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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning 11/1/2009, and ending 10/31/2010

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 KARL A BICKEL CHARITABLE TRUST		A Employer identification number 59-6515937
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (888) 730-4933
	City or town, state, and ZIP code PHILADELPHIA PA 19106-2112		C If exemption application is pending, check here ☐
	H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		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 ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,727,190		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	71,394	69,554		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	41,378			
b Gross sales price for all assets on line 6a	599,782			
7 Capital gain net income (from Part IV, line 2)		41,378		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	112,772	110,932	0	
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	4,000	0	0	4,000
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see page 10 of the instructions)	939	939	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	29,713	22,285	0	7,428
24 Total operating and administrative expenses. Add lines 13 through 23	34,652	23,224	0	11,428
25 Contributions, gifts, grants paid	35,573			35,573
26 Total expenses and disbursements. Add lines 24 and 25	70,225	23,224	0	47,001
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	42,547			
b Net investment income (if negative, enter -0-)		87,708		
c Adjusted net income (if negative, enter -0-)			0	

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

(HTA)

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Form 990-PF (2009) **KARL A BICKEL CHARITABLE TRUST**

59-6515937

Page **2**

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		0	
	2 Savings and temporary cash investments	53,772	72,586	72,586
	3 Accounts receivable ☐ ----- 0			
	Less allowance for doubtful accounts ☐ ----- 0	0	0	0
	4 Pledges receivable ☐ ----- 0			
	Less allowance for doubtful accounts ☐ ----- 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ☐ ----- 0			
	Less allowance for doubtful accounts ☐ ----- 0	0	0	0
	8 Inventories for sale or use		0	
	9 Prepaid expenses and deferred charges	2,674	0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	1,671,351	1,159,698	1,285,081
	c Investments—corporate bonds (attach schedule)	719,445	1,460,331	1,369,523
	11 Investments—land, buildings, and equipment basis ☐ ----- 0			
Liabilities	Less accumulated depreciation (attach schedule) ☐ ----- 0	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	0	0	0
	14 Land, buildings, and equipment basis ☐ ----- 0			
	Less accumulated depreciation (attach schedule) ☐ ----- 0	0	0	0
	15 Other assets (describe ☐ -----)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,447,242	2,692,615	2,727,190
	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue		0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ☐ -----)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	2,447,242	2,692,615	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	2,447,242	2,692,615	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,447,242	2,692,615	

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	2,447,242
2 Enter amount from Part I, line 27a	2	42,547
3 Other increases not included in line 2 (itemize) ☐ <u>COST BASIS ADJUSTMENT</u>	3	202,832
4 Add lines 1, 2, and 3	4	2,692,621
5 Decreases not included in line 2 (itemize) ☐ <u>PARTNERSHIP INCOME ADJUSTMENT</u>	5	6
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,692,615

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
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 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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

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

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	41,378
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	147,145	2,235,830	0.065812
2007	173,875	3,143,978	0.055304
2006	147,889	3,486,979	0.042412
2005	160,239	3,238,944	0.049473
2004	155,605	3,180,938	0.048918

2 Total of line 1, column (d)	2	0.261919
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.052384
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,511,783
5 Multiply line 4 by line 3	5	131,577
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	877
7 Add lines 5 and 6	7	132,454
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	47,001

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

1 a 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	1,754	
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	1,754	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,754	
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,674		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	0		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	2,674		
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	920		
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☐ 920 Refunded ☐	11	0		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ Wells Fargo Bank, N A Trust Tax Dep	Telephone no ▶	(888) 730-4933	
Located at ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA		ZIP+4 ▶	19106-2112	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	▶ ☐	

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870**6b**

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1525 WEST HARRIS CHARLOTTE NC 28288	TRUSTEE 4 00	29,713	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

Total number of other employees paid over \$50,000

▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
3 All other program-related investments See page 24 of the instructions	
	0

Total. Add lines 1 through 3



0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,479,856
b	Average of monthly cash balances	1b	70,178
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,550,034
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,550,034
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	38,251
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,511,783
6	Minimum investment return. Enter 5% of line 5	6	125,589

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	125,589
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,754
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,754
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	123,835
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	123,835
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	123,835

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	47,001
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	47,001
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	47,001

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				123,835
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			111,004	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 47,001				
a Applied to 2008, but not more than line 2a			47,001	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				0
e Remaining amount distributed out of corpus	0			
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	0			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			64,003	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				123,835
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	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	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the 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)

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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0

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

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

NONE

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

NONE

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

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

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

WELLS FARGO BANK, N A 101 N INDEPENDENCE MALL EAST PHILADELPHIA PA 19106 (800)352-3705

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

NO SPECIFIED FORM

c Any submission deadlines

NONE

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	35,573
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	71,394	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	41,378	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal. Add columns (b), (d), and (e)		0		112,772	0
13	Total. Add line 12, columns (b), (d), and (e)				13	112,772

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

[illegible]

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

	Yes	No
--	-----	----

- (1) Cash

1a(1)	X
-------	---

- (2) Other assets**

1a(2)	X
-------	---

- b Other transactions**

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

1b(1)	X
-------	---

1b(2)		X
-------	--	---

1b(3)		X
-------	--	---

1b(4)		X
-------	--	---

1b(5)		X
-------	--	---

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.

[illegible]

- 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

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.

John A. Sulentic

Signature of officer or trustee

2/2/2011

Date _____

VP AND TRUST OFFICER

Title

Sign Here

**Paid
Preparer's
Use Only**

Preparer's
signature

[Signature]

Date _____

2/2/2011

Check if self-employed ☒

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)
P00364310

Firm's name (or yours if self-employed), address, and ZIP code

PRICEWATERHOUSECOOPERS, LLP
600 GRANT STREET, PITTSBURGH, PA 15219-2777

FIN ► 13-4008324

Phone no 412-355-6000

Security Category	Account #	CUSIP	Asset Name	Units	FMV	Fed Cost
Invest - Other	4019312367	025083320	AMERCENT SMALL CAP GRWTH INST #336	15938 4600	119,538	131,399
Invest - Other	4019312367	04314H204	ARTISAN INTERNATIONAL FUND #661	1310 2730	28,381	25,000
Invest - Other	4019312367	04315J837	ARTIO INTERNATIONAL EQ FD II #1529	9034 2690	110,850	87,000
Invest - Other	4019312367	246248306	DELAWARE POOLED TR INTL EQUITY #31	19979 7030	273,322	443,518
Invest - Other	4019312367	26203E851	DREYFUS/THE BOSTON CA S/C - I #6944	5075 0630	105,409	119,537
Invest - Other	4019312367	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	2783 9650	63,391	50,000
Invest - Other	4019312367	693390841	PIMCO HIGH YIELD FD-INST #108	14105 7060	132,594	135,838
Invest - Other	4019312367	693391104	PIMCO REAL RETURN BOND FD-I #122	6790 0500	80,462	77,038
Invest - Other	4019312367	693391559	PIMCO EMERG MKTS BD-INST #137	7340 4910	84,709	82,501
Invest - Other	4019312367	74144Q203	T ROWE PRICE INST EM MKT EQ #146	7408 1470	232,616	185,500
Invest - Other	4019312367	880208400	TEMPLETON GLOBAL BOND FD-ADV #616	5877 6170	79,994	73,000
Invest - Other	4019312367	92934R769	CRMMID CAP VALUE FD-INSTL #32	2207 5060	58,256	50,000
Savings & Temp Inv	4019312367	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	27663 4000	27,663	27,663
Savings & Temp Inv	4019312367	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	2219 3300	2,219	2,219
Cash	4019312367				1,399,406	1,490,214

