/10	10/11/10	37.11	38.48	TS (7.1)

Account No. 655-04X22

Fiscal Statement Link Service

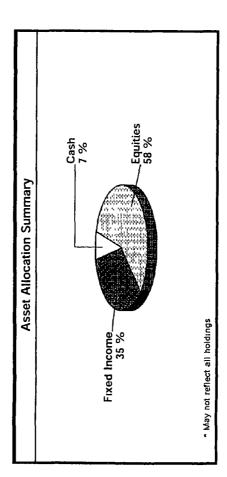
ELLIOTT FOUNDATION INC 2210 E JACKSON BLVD ELKHART IN 46516-4642

YOUR FINANCIAL ADVISOR: JONATHAN K SPAFFORD FA # 3627 (317) 262-4155

Office Serving Your Account: 111 MONUMENT CIRCLE SUITE 4200 INDIANAPOLIS IN 46204-5142

For Client Service Questions Call: 1-800-MERRILL (1-800-637-7455)

Relationship Value as of October 31, 2010 \$109,568.44



Total Value Comparison (in \$ Thousands)

Re	Realized Capital Gain and Loss Summary*	Summary*
	Current Fiscal Year (10/10)	Prior Fiscal Year (10/09)
Short Term Long Term	3,856.18 607.88	(699.80) (15,580.62)
* - Excludes transa	- Excludes transactions for which we have insufficient data	

 Unre	Unrealized Capital Gain and Loss Summary*	oss Summary*	
	Current Fiscal Year (10/10)	Prior Fiscal Year (10/09)	
Short Term Long Term	2,106.42 7,932.80	3,950.00 (4,487.00)	
* - Excludes transa	* - Excludes transactions for which we have a first data		_

11/0912/09 1/10 2/10 3/10 4/10 5/10 6/10 7/10 8/10 9/10 10/10

PLEASE SEE REVERSE SIDE Page Statement Period SUMMARY 1 Year Ending 10/31/10

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Account No. 655-07P08