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Form **990-PF**

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

OMB No. 1545-0052

**2009**

1011

Department of the Treasury  
Internal Revenue Service

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 <b>ROBERT W. PLASTER FOUNDATION</b>		A Employer identification number <b>43-1369856</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>145 Evergreen Parkway</b>		B Telephone number (see the instructions) <b>(417) 533-3007</b>
	City or town State ZIP code <b>Lebanon MO 65536</b>		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, column (c), line 16) <b>\$ 59,138,519.</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)	50,000,000.			
	2 Check <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,146,754.	1,146,754.		
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	-87,431.			
	b Gross sales price for all assets on line 6a	26,696,387.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	51,059,323.	1,146,754.			
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	20,795.	4,159.		16,636.
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instr.) See Line 18 Stmt	25,411.			25,411.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	46,206.	4,159.		42,047.	
25 Contributions, gifts, grants paid	255,000.			255,000.	
26 Total expenses and disbursements. Add lines 24 and 25	301,206.	4,159.		297,047.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	50,758,117.				
b Net investment income (if negative, enter -0-)		1,142,595.			
c Adjusted net income (if negative, enter -0-)					

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>ASSETS</b>	1 Cash – non-interest-bearing .....		183,847.	183,847.
	2 Savings and temporary cash investments .....	146,492.	1,165,240.	1,165,240.
	3 Accounts receivable .....			
	Less: allowance for doubtful accounts .....			
	4 Pledges receivable .....			
	Less: allowance for doubtful accounts .....			
	5 Grants receivable .....			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions) .....			
	7 Other notes and loans receivable (attach sch) .....			
	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 (attach schedule) L-10a Stmt .....	4,120,050.	18,104,419.	18,266,617.
	b Investments – corporate stock (attach schedule) L-10b Stmt .....	866,264.	24,585,855.	26,990,493.
	c Investments – corporate bonds (attach schedule) L-10c Stmt .....	100,586.	11,954,512.	12,532,322.
<b>LIABILITIES</b>	11 Investments – land, buildings, and equipment: basis .....			
	Less: accumulated depreciation (attach schedule) .....			
	12 Investments – mortgage loans .....			
	13 Investments – other (attach schedule) .....			
	14 Land, buildings, and equipment: basis .....			
	Less: accumulated depreciation (attach schedule) .....			
	15 Other assets (describe .....			
	16 Total assets (to be completed by all filers – see instructions. Also, see page 1, item I) .....	5,233,392.	55,993,873.	59,138,519.
	17 Accounts payable and accrued expenses .....			
	18 Grants payable .....			
<b>NET ASSETS OR FUND BALANCES</b>	19 Deferred revenue .....			
	20 Loans from officers, directors, trustees, & other disqualified persons .....			
	21 Mortgages and other notes payable (attach schedule) .....			
	22 Other liabilities (describe .....			
	23 Total liabilities (add lines 17 through 22) .....			
	Foundations that follow SFAS 117, check here .....			
	24 Unrestricted .....			
	25 Temporarily restricted .....			
	26 Permanently restricted .....			
	Foundations that do not follow SFAS 117, check here .....			
<b>ASSETS</b>	27 Capital stock, trust principal, or current funds .....			
	28 Paid-in or capital surplus, or land, building, and equipment fund .....			
	29 Retained earnings, accumulated income, endowment, or other funds .....	5,233,392.	55,993,873.	
	30 Total net assets or fund balances (see the instructions) .....	5,233,392.	55,993,873.	
	31 Total liabilities and net assets/fund balances (see the instructions) .....	5,233,392.	55,993,873.	

**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	5,233,392.
2 Enter amount from Part I, line 27a .....	2	50,758,117.
3 Other increases not included in line 2 (itemize) .....	3	2,364.
4 Add lines 1, 2, and