Security Category	Account #	CUSIP	Asset Name	Units	FMV	Fed Cost
Invest - Corp Stock	4019881037	03076C106	AMERIPRISE FINL INC	330 0000	17,058	12,492
Invest - Corp Stock	4019881037	031162100	AMGEN INC	189 0000	10,809	10,938
Invest - Corp Stock	4019881037	037833100	APPLE INC	49 0000	14,748	12,781
Invest - Corp Stock	4019881037	110122108	BRISTOL MYERS SQUIBB CO	462 0000	12,428	10,657
Invest - Corp Stock	4019881037	126650100	CVS/CAREMARK CORPORATION	433 0000	13,046	12,153
Invest - Corp Stock	4019881037	14149Y108	CARDINAL HEALTH INC COM	381 0000	13,217	13,554
Invest - Corp Stock	4019881037	156700106	CENTURYLINK, INC	417 0000	17,255	10,686
Invest - Corp Stock	4019881037	166764100	CHEVRON CORP	190 0000	15,694	16,572
Invest - Corp Stock	4019881037	171798101	CIMAREX ENERGY CO	171 0000	13,124	12,718
Invest - Corp Stock	4019881037	17275R102	CISCO SYSTEMS INC	613 0000	14,013	11,788
Invest - Corp Stock	4019881037	172967101	CITIGROUP INC	3182 0000	13,269	13,850
Invest - Corp Stock	4019881037	20825C104	CONOCOPHILLIPS	203 0000	12,056	7,414
Invest - Corp Stock	4019881037	210371100	CONSTELLATION ENERGY GROUP INC	386 0000	11,673	13,891
Invest - Corp Stock	4019881037	219350105	CORNING INC	718 0000	13,125	12,573
Invest - Corp Stock	4019881037	30231G102	EXXON MOBIL CORPORATION	145 0000	9,641	5,626
Invest - Corp Stock	4019881037	34354P105	FLOWSERVE CORP COM	142 0000	14,200	12,401
Invest - Corp Stock	4019881037	345370860	FORDMOTOR COMPANY	1177 0000	16,631	12,976
Invest - Corp Stock	4019881037	364760108	GAPINC	585 0000	11,121	11,325
Invest - Corp Stock	4019881037	369604103	GENERAL ELECTRIC CO	827 0000	13,249	12,812
Invest - Corp Stock	4019881037	38141G104	GOLDMAN SACHS GROUP INC	79 0000	12,729	13,168
Invest - Corp Stock	4019881037	428236103	HEWLETT PACKARD CO	277 0000	11,645	8,274
Invest - Corp Stock	4019881037	437076102	HOMEDEPOT INC	441 0000	13,627	10,224
Invest - Corp Stock	4019881037	44919P508	IAC/INTERACTIVECORP	495 0000	13,811	12,240
Invest - Corp Stock	4019881037	458140100	INTEL CORP	652 0000	13,073	17,299
Invest - Corp Stock	4019881037	459200101	INTERNATIONAL BUSINESS MACHS CORP	105 0000	15,078	7,731
Invest - Corp Stock	4019881037	459506101	INTERNATIONAL FLAVORS & FRAGRANCES	277 0000	13,894	14,054
Invest - Corp Stock	4019881037	46625H100	JPMORGAN CHASE & CO	349 0000	13,133	14,632
Invest - Corp Stock	4019881037	478160104	JOHNSON & JOHNSON	186 0000	11,856	9,957
Invest - Corp Stock	4019881037	58155Q103	MCKESSON CORP	220 0000	14,516	13,487
Invest - Corp Stock	4019881037	58405U102	MEDCO HEALTH SOLUTIONS INC	226 0000	11,872	12,878
Invest - Corp Stock	4019881037	594918104	MICROSOFT CORP	523 0000	13,946	2,584
Invest - Corp Stock	4019881037	654106103	NIKEINC CL B	251 0000	20,441	13,698
Invest - Corp Stock	4019881037	674599105	OCCIDENTAL PETE CORP	185 0000	14,547	11,065
Invest - Corp Stock	4019881037	68389X105	ORACLE CORPORATION	546 0000	16,041	12,742
Invest - Corp Stock	4019881037	693475105	PNCFINANCIAL SERVICES GROUP	222 0000	11,966	13,897
Invest - Corp Stock	4019881037	742718109	PROCTER & GAMBLE CO	253 0000	16,083	8,372
Invest - Corp Stock	4019881037	778296103	ROSSSTORES INC	291 0000	17,166	10,184
Invest - Corp Stock	4019881037	8121K100	SEALED AIR CORP COM	514 0000	11,899	10,547
Invest - Corp Stock	4019881037	882508104	TEXAS INSTRUMENTS INC	490 0000	14,489	10,646
Invest - Corp Stock	4019881037	88579Y101	3M CO	170 0000	14,317	13,032
Invest - Corp Stock	4019881037	902494103	TYSON FOODS INC CL A DEL	728 0000	11,320	12,811
Invest - Corp Stock	4019881037	913017109	UNITED TECHNOLOGIES CORP	222 0000	16,599	12,356
Invest - Corp Stock	4019881037	91529Y106	UNUMGROUP	614 0000	13,766	13,045
Invest - Corp Stock	4019881037	931142103	WALMART STORES INC	258 0000	13,976	13,134
Invest - Corp Stock	4019881037	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	12640 8200	12,641	12,641
Savings & Temp Inv	4019881037	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	755 5400	756	756
Savings & Temp Inv	4019881037	G2554F105	COVDIEN PLC	256 0000	10,207	14,025
Invest - Corp Stock	4019881037	G6852T105	PARTNERRE LTD COM	185 0000	14,674	13,584
Invest - Corp Stock	4019881037	H0023R105	ACELIMITED	279 0000	16,578	15,353
Invest - Corp Stock	4019881037	H5833N103	NOBLE CORPORATION	240 0000	8,287	15,830
Invest - Corp Stock	4019881037	H89128104	TYCOINTERNATIONAL LTD NEW	381 0000	14,585	12,884
Invest - Corp Stock	4019881037	H8912P106	TYCOELECTRONICS LTD F	499 0000	15,808	12,479
Cash	4019881037					
					701,682	616,816

