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

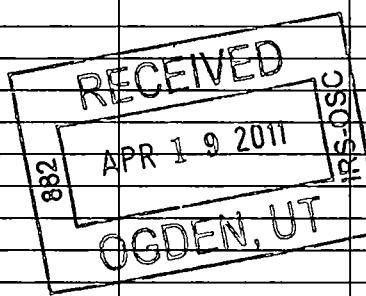
2009

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 DEC 1, 2009, and ending NOV 30, 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 LOWNADE FOUNDATION Number and street (or P O box number if mail is not delivered to street address) PO BOX 3584		A Employer identification number 41-1989647	
				B Telephone number 507-345-1233	
				C If exemption application is pending, check here ► <input type="checkbox"/>	
				D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
				E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
				F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 12,324. (Part I, column (d) must be on cash basis.)		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue Operating and Administrative Expenses	1 Contributions, gifts, grants, etc., received	531.		N/A	
	2 Check ► <input type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1.	1.		
	4 Dividends and interest from securities	403.	403.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	395,560.			
	b Gross sales price for all assets on line 6a	396,091.			
	7 Capital gain net income (from Part IV, line 2)		395,560.		
	8 Net short-term capital gain				
	9 Income modifications				
	Gross sales less returns and allowances				
	10a				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	396,495.	395,964.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	3,984.	25.		0.	
24 Total operating and administrative expenses. Add lines 13 through 23	3,984.	25.		0.	
25 Contributions, gifts, grants paid	389,000.			389,000.	
26 Total expenses and disbursements. Add lines 24 and 25	392,984.	25.		389,000.	
27 Subtract line 26 from line 12:	3,511.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		395,939.			
c Adjusted net income (if negative, enter -0-)			N/A		



Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
			238.	4,957.	12,324.
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 4	171.	0.	0.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		5,366.	12,324.	12,324.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)	STATEMENT 5	12.	3,459.	
	23 Total liabilities (add lines 17 through 22)		12.	3,459.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		5,354.	8,865.	
	30 Total net assets or fund balances		5,354.	8,865.	
	31 Total liabilities and net assets/fund balances		5,366.	12,324.	

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	5,354.
2 Enter amount from Part I, line 27a	2	3,511.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	8,865.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,865.

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 ARCHER DANIELS MIDLAND				12/23/09	12/30/09
b ARCHER DANIELS MIDLAND				10/29/10	11/04/10
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 295,010.		364.	294,646.		
b 101,081.		167.	100,914.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					294,646.
b					100,914.
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		395,560.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3		N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	0.	84,109.	.000000
2007	0.	101,764.	.000000
2006	0.	99,475.	.000000
2005	263,500.	108,475.	2.429131
2004	228,200.	74,345.	3.069473

2 Total of line 1, column (d)

2 5.498604

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 1.099721

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4 23,796.

5 Multiply line 4 by line 3

5 26,169.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 3,959.

7 Add lines 5 and 6

7 30,128.

8 Enter qualifying distributions from Part XII, line 4

8 389,000.If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3,959.
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	3,959.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			5	3,959.
6	Credits/Payments:	} a 2009 estimated tax payments and 2008 overpayment credited to 2009	} 6a 500.	6a	500.
	b Exempt foreign organizations - tax withheld at source			6b	
	c Tax paid with application for extension of time to file (Form 8868)			6c	
	d Backup withholding erroneously withheld			6d	
7	Total credits and payments. Add lines 6a through 6d			7	500.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	} 8	} 9 3,459.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			9	3,459.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			10	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ►			11	
					Refunded ►

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	} 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.	} 1a X	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?			1b	X
c	Did the foundation file Form 1120-POL for this year?			1c	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	} (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.	} 2 X		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.			3	X
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			4a	X
	If "Yes," attach a detailed description of the activities			4b	
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			5	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?				
b	If "Yes," has it filed a tax return on Form 990-T for this year?				
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?				
	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	} N/A	} 6 X		
	• 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?			7	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.				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►				
	MN				
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				
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV				
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses				

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Part VII-A Statements Regarding Activities (continued)

- 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address ► **N/A** 13 X

14 The books are in care of ► **DEAN WUEBKER** Telephone no. ► **507-345-1233**Located at ► **40 GOOD COUNSEL DRIVE SUITE 10, MANKATO, MN** ZIP+4 ► **56001**15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► | **15** | N/A**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

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

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 X No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No

(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 page 20 of the instructions)?