Security Category	Account #	CUSIP	Asset Name	Units	FMV	Fed Cost
Invest - Corp Bonds	4019869961	00206RAR3	AT&TINC 5 800% 2/15/19	11000 0000	13,124	11,350
Invest - Corp Bonds	4019869961	060505AX2	BANKOF AMERICA CORP 4 875% 1/15/13	11000 0000	11,608	10,906
Invest - Corp Bonds	4019869961	097014AL8	BOEING CAPITAL CORP 4 700% 10/27/19	11000 0000	12,262	11,046
Invest - Corp Bonds	4019869961	126650BN9	CVSCAREMARK CORP 6 600% 3/15/19	10000 0000	12,158	11,040
Invest - Corp Bonds	4019869961	208251AE8	CONOCO INC 6 950% 4/15/29	10000 0000	12,499	10,508
Invest - Corp Bonds	4019869961	3134A4UM4	FEDHOME LN MTG CORP 4 500% 1/15/14	39000 0000	43,656	42,849
Invest - Corp Bonds	4019869961	31359MLS0	FEDNATL MTG ASSN 5 375% 11/15/11	28000 0000	29,470	30,693
Invest - Corp Bonds	4019869961	36962G3P7	GENERAL ELEC CAP COR 5 875% 1/14/38	12000 0000	12,204	9,712
Invest - Corp Bonds	4019869961	38141GFM1	GOLDMAN SACHS GROUP 6 150% 4/01/18	11000 0000	12,317	10,747
Invest - Corp Bonds	4019869961	46625HHP8	JPMORGAN CHASE & CO 3 700% 1/20/15	11000 0000	11,632	11,087
Invest - Corp Bonds	4019869961	50075NAV6	KRAFT FOODS INC 6 125% 8/23/18	11000 0000	13,002	11,287
Invest - Corp Bonds	4019869961	717081DB6	PFIZER INC 6 200% 3/15/19	10000 0000	12,261	11,338
Invest - Corp Bonds	4019869961	902118BN7	TYCINTERNATIONAL 3 375% 10/15/15	12000 0000	12,720	12,032
Invest - Corp Bonds	4019869961	912810EW4	US TREASURY BOND 6 000% 2/15/26	1000 0000	1,320	1,222
Invest - Corp Bonds	4019869961	912810FE3	US TREASURY BOND 5 500% 8/15/28	16000 0000	20,145	19,649
Invest - Corp Bonds	4019869961	912810FP8	US TREASURY BOND 5 375% 2/15/31	11000 0000	13,668	13,026
Invest - Corp Bonds	4019869961	912810QE1	US TREASURY BOND 4 625% 2/15/40	7000 0000	7,768	7,599
Invest - Corp Bonds	4019869961	912828AJ9	U STREASURY NOTES 4 375% 8/15/12	29000 0000	31,118	31,892
Invest - Corp Bonds	4019869961	912828BA7	U STREASURY NOTES 3 625% 5/15/13	2000 0000	2,166	2,125
Invest - Corp Bonds	4019869961	912828FH8	U STREASURY NOTES 4 875% 5/31/11	11000 0000	11,298	11,648
Invest - Corp Bonds	4019869961	912828FS4	U STREASURY NOTE 4 625% 8/31/11	21000 0000	21,763	22,787
Invest - Corp Bonds	4019869961	912828GK4	U STREASURY NOTE 1 375% 3/15/12	27000 0000	27,419	26,988
Invest - Corp Bonds	4019869961	912828MK3	U STREASURY NOTE 3 125% 1/31/17	21000 0000	22,821	21,675
Invest - Corp Bonds	4019869961	92343VAV6	VERIZON COMMUNICATIO 6 350% 4/01/19	10000 0000	12,270	10,986
Invest - Corp Bonds	4019869961	94707VAA8	WEATHERFORD INTL LTD 5 125% 9/15/20	12000 0000	12,563	12,272
Savings & Temp Inv	4019869961	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	1594 4400	1,594	1,594
Savings & Temp Inv	4019869961	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	22243 9500	22,244	22,244
Cash	4019869961				417,069	400,303

Security Category	Account #	CUSIP	Asset Name	Units	FMV	Fed Cost
Invest - Corp Stock	4019869168	00508X203	ACTUANT CORP-CL A	140 0000	3,146	2,855
Invest - Corp Stock	4019869168	00846U101	AGILENT TECHNOLOGIES INC	100 0000	3,480	2,834
Invest - Corp Stock	4019869168	012653101	ALBEMARLE CORP COM	95 0000	4,762	3,955
Invest - Corp Stock	4019869168	032095101	AMPHENOL CORP CL A	100 0000	5,013	3,424
Invest - Corp Stock	4019869168	03662Q105	ANSYS INC	65 0000	2,941	2,877
Invest - Corp Stock	4019869168	090572207	BIORAD LABS INC CL A	42 0000	3,806	4,160
Invest - Corp Stock	4019869168	116794108	BRUKER CORPORATION	145 0000	2,174	2,091
Invest - Corp Stock	4019869168	125581801	CITIGROUP INC	150 0000	6,500	5,922
Invest - Corp Stock	4019869168	12572Q105	CMEGROUP INC	15 0000	4,345	4,687
Invest - Corp Stock	4019869168	228368106	CROWN HLDGS INC	150 0000	4,827	4,072
Invest - Corp Stock	4019869168	254709108	DISCOVER FINANCIAL SERVICES	325 0000	5,736	5,060
Invest - Corp Stock	4019869168	25659T107	DOLBY LABORATORIES INC	30 0000	1,850	1,175
Invest - Corp Stock	4019869168	26153C103	DREAMWORKS ANIMATION INC	120 0000	4,236	3,905
Invest - Corp Stock	4019869168	30241L109	FEICO COM	260 0000	5,658	5,481
Invest - Corp Stock	4019869168	337738108	FISERV INC	35 0000	1,908	1,719
Invest - Corp Stock	4019869168	382388106	GOODRICH CORPORATION	35 0000	2,872	2,617
Invest - Corp Stock	4019869168	418056107	HASBRO INC	145 0000	6,706	5,511
Invest - Corp Stock	4019869168	423452101	HELMERICH & PAYNE INC	100 0000	4,278	3,967
Invest - Corp Stock	4019869168	441060100	HOSPIRA INC	90 0000	5,353	4,916
Invest - Corp Stock	4019869168	443510201	HUBBELL INC CL B	60 0000	3,241	3,348
Invest - Corp Stock	4019869168	45103T107	ICONPLC - ADR	75 0000	1,451	2,045
Invest - Corp Stock	4019869168	451734107	IHS INC	40 0000	2,890	1,969
Invest - Corp Stock	4019869168	45865V100	INTERCONTINENTAL EXCHANGE INC	1723	1,624	1,624
Invest - Corp Stock	4019869168	46113M108	INTERVAL LEISURE GROUP INC	150 0000	2,153	1,679
Invest - Corp Stock	4019869168	50540R409	LABORATORY CRP OF AMER HLDGS	25 0000	2,033	1,764
Invest - Corp Stock	4019869168	58502B106	MEDNAX INC	50 0000	2,961	2,760
Invest - Corp Stock	4019869168	595017104	MICROCHIP TECHNOLOGY INC COM	170 0000	5,471	5,149
Invest - Corp Stock	4019869168	61022P100	MONOTYPE IMAGING HOLDINGS INC	245 0000	2,335	1,988
Invest - Corp Stock	4019869168	655044105	NOBLE ENERGY INC	55 0000	4,481	3,681
Invest - Corp Stock	4019869168	665859104	NORTHERN TRUST CORP	75 0000	3,722	3,967
Invest - Corp Stock	4019869168	688239201	OSHKOSH CORPORATION	180 0000	5,312	5,706
Invest - Corp Stock	4019869168	729132100	PLEXUS CORP COM	170 0000	5,160	4,612
Invest - Corp Stock	4019869168	74267C106	PROASSURANCE CORPORATION	35 0000	2,012	1,842
Invest - Corp Stock	4019869168	743312100	PROGRESS SOFTWARE CORP	120 0000	4,484	3,851
Invest - Corp Stock	4019869168	74834T103	QUEST SOFTWARE INC	110 0000	2,884	1,803
Invest - Other	4019869168	754907103	RAYONIER INC COM	40 0000	2,088	1,675
Invest - Corp Stock	4019869168	772739207	ROCK-TENN CO CL A	55 0000	3,127	2,366
Invest - Corp Stock	4019869168	776696106	ROPER INDS INC NEW COM	65 0000	4,513	3,665
Invest - Corp Stock	4019869168	784117103	SEINVESTMENT COMPANY	135 0000	2,990	3,079
Invest - Corp Stock	4019869168	78442P106	SLM CORP	190 0000	2,261	2,519
Invest - Corp Stock	4019869168	790849103	ST JUDE MED INC	100 0000	3,830	3,993
Invest - Corp Stock	4019869168	826552101	SIGMA ALDRICH CORP	30 0000	1,905	1,477
Invest - Corp Stock	4019869168	834376501	SOLUTIA INC/NEW	295 0000	5,342	4,242
Invest - Corp Stock	4019869168	879360105	TELEDYNE TECHNOLOGIES INC	50 0000	2,079	1,695
Invest - Corp Stock	4019869168	88157K101	TESCO CORP	160 0000	2,026	1,824
Invest - Corp Stock	4019869168	918204108	V F CORP	55 0000	4,578	4,206
Invest - Corp Stock	4019869168	92769L101	VIRGIN MEDIA INC	140 0000	3,560	2,973
Invest - Corp Stock	4019869168	941053100	WASTE CONNECTIONS INC COM	130 0000	5,296	4,054
Invest - Corp Stock	4019869168	966387102	WHITING PETE CORP NEW	40 0000	4,018	2,055
Invest - Corp Stock	4019869168	968223206	WILEY JOHN & SONS INC	90 0000	3,884	3,318
Savings & Temp Inv	4019869168	978097103	WOLVERINE WORLD WIDE INC COM	117 0000	3,407	2,955
Savings & Temp Inv	4019869168	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	5005 3000	5,005	5,005
Invest - Corp Stock	4019869168	G0219G203	SECURED MARKET DEPOSIT ACCOUNT	464 1600	464	464
Invest - Corp Stock	4019869168	G3075P101	ALLIED WRLD ASSUR COM HLDG LSHS	85 0000	4,863	3,887
Invest - Corp Stock	4019869168	G47791101	ENSTAR GROUP LIMITED	20 0000	1,604	1,259
Invest - Corp Stock	4019869168	G98290102	INGERSOLL-RAND PLC	105 0000	4,128	4,096
Invest - Corp Stock	4019869168	M22465104	XL GROUP PLC	160 0000	3,384	2,909
Cash	4019869168		CHECK POINT SOFTWARE TECH COM	65 0000	2,779	2,549
					209,035	185,284