Organizations relying on a current notice regarding disaster assistance check here ► N/Ac 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 X2 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)): 1b N/Aa 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 X No

If "Yes," list the years ► _____, _____, _____, _____, _____

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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.

► _____, _____, _____, _____, _____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X Nob 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/A4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Xb Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? 4b X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here N/A ► c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No N/A

5b

6b

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID ANDREAS C/O ANDREAS OFFICE, PO BOX 3584 MANKATO, MN 560023584	CHAIRMAN AND CEO 0.00	0.	0.	0.
DEB ANDREAS C/O ANDREAS OFFICE, PO BOX 3584 MANKATO, MN 560023584	CFO AND SECRETARY 0.00	0.	0.	0.

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

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

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

►

0

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

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

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

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

►

0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	N/A	
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3	►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	12,027.
b Average of monthly cash balances	1b	12,131.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	24,158.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	24,158.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	362.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,796.
6 Minimum investment return. Enter 5% of line 5	6	1,190.

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

1 Minimum investment return from Part X, line 6	1	1,190.
2a Tax on investment income for 2009 from Part VI, line 5	2a	3,959.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	3,959.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	0.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	0.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	389,000.
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the:	3b	
a Suitability test (prior IRS approval required)	4	389,000.
b Cash distribution test (attach the required schedule)	5	3,959.
4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	385,041.
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		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2009			0.	
a Enter amount for 2008 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005	198,733.			
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	198,733.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 389,000.			0.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	389,000.			0.
d Applied to 2009 distributable amount				
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:	587,733.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	301,243.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	286,490.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009	286,490.			

Part XV Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 6				
<i>Total</i>			► 3a	389,000.
<i>b Approved for future payment</i>				
NONE				
<i>Total</i>			► 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		(e) Related or exempt function income
		(a) Business code	(b) Amount	
1 Program service revenue:				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
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				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a				
b				
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e)			0.	395,964.
13 Total. Add line 12, columns (b), (d), and (e)			13	395,964.

(See worksheet in line 13 instructions to verify calculations.)

Relationship of Activities to the Accomplishment of Exempt Purposes

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

OMB No. 1545-0047

2009**Name of the organization****LOWNADE FOUNDATION****Employer identification number****41-1989647****Organization type (check one):****Filers of:****Section:**

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.**Schedule B (Form 990, 990-EZ, or 990-PF) (2009)**

Name of organization

Employer identification number

LOWNADE FOUNDATION41-1989647**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DAVID ANDREAS PO BOX 3584 MANKATO, MN 560023584	\$ 531.	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

Employer identification number

LOWNADE FOUNDATION41-1989647**Part II Noncash Property (see instructions)**

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	<u>12/23/09 6500 SHARES OF ARCHER DANIELS MIDLAND COMMON STOCK (ADM)</u> <u>10/29/10 3000 SHARES ADM</u>	\$ 301,243.	VARIOUS

Name of organization

Employer identification number

LOWNADE FOUNDATION

41-1989647

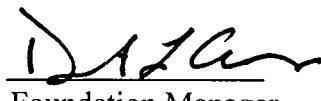
Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	

LOWNADE FOUNDATION
41-1989647
Mankato, Minnesota
11-30-10

ELECTION UNDER REGULATIONS SECTION 53.4942 (a)-3(c)(2)(iv)

The Lownade Foundation hereby elects to treat as a current distribution out of corpus \$198,733 and \$102,510. The distributions were treated under paragraph (d)(1)(iii) of section 53.4942 (a)-3(c)(2)(iv) as a distribution out of corpus in the tax year ending November 30, 2006 and November 30, 2010, respectively.