KARL A BICKEL CHARITABLE TRUST

59-6515937

Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FLORIDA STATE UNIVERSITY

☐ Person☒ Business

Street

PO BOX 3062739

City

TALLAHASSEE

State

FL

Zip code

32306

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

11,858

Name

STANFORD UNIVERSITY

☐ Person☒ Business

Street

3145 PORTER DRIVE

City

PALO ALTO

State

CA

Zip code

94304

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

11,858

Name

UNIVERSITY OF FLORIDA

☐ Person☒ Business

Street

PO BOX 14425

City

GAINESVILLE

State

FL

Zip code

32604

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

11,857

Name

☐ Person☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Expense of Sale and Cost of Improvements	Depreciation	
								Gross Sales		Cost, Other				Net Gain or Loss
								Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method			
		Amount												
		Long Term CG Distributions												
		Short Term CG Distributions												

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Amount		Totals				
								Long Term CG Distributions		Gross Sales	Cost, Other Basis and Expenses		Expense of Sale and Cost of Improvements	Net Gain or Loss
								Short Term CG Distributions	Other sales					
										599,782	559,404	0	41,378	0
48	X	BOK FINANCIAL CORPORATION	05561Q201			3/17/2010								
49	X	BMC SOFTWARE INC	055921100			8/27/2007								
50	X	BAKER HUGHES INC COM	057224107			1/13/2010								
51	X	BAXTER INTL INC	071813109			1/11/2007								
52	X	BECKMAN COULTER INC COM	075811109			7/6/2010								
53	X	BECKMAN COULTER INC COM	075811109			10/23/2009								
54	X	BRIGGS & STRATTON CORP	109043109			11/13/2009								
55	X	BRIGGS & STRATTON CORP	109043109			8/27/2009								
56	X	BROADRIDGE FINANCIAL SO	11133T103			12/3/2009								
57	X	BUCCYRUS INTERNATIONAL IN	118759109			12/15/2008								
58	X	CA INC	12673P105			1/22/2010								
59	X	CAREFUSION CORP COM	14170T101			8/27/2009								
60	X	COMTECH TELECOMMUNICA	205826209			10/13/2009								
61	X	CROWN HOLDINGS INC	228368106			4/22/2010								
62	X	CROWN HLDGS INC	228368106			9/17/2010								
63	X	CROWN HLDGS INC	228368106			2/9/2010								
64	X	DISCOVERY FINANCIAL SERV	254709108			3/25/2010								
65	X	DISCOVERY COMMUNICATIO	25470F104			3/2/2010								
66	X	DISCOVERY COMMUNICATIO	25470F104			3/25/2010								
67	X	DISCOVERY COMMUNICATIO	25470F104			3/25/2010								
68	X	DISCOVERY COMMUNICATIO	25470F104			3/31/2010								
69	X	DOLBY LABORATORIES INC	25659T107			8/27/2009								
70	X	DREAMWORKS ANIMATION S	26153C103			8/27/2009								
71	X	EXCO RESOURCES INC COM	269279402			9/24/2009								
72	X	FLIR SYS INC COM	302445101			7/30/2010								
73	X	FMC TECHNOLOGIES INC	30249U101			10/16/2009								
74	X	FTI CONSULTING INC COM	302941109			5/3/2010								
75	X	FIFTH THIRD BANCORP	316773100			12/4/2009								
76	X	FIRST HORIZON NATIONAL C	320517105			11/23/2009								
77	X	FOSTER WHEELER AG	H27178104			8/27/2009								
78	X	NOBLE CORP COM	H5833N103			12/4/2009								
79	X	FIRST HORIZON NATIONAL C	320517105			8/27/2009								
80	X	FISERV INC	337738108			8/27/2009								
81	X	FLOWERS FOODS INC COM	343498101			8/27/2009								
82	X	FLOWERS FOODS INC	343498101			8/27/2009								
83	X	FOSSIL INC COM	349882100			1/5/2010								
84	X	FOSSIL INC COM	349882100			1/5/2010								
85	X	GAP INC COM	364760108			9/10/2008								
86	X	GENERAL MILLS INC	370334104			5/15/2008								
87	X	GRUPO TELEvisa SA DE CV	40049J206			10/21/2009								
88	X	GRUPO TELEvisa SA DE CV	40049J206			10/21/2009								
89	X	HANOVER INSURANCE GROU	410867105			8/27/2009								
90	X	HEARTLAND EXPRESS INC	422347104			7/22/2010								
91	X	HEWITT ASSOC INC CL A	42822Q100			12/3/2009								
92	X	HEWITT ASSOC INC	42822Q100			9/24/2009								
93	X	HOUSEHOLD FIN CORP NTS	441812JW5			11/17/2009								
94	X	HOUSEHOLD FIN CORP NTS	441812JW5			11/17/2009								