By 
Foundation Manager

Date 1/7/2011

LOWNADE FOUNDATION

41-1989647

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

SOURCE	AMOUNT
M & I BROKERAGE	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ARCHER DANIELS MIDLAND	403.	0.	403.
TOTAL TO FM 990-PF, PART I, LN 4	403.	0.	403.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSE	25.	25.		0.
EXCISE TAX	3,959.	0.		0.
TO FORM 990-PF, PG 1, LN 23	3,984.	25.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ARCHER DANIELS MIDLAND COMMON STOCK	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	0.	0.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 5
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
EXCISE TAX PAYABLE (RECEIVABLE)	12.	3,459.
TOTAL TO FORM 990-PF, PART II, LINE 22	12.	3,459.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT 6
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BRECK SCHOOL 123 OTTAWA AVE NORTH MINNEAPOLIS, MN 55422	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
BRECK SCHOOL 123 OTTAWA AVE NORTH MINNEAPOLIS, MN 55422	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
CENTER FOR ETHICAL BUSINESS CULTURES 1000 LASALLE AVENUE, TMH 344 MINNEAPOLIS, MN 55403	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
CENTER FOR ETHICAL BUSINESS CULTURES 1000 LASALLE AVENUE, TMH 344 MINNEAPOLIS, MN 55403	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
CENTER FOR GROWTH AND JUSTICE 2324 UNIVERSITY AVE W ST. PAUL, MN 55114	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
CENTER FOR VICTIMS OF TORTURE 717 E RIVER ROAD MINNEAPOLIS, MN 55455	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	25,000.

CENTER FOR VICTIMS OF TORTURE 717 E RIVER ROAD MINNEAPOLIS, MN 55455	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	25,000.
CHILDREN'S THEATRE COMPANY 2400 THIRD AVENUE SOUTH MINNEAPOLIS, MN 55404	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	1,000.
CHILDRENS HEARTLINK 5075 ARCADIA AVE MINNEAPOLIS, MN 55436	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	30,000.
FEDERATED CHALLENGE 121 E PARK SQUARE OWATONNA, MN 55060	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	15,000.
GREATER MINNEAPOLIS CRISIS NURSERY 5400 GLENWOOD AVENUE GOLDEN VALLEY, MN 55422	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
GREATER MLPS CRISIS NURSERY 5400 GLENWOOD AVENUE GOLDEN VALLEY, MN 55422	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
GREATER TWIN CITIES UNITED WAY 404 S 8TH STREET MINEAPOLIS, MN 55404	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	24,000.
GROVES ACADEMY 3200 HIGHWAY 100 SOUTH ST. LOUIS PARK, MN 55416	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	10,000.
HAVERFORD COLLEGE 370 LANCASTER AVENUE HAVERFORD, PA 19041	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	18,000.
HUNGER SOLUTIONS MN 555 PARK STREET, SUITE 420 ST. PAUL, MN 55103	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,500.

ILLUSION THEATER 528 HENNEPIN AVE, SUITE 704 MINNEAPOLIS, MN 55403	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	10,000.
JR LEAGUE OF MINNEAPLOIS 410 OAK GROVE STREET MINNEAPOLIS, MN 55403	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	1,000.
LAKE FOREST ACADEMY 1500 WEST KENNEDY LAKE FOREST, IL 60045	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	10,000.
MINNESOTA CIVIL LIB UNION FOUNDATION 2300 MYRTLE AVE, STE 180 ST. PAUL, MN 55114	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	10,000.
MINNESOTA STATE UNIVERSITY MANKATO 121 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
MINNESOTA STATE UNIVERSITY MANKATO 122 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
MINNESOTA STATE UNIVERSITY MANKATO 123 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
MINNESOTA STATE UNIVERSITY MANKATO 123 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
MINNESOTA STATE UNIVERSITY MANKATO 123 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
MINNESOTA STATE UNIVERSITY MANKATO 124 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.