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Expense of Sale and Cost of Improve-ments	Depreciation	
								Gross Sales		Cost, Other Basis and Expenses				Valuation Method
								Date Sold	Gross Sales Price	Cost or Other Basis				
95	X	IDEXX CORP COM	45168D104			8/27/2009		3/26/2010	1,397	1,282				
96	X	IDEXX CORP COM	45168D104			8/27/2009		4/29/2010	2,319	1,794				
97	X	IHS INC	451734107			8/27/2009		10/18/2010	2,509	1,723				
98	X	INTERCONTINENTALEXCH	45865V100			11/13/2009		10/25/2010	2,312	2,166				
99	X	INTERVAL LEISURE GROUP-A	46113M108			8/27/2009		4/8/2010	1,265	1,007				
100	X	INTERVAL LEISURE GROUP-A	46113M108			2/11/2010		4/8/2010	913	845				
101	X	KELLOGG CO	487836108			12/12/2005		6/23/2010	15,514	12,816				
102	X	KRAFT FOODS INC	50075N104			7/27/2009		7/12/2010	12,585	12,201				
103	X	LABORATORY CORP AMER H	50540R409			3/1/2010		3/24/2010	2,223	2,223				
104	X	LASALLE HOTEL PROPERTIE	517942108			7/21/2010		10/26/2010	2,017	1,872				
105	X	LEUCADIA NATL CORP COM	527288104			4/12/2010		6/3/2010	2,087	2,690				
106	X	LEUCADIA NATL CORP COM	527288104			10/2/2009		6/3/2010	104	114				
107	X	LEUCADIA NATL CORP COM	527288104			10/2/2009		8/6/2010	2,080	2,175				
108	X	LIBERTY MEDIA - INTERACTN	53071M104			2/26/2010		5/17/2010	1,921	1,887				
109	X	LIBERTY MEDIA-INTERACTIV	53071M104			2/26/2010		6/30/2010	1,541	1,824				
110	X	LINCARE HLDGS INC COM	532791100			7/2/2010		9/10/2010	1,468	1,885				
111	X	LIVE NATION ENTERTAINMEN	538034109			3/2/2010		5/20/2010	1,834	1,959				
112	X	LORILLARD INC COM	544147101			10/27/2009		1/15/2010	1,938	1,932				
113	X	MCDONALDS CORP	580135101			10/9/2006		7/12/2010	13,556	7,923				
114	X	MCKESSON CORP COM	58155Q103			8/27/2009		1/8/2010	2,424	2,273				
115	X	MERIDIAN BIOSCIENCE INC C	589584101			8/27/2009		3/31/2010	1,452	1,684				
116	X	NYSE EURONEXT COM	629491101			2/16/2010		3/16/2010	3,160	2,821				
117	X	NALCO HOLDING CO	62985Q101			11/13/2009		5/3/2010	3,002	2,729				
118	X	NASDAQ OMX GROUP/THE C	631103108			9/23/2009		2/16/2010	1,480	1,758				
119	X	NASDAQ OMX GROUP/THE C	631103108			4/30/2010		5/20/2010	1,739	2,006				
120	X	NEUTRAL TANDEM INC COM	64128B108			8/27/2009		1/11/2010	1,639	1,901				
121	X	NORTHERN TRUST CORP	665859104			1/21/2010		10/27/2010	993	1,080				
122	X	NORTHERN TRUST CORP	665859104			12/29/2009		10/27/2010	2,732	2,887				
123	X	OCEANEERING INTL INC COM	675232102			11/19/2009		5/4/2010	2,184	1,961				
124	X	OCEANEERING INTL INC	675232102			2/16/2010		6/2/2010	1,303	1,675				
125	X	O REILLY AUTOMOTIVE INC C	686091109			2/18/2010		4/8/2010	3,534	3,206				
126	X	OWENS ILL INC COM NEW	690768403			3/25/2010		10/13/2010	2,121	2,878				
127	X	PATTERSON COS INC	703395103			1/8/2010		2/12/2010	2,726	2,838				
128	X	PENSKE AUTO GROUP INC C	70959W103			12/2/2009		2/26/2010	1,738	1,864				
129	X	PETROHAWK ENERGY CORP	716495106			4/16/2010		7/26/2010	1,249	1,719				
130	X	PFIZER INC COM	717081103			10/29/2008		4/16/2010	10,779	11,290				
131	X	PHASE FORWARD INC	71721R406			8/27/2009		3/10/2010	1,362	1,519				
132	X	PHASE FORWARD INC	71721R406			9/1/2009		3/10/2010	947	1,059				
133	X	PRAXAIR INC COM	74005P104			12/12/2005		5/4/2010	15,539	9,984				
134	X	QUEST SOFTWARE INC	74834T103			2/26/2010		10/11/2010	2,452	1,695				
135	X	QUEST SOFTWARE INC	74834T103			2/3/2010		10/11/2010	245	164				
136	X	REINSURANCE GROUP AMER	759351604			8/27/2009		6/3/2010	2,779	2,587				
137	X	RIO TINTO FIN USA LT 5 875%	767201AE6			5/7/2009		6/8/2010	10,898	9,790				
138	X	ROCHESTER MED CORP COM	771497104			8/27/2009		3/10/2010	1,535	1,596				
139	X	ROCHESTER MED CORP COM	771497104			9/1/2009		3/10/2010	123	123				
140	X	ROCK-TENN CO CL A	772739207			8/27/2009		4/29/2010	3,325	3,284				
141	X	ROCK-TENN CO CL A	772739207			9/8/2009		4/29/2010	256	247				
Long Term CG Distributions								599,782		558,404		41,378		
Short Term CG Distributions								0		0		0		
Amount								0		0		0		

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals													
		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss							
		599,782		558,404		41,378							
		0		0		0							
Securities													
Other sales													
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
142	X	ROPER INDS INC NEW COM	776696106			8/27/2009		3/3/2010	280	237			
143	X	ROPER INDS INC NEW COM	776696106			12/2/2009		3/3/2010	1,402	1,337			
144	X	ROVI CORPORATION	779376102			10/26/2009		8/24/2010	1,670	1,147			
145	X	ROVI CORPORATION	779376102			10/26/2009		9/20/2010	2,468	1,578			
146	X	RUDDICK CORP COM	781258108			8/27/2009		1/8/2010	1,413	1,462			
147	X	SEI INVT CO COM	784117103			8/27/2009		3/2/2010	1,516	1,584			
148	X	ST JUDE MED INC COM	790849103			2/19/2010		3/18/2010	1,197	1,172			
149	X	ST JUDE MED INC COM	790849103			3/2/2010		3/18/2010	1,996	1,962			
150	X	THE SCOTTS MIRACLE GRO	810186106			3/31/2010		5/20/2010	3,404	3,727			
151	X	SIGMA ALDRICH CORP	826552101			1/26/2010		10/14/2010	3,016	2,471			
152	X	SILVER WHEATON CORP	828336107			4/15/2010		6/2/2010	1,868	1,766			
153	X	SOLERA HOLDINGS INC	83421A104			8/27/2009		7/29/2010	2,496	1,717			
154	X	SOLUTIA INC COM	834376501			9/15/2009		4/22/2010	2,386	1,803			
155	X	STATE STREET CORP COM	857477103			12/15/2008		5/4/2010	13,067	10,646			
156	X	STEEL DYNAMICS INC COM	858119100			11/17/2009		1/8/2010	2,929	2,347			
157	X	STEEL DYNAMICS INC COM	858119100			11/17/2009		1/29/2010	1,459	1,538			
158	X	STERICYCLE INC COM	858912108			8/27/2009		7/7/2010	971	744			
159	X	STERICYCLE INC COM	858912108			9/24/2009		7/7/2010	1,619	1,191			
160	X	SYBASE INC COM	871130100			9/9/2009		1/5/2010	1,948	1,633			
161	X	SYNOPSYS INC COM	871607107			3/23/2010		5/24/2010	1,893	2,053			
162	X	SYNOPSYS INC COM	871607107			3/23/2010		6/10/2010	211	228			
163	X	SYNOPSYS INC COM	871607107			8/27/2009		6/10/2010	1,581	1,599			
164	X	TD AMERITRADE HOLDING C	87236Y108			7/27/2009		1/15/2010	12,150	12,188			
165	X	TECHNE CORP COM	878377100			8/27/2009		4/15/2010	1,594	1,542			
166	X	LT CAP GAIN DIVIDENDS							27				
167	X	ST GAINS FROM 2009							799				
168	X	LT GAINS FROM 2009							5,508				

Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREPARATION FEES	4,000			4,000
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		939	939	939	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
1	FOREIGN TAX WITHHELD	939	939			
2						
3						
4						
5						
6						
7						
8						
9						
10						

Line 23 (990-PF) - Other Expenses

		29,713	22,285	0	7,428
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	29,713	22,285		7,428
3					
4					
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		1,671,351	1,159,698	1,671,351	1,285,081
	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year
1	CORPORATE STOCK		1,671,351	1,159,698	1,671,351
2					
3					
4					
5					
6					
7					
8					
9					
10					

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	CORPORATE BONDS			719,445	1,460,331	719,445	1,369,523
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions	Amount			Totals	599,782	0	558,404	41,378	0	0	0	41,378
	Short Term CG Distributions	0											
1	TECK RESOURCES LTD 9 750% 5/15/1878742AJ4			6/8/2010	8/16/2010	4,970	0	4,705	265			0	265
2	TECK RESOURCES LTD 9 750% 5/15/1878742AJ4			6/8/2010	9/1/2010	1,242	0	1,176	66			0	66
3	TECK RESOURCES LTD 9 750% 5/15/1878742AJ4			6/8/2010	9/21/2010	4,911	0	4,705	206			0	206
4	THOR INDS INC 885160101			3/9/2010	6/2/2010	1,708	0	2,008	-300			0	-300
5	US TREASURY BOND 6 250% 8/15/23912810EQ7			4/15/2009	1/13/2010	3,613	0	3,885	-272			0	-272
6	US TREASURY BOND 6 250% 8/15/23912810EQ7			5/5/2009	9/23/2010	1,350	0	1,252	98			0	98
7	US TREASURY BOND 6 250% 8/15/23912810EQ7			8/28/2009	9/23/2010	1,350	0	1,233	117			0	117
8	US TREASURY BOND 6 250% 8/15/23912810EQ7			4/15/2009	9/23/2010	5,401	0	5,180	221			0	221
9	U S TREASURY NOTES 4 375% 8/15/12912828AJ9			4/15/2009	9/23/2010	3,225	0	3,308	-83			0	-83
10	UNITED STATES TREAS BOND 6 250% 8/15/23912828F8			1/26/2010	4/29/2010	3,142	0	3,177	-35			0	-35
11	UNITED STATES TREAS BOND 6 250% 8/15/23912828F8			1/26/2010	5/20/2010	7,318	0	7,413	-95			0	-95
12	UNITED STATES TREAS BOND 6 250% 8/15/23912828GH7			8/26/2009	1/13/2010	6,530	0	6,571	-41			0	-41
13	UNITED STATES TREAS BOND 6 250% 8/15/23912828GR5			4/15/2009	1/26/2010	19,246	0	19,808	-562			0	-562
14	UNITED STATES TREAS BOND 6 250% 8/15/23912828GR5			5/5/2009	1/26/2010	1,013	0	1,040	-27			0	-27
15	UNITED STATES TREAS BOND 6 250% 8/15/23912828GR5			8/26/2009	1/26/2010	2,026	0	2,059	-33			0	-33
16	UNITED STATES TREAS BOND 6 250% 8/15/23912828GR5			8/26/2009	5/25/2010	1,128	0	1,087	41			0	41
17	VALSPAR CORP COM	920355104		8/27/2009	2/12/2010	2,201	0	2,265	-64			0	-64
18	VIACOM INC NEW	92553P201		8/27/2009	7/12/2010	14,742	0	13,071	1,671			0	1,671
19	WABCO HOLDINGS INC	9297K102		4/30/2010	8/20/2010	1,444	0	1,327	117			0	117
20	WABTEC COM	929740108		1/5/2010	4/28/2010	2,397	0	2,083	314			0	314
21	WASHINGTON FED INC COM	938824109		12/2/2009	4/6/2010	2,026	0	1,946	80			0	80
22	WATSON PHARMACEUTICALS INC COM	942683103		9/30/2008	3/18/2010	16,521	0	11,470	5,051			0	5,051
23	WHITING PETE CORP NEW	966339102		8/16/2010	7/30/2010	2,584	0	2,392	192			0	192
24	ZENITH NATL INS CORP COM	989390109		8/27/2009	2/18/2010	3,208	0	2,246	962			0	962
25	ACCENTURE PLC-CL A COM	G1151C101		1/21/2009	3/18/2010	12,981	0	9,920	3,061			0	3,061
26	INVECO LTD	G491BT108		2/11/2010	4/12/2010	3,094	0	2,603	491			0	491
27	WABCO HOLDINGS INC	9297K102		4/30/2010	7/29/2010	2,128	0	1,825	303			0	303
28	LAZARD LTD CL A COM COM	G54050102		8/27/2009	5/7/2010	1,550	0	1,732	-182			0	-182
29	LAZARD LTD CL A COM COM	G54050102		3/2/2010	5/7/2010	1,378	0	1,483	-105			0	-105
30	MARVELL TECHNOLOGY GROUP LTD	G5876H105		9/9/2009	1/4/2010	2,220	0	1,711	509			0	509
31	WEATHERFORD INTL LTD COM STK	H27013103		11/27/2009	1/13/2010	286	0	247	39			0	39
32	WEATHERFORD INTL LTD COM STK	H27013103		12/22/2009	1/13/2010	2,003	0	1,826	177			0	177
33	WEATHERFORD INTL LTD COM STK	H27013103		11/27/2009	1/22/2010	1,834	0	1,646	188			0	188
34	AGCO CORP COM	001084102		4/19/2010	9/8/2010	2,005	0	2,083	-78			0	-78
35	AGCO CORP COM	001084102		4/27/2010	9/8/2010	2,370	0	2,402	-32			0	-32
36	AVX CORP COM	002444107		3/18/2010	7/12/2010	4,106	0	4,646	-540			0	-540
37	AVX CORP COM	002444107		3/19/2010	7/13/2010	1,290	0	1,431	-141			0	-141
38	AVX CORP COM	002444107		3/18/2010	7/13/2010	6,727	0	7,489	-762			0	-762
39	ACTIVISION BLIZZARD INC COM	00507V109		4/12/2010	4/22/2010	3,742	0	4,067	-325			0	-325
40	AEROPOSTALE	007865108		12/18/2009	10/1/2010	2,161	0	1,953	208			0	208
41	AGILENT TECHNOLOGIES INC	00846U101		9/21/2006	7/12/2010	12,790	0	14,177	-1,387			0	-1,387
42	AIRGAS INC COM	009363102		12/3/2009	2/18/2010	3,452	0	2,600	852			0	852
43	ALLIED WASTE NORTH AMER INC SR N	01958XBS5		9/17/2009	2/2/2010	11,908	0	11,715	193			0	193
44	AMERICAN MED SYS HLDGS INC COM	02744M108		12/30/2009	3/18/2010	1,899	0	1,944	-45			0	-45
45	AMETEK INC NEW COM	031100100		8/27/2009	3/16/2010	2,976	0	2,342	634			0	634
46	ANSYS INC COM	03662Q105		8/27/2009	3/16/2010	2,025	0	1,620	405			0	405
47	ARCHER DANIELS MIDLAND CO COM	039483102		1/28/2009	4/16/2010	10,891	0	10,758	133			0	133
48	BOK FINANCIAL CORPORATION	05561Q201		3/17/2010	9/9/2010	2,708	0	3,043	-335			0	-335
49	BMC SOFTWARE INC	055921100		8/27/2007	8/26/2010	12,998	0	10,634	2,364			0	2,364
50	BAKER HUGHES INC COM	057224107		1/13/2010	4/13/2010	1,902	0	1,865	37			0	37
51	BAXTER INTL INC	071813109		1/11/2007	7/12/2010	9,254	0	9,984	-710			0	-710
52	BECKMAN COULTER INC COM	075811109		3/23/2010	8/6/2010	2,070	0	2,913	-843			0	-843
53	BECKMAN COULTER INC COM	075811109		7/6/2010	8/6/2010	1,380	0	1,831	-451			0	-451
54	BRIGGS & STRATTON CORP COM	109043109		10/23/2009	4/16/2010	2,665	0	2,739	-74			0	-74
55	BRIGGS & STRATTON CORP COM	109043109		11/13/2009	4/16/2010	1,366	0	1,252	134			0	134
56	BROADBRIDGE FINANCIAL SOLUTIONS	11133T103		8/27/2009	3/23/2010	1,855	0	1,744	111			0	111
57	BUCYRUS INTERNATIONAL INC-A	118759109		12/3/2009	5/25/2010	11,554	0	13,164	-1,610			0	-1,610