MINNESOTA STATE UNIVERSITY MANKATO 124 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
MINNESOTA STATE UNIVERSITY MANKATO 124 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
MINNESOTA STATE UNIVERSITY MANKATO 125 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
MINNESOTA STATE UNIVERSITY MANKATO 126 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
MINNESOTA STATE UNIVERSITY MANKATO 126 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	10,000.
MINNESOTA STATE UNIVERSITY MANKATO 126 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
MINNESOTA STATE UNIVERSITY MANKATO 126 ALUMNI FOUNDATION CENTER MANKATO, MN 56001	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	35,000.
MN FILM AND TELEVISION BOARD 401 N 3RD STREET, #440 MINNEAPOLIS, MN 55401	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	1,000.
MN IND SCHOOL FORUM 445 MINNESOTA STREET, SUITE 505 ST. PAUL, MN 55103	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	1,500.
MN NEWS COUNCIL 12 SOUTH SIXTH STREET, SUITE 1122 MINNEAPOLIS, MN 55402	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	2,000.

MN YOUTH SYMPHONY 790 CLEVELAND AVE S, SUITE 203 ST. PAUL, MN 55116	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
PAGE EDUCATION FOUNDATION PO BOX 851254 MINNEAPOLIS, MN 55458	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
PLANNED PARENTHOOD 220 ROBERT STREET S, SUITE 207 ST. PAUL, MN 55107	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	3,000.
SCHOOL FOR FIELD STUDIES 10 FEDERAL STREET SALEM, MN 01970	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.
SHARING AND CARING HANDS PO BOX 50657 MINNEAPOLIS, MN 55405	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	10,000.
SPECIAL OLYMPICS MINNESOTA 100 WASHINGTON AVE S, SUITE 550 MINNEAPOLIS, MN 55401	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	2,000.
ST DAVIDS RELIEF FOUNDATION 4355 HWY 67 EAST, SUITE 101 MESQUITE, TX 75150	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	25,000.
TWIN CITIES PUBLIC TV 172 EAST FOURTH STREET ST.PAUL, MN 55101	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	2,000.
UNIV OF DENVER DEPT 585 DENVER, CO 80291	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	15,000.
VICTORY JUNCTION GANG CAMP 4500 ADAMS WAY RANDLEMAN, NC 27317	N/A GRANT IS FOR RECIPIENTS GENERAL FUND	SEE GENERAL EXPLANATIO	5,000.

LOWNADE FOUNDATION

41-1989647

YOUTH FRONTIERS
6009 EXCELSIOR BLVD.
MINNEAPOLIS, MN 55416

N/A
GRANT IS FOR
RECIPIENTS GENERAL
FUND

SEE
GENERAL
EXPLANATIO

10,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

389,000.

GENERAL EXPLANATION
FORM AND LINE REFERENCES

STATEMENT 7

FORM/LINE IDENTIFIER

DESCRIPTION/RETURN REFERENCE

990 PF PART XV ITEM 3

GRANTS AND CONTRIBUTIONS FOUNDATION
STATUS

GENERAL EXPLANATION

STATEMENT 8

990 PF PART XV ITEM 3 GRANTS AND CONTRIBUTIONS FOUNDATION STATUS

ALL RECIPIENTS OF GRANTS ARE PUBLIC CHARITIES, ORGANIZATIONS AS
DESCRIBED IN SECTION 509 (A) (1), (2) OR (3). NONE ARE TYPE III
ORGANIZATIONS. ALL DISTRIBUTIONS ARE QUALIFIED.