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Amount		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
							Long Term CG Distributions	Short Term CG Distributions								
58	CA INC	12673P105		12/15/2008	7/12/2010		0	0	11,755	0	10,783	972			0	41,378
59	CAREFUSION CORP COM	14170T101		1/22/2010	3/2/2010				2,204	0	2,336	-132			0	-132
60	COMTECH TELECOMMUNICATIONS CP COM	205826209		8/27/2009	2/5/2010				2,490	0	2,767	-277			0	-277
61	CROWN HOLDINGS INC COM	228368106		10/13/2009	3/25/2010				2,185	0	2,299	-114			0	-114
62	CROWN HLDGS INC	228368106		10/13/2009	9/17/2010				284	0	287	-3			0	-3
63	CROWN HLDGS INC	228368106		4/22/2010	9/17/2010				427	0	409	18			0	18
64	DISCOVER FINANCIAL SERVICES COM	254709108		9/24/2009	2/9/2010				10,665	0	13,096	-2,431			0	-2,431
65	DISCOVERY COMMUNICATIONS A COM	25470F104		9/18/2009	3/2/2010				1,082	0	1,039	43			0	43
66	DISCOVERY COMMUNICATIONS A COM	25470F104		8/27/2009	3/25/2010				2,017	0	1,577	440			0	440
67	DISCOVERY COMMUNICATIONS A COM	25470F104		9/18/2009	3/25/2010				336	0	297	39			0	39
68	DISCOVERY COMMUNICATIONS A COM	25470F104		8/27/2009	3/31/2010				1,854	0	1,446	408			0	408
69	DOLBY LABORATORIES INC-CL A	CQ25659T107		8/27/2009	4/30/2010				1,708	0	979	729			0	729
70	DREAMWORKS ANIMATION SKG-A	(26153C)103		8/27/2009	1/29/2010				2,771	0	2,211	560			0	560
71	EXCO RESOURCES INC COM	269279402		9/24/2009	2/11/2010				1,822	0	1,722	100			0	100
72	FLIR SYS INC COM	302445101		8/27/2009	4/21/2010				2,071	0	1,590	481			0	481
73	FMC TECHNOLOGIES INC	302941109		7/30/2010	10/6/2010				2,101	0	1,876	225			0	225
74	FTI CONSULTING INC COM	316773100		10/16/2009	4/16/2010				1,550	0	1,679	-129			0	-129
75	FIFTH THIRD BANCORP	320517105		5/3/2010	6/29/2010				2,289	0	2,680	-391			0	-391
76	FIRST HORIZON NATIONAL CORP COM	H27178104		12/4/2009	1/5/2010				0	0	0	0			0	0
77	FOSTER WHEELER AG	H5833N103		11/23/2009	2/11/2010				2,235	0	2,743	-508			0	-508
78	NOBLE CORP COM	320517105		8/27/2009	2/16/2010				1,849	0	1,575	274			0	274
79	FIRST HORIZON NATIONAL CORP COM	337738108		12/4/2009	1/5/2010				1,869	0	1,880	-11			0	-11
80	FISERV INC	343498101		8/27/2009	10/25/2010				3,030	0	2,702	328			0	328
81	FLOWERS FOODS INC COM	343498101		8/27/2009	1/26/2010				1,912	0	1,890	22			0	22
82	FLOWERS FOODS INC	343498101		8/27/2009	10/13/2010				2,200	0	2,126	74			0	74
83	FOSSIL INC COM	349882100		1/5/2010	3/5/2010				1,944	0	1,363	181			0	181
84	FOSSIL INC COM	349882100		1/5/2010	4/6/2010				1,944	0	1,703	241			0	241
85	GAP INC COM	364760108		9/10/2008	4/16/2010				3,611	0	2,788	823			0	823
86	GENERAL MILLS INC	370334104		5/15/2008	8/26/2010				14,446	0	12,843	1,603			0	1,603
87	GRUPO TELEVIS SA DE CV SPONSOR	40049J206		10/21/2009	2/8/2010				840	0	931	-91			0	-91
88	GRUPO TELEVIS SA DE CV SPONSOR	40049J206		10/21/2009	2/26/2010				1,651	0	1,861	-210			0	-210
89	HANOVER INSURANCE GROUP COM	410867105		8/27/2009	3/16/2010				1,717	0	1,589	128			0	128
90	HEARTLAND EXPRESS INC	422347104		7/22/2010	9/21/2010				1,883	0	1,904	-21			0	-21
91	HEWITT ASSOC INC CL A	42822Q100		12/3/2009	2/9/2010				11,999	0	13,284	-1,285			0	-1,285
92	HEWITT ASSOC INC	42822Q100		9/24/2009	7/13/2010				4,701	0	3,561	1,140			0	1,140
93	HOUSEHOLD FIN CORP NTS DTD 10/23/441812JW5	45168D104		5/14/2009	5/4/2010				10,626	0	10,131	495			0	495
94	HOUSEHOLD FIN CORP NTS DTD 10/23/441812JW5	45168D104		11/17/2009	5/4/2010				1,063	0	1,073	-10			0	-10
95	IDEXX CORP COM	45168D104		8/27/2009	3/26/2010				1,397	0	1,282	115			0	115
96	IDEXX CORP COM	45168D104		8/27/2009	4/29/2010				2,319	0	1,794	525			0	525
97	IHS INC	451734107		8/27/2009	10/18/2010				2,509	0	1,723	786			0	786
98	INTERCONTINENTAL EXCHANGE INC	45865V100		11/13/2009	10/25/2010				2,312	0	2,166	146			0	146
99	INTERVAL LEISURE GROUP-WMT COM	46113M108		8/27/2009	4/8/2010				1,265	0	1,007	258			0	258
100	INTERVAL LEISURE GROUP-WMT COM	46113M108		2/11/2010	4/8/2010				913	0	845	68			0	68
101	KELLOGG CO	487836108		12/12/2005	6/23/2010				15,514	0	12,816	2,698			0	2,698
102	KRAFT FOODS CORP	50075N104		7/12/2009	7/12/2010				12,565	0	12,201	364			0	364
103	LABORATORY CORP AMER HLDGS CO	50540R409		3/1/2010	3/24/2010				2,223	0	2,223	0			0	0
104	LASALLE HOTEL PROPERTIES COM	517942108		7/21/2010	10/26/2010				2,017	0	1,872	145			0	145
105	LEUCADIA NATL CORP COM	527288104		4/12/2010	6/3/2010				2,087	0	2,690	-603			0	-603
106	LEUCADIA NATL CORP COM	527288104		10/2/2009	6/3/2010				104	0	114	-10			0	-10
107	LEUCADIA NATL CORP COM	527288104		10/2/2009	8/6/2010				2,080	0	2,175	-95			0	-95
108	LIBERTY MEDIA - INTERACTIVE CL A	53071M104		2/26/2010	5/17/2010				1,921	0	1,887	34			0	34
109	LIBERTY MEDIA - INTERACTIVE A	53071M104		2/26/2010	6/30/2010				1,541	0	1,824	-283			0	-283
110	LINCARE HLDGS INC COM	532791100		7/2/2010	9/10/2010				1,488	0	1,885	-417			0	-417
111	LIVE NATION ENTERTAINMENT INC CO	538034109		10/27/2009	5/20/2010				1,938	0	1,959	-125			0	-125
112	LORILLARD INC COM	544147101		10/27/2009	1/15/2010				1,938	0	1,932	6			0	6
113	MCDONALDS CORP	580135101		10/9/2006	7/12/2010				13,556	0	7,923	5,633			0	5,633
114	MCKESSON CORP COM	58155Q103		8/27/2009	1/8/2010				2,424	0	2,273	151			0	151

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions	Amount												
	Short Term CG Distributions	0												41,378
115	MERIDIAN BIOSCIENCE INC COM	589584101		8/27/2009	3/31/2010		1,452		0	-232				-232
116	NYSE EURONEXT COM	629491101		2/16/2010	3/16/2010		3,160		0	339				339
117	NALCO HOLDING CO COM	62985Q101		11/13/2009	5/3/2010		3,002		0	273				273
118	NASDAQ OMX GROUP/THE COM	631103108		9/23/2009	2/16/2010		1,480		0	-278				-278
119	NASDAQ OMX GROUP/THE COM	631103108		4/30/2010	5/20/2010		1,739		0	-267				-267
120	NEUTRAL TANDEM INC COM	64128B108		8/27/2009	1/11/2010		1,639		0	-262				-262
121	NORTHERN TRUST CORP	665859104		1/21/2010	10/27/2010		993		0	-87				-87
122	NORTHERN TRUST CORP	665859104		12/29/2009	10/27/2010		2,732		0	-155				-155
123	OCEANEERING INTL INC COMMON	675232102		11/19/2009	5/4/2010		2,184		0	223				223
124	OCEANEERING INTL INC	675232102		2/16/2010	6/2/2010		1,303		0	-372				-372
125	O REILLY AUTOMOTIVE INC COM	686091109		2/18/2010	4/8/2010		3,534		0	328				328
126	OWENS ILL INC COM NEW	690768403		3/25/2010	10/13/2010		2,121		0	-757				-757
127	PATTERSON COS INC COM	703395103		1/8/2010	2/12/2010		2,726		0	-112				-112
128	PENSKO AUTO GROUP INC COM	70959W103		12/2/2009	2/26/2010		1,738		0	-126				-126
129	PETROHAWK ENERGY CORP	716495106		4/16/2010	7/26/2010		1,249		0	-470				-470
130	PFIZER INC COM	717081103		10/29/2008	4/16/2010		10,779		0	-511				-511
131	PHASE FORWARD INC COM	71721R406		8/27/2009	3/10/2010		1,362		0	-157				-157
132	PHASE FORWARD INC COM	71721R406		9/1/2009	3/10/2010		947		0	-112				-112
133	PRAXAIR INC COM	74005P104		12/12/2005	5/4/2010		15,539		0	5,555				5,555
134	QUEST SOFTWARE INC	74834T103		2/26/2010	10/11/2010		2,452		0	757				757
135	QUEST SOFTWARE INC	74834T103		2/3/2010	10/11/2010		245		0	81				81
136	REINSURANCE GROUP AMER CLASS A	759331604		8/27/2009	6/3/2010		2,779		0	192				192
137	RIO TINTO FIN USA LT 5 875% 7/15/13	767201AE6		5/7/2009	6/8/2010		10,898		0	9,790				9,790
138	ROCHESTER MED CORP COM	771497104		8/27/2009	3/10/2010		1,535		0	-61				-61
139	ROCHESTER MED CORP COM	771497104		9/1/2009	3/10/2010		123		0	0				0
140	ROCK-TENN CO CL A	772739207		8/27/2009	4/29/2010		3,325		0	41				41
141	ROCK-TENN CO CL A	772739207		9/8/2009	4/29/2010		256		0	9				9
142	ROPER INDS INC NEW COM	776696106		8/27/2009	3/3/2010		280		0	43				43
143	ROPER INDS INC NEW COM	776696106		12/2/2009	3/3/2010		1,402		0	65				65
144	ROVI CORPORATION	779376102		10/26/2009	8/24/2010		1,670		0	523				523
145	ROVI CORPORATION	779376102		10/26/2009	9/20/2010		2,468		0	890				890
146	RUDDICK CORP COM	781258108		8/27/2009	1/8/2010		1,413		0	-49				-49
147	SEI INVT CO COM	784117103		8/27/2009	3/2/2010		1,516		0	-68				-68
148	ST JUDE MED INC COM	790849103		2/19/2010	3/18/2010		1,197		0	25				25
149	ST JUDE MED INC COM	790849103		3/2/2010	3/18/2010		1,996		0	34				34
150	THE SCOTTS MIRACLE GRO COMPANY	810186108		3/31/2010	5/20/2010		3,404		0	-323				-323
151	SIGMA ALDRICH CORP	826552101		1/26/2010	10/14/2010		3,016		0	545				545
152	SILVER WHEATON CORP	828336107		4/15/2010	6/2/2010		1,868		0	102				102
153	SOLERA HOLDINGS INC	83421A104		8/27/2009	7/29/2010		2,496		0	779				779
154	SOLUTIA INC COM	834376501		9/15/2009	4/22/2010		2,386		0	583				583
155	STATE STREET CORP COM	857477103		12/15/2008	5/4/2010		13,067		0	2,421				2,421
156	STEEL DYNAMICS INC COM	858119100		11/17/2009	1/8/2010		2,929		0	582				582
157	STEEL DYNAMICS INC COM	858119100		11/17/2009	1/29/2010		971		0	-79				-79
158	STERICYCLE INC COM	858912108		8/27/2009	7/7/2010		1,619		0	227				227
159	STERICYCLE INC COM	858912108		9/24/2009	7/7/2010		1,948		0	428				428
160	SYBASE INC COM	871130100		9/9/2009	1/5/2010		1,581		0	315				315
161	SYNOPSYS INC COM	871607107		3/23/2010	5/24/2010		1,893		0	-160				-160
162	SYNOPSYS INC COM	871607107		3/23/2010	6/10/2010		211		0	-17				-17
163	SYNOPSYS INC COM	871607107		8/27/2009	6/10/2010		1,581		0	-18				-18
164	TD AMERITRADE HOLDING CORP COM	87236Y108		7/27/2009	1/15/2010		12,150		0	-38				-38
165	TECHNE CORP COM	878377100		8/27/2009	4/15/2010		27		0	52				52
166	LT CAP GAIN DIVIDENDS								0	27				27
167	ST GAINS FROM 2009						799		0	799				799
168	LT GAINS FROM 2009						5,508		0	5,508				5,508

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank, N A	X	1525 WEST HARRIS	CHARLOTTE	NC	28288	.	TRUSTEE	4	29,713
2										
3										
4										
5										
6										
7										
8										
9										
10										

29,713

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	2,674
2 First quarter estimated tax payment	2	0
3 Second quarter estimated tax payment	3	0
4 Third quarter estimated tax payment	4	0
5 Fourth quarter estimated tax payment	5	0
6 Other payments	6	0
7 Total	7	2,674

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	111,004
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	111,004

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

List Managers who contributed more than 2%
of the total contributions received by the foundation

1 NONE _____
2 _____
3 _____
4 _____
5 _____
6 _____
7 _____
8 _____
9 _____
10 _____

List Managers who own 10% or more of the stock
of a corporation of which the foundation has a 10%
or greater interest

NONE _____

Statement A

Karl A. Bickel Charitable Trust

EIN: 59-6515937

Florida Attorney General does not require and prefers that we do not furnish a copy of Form 990 to their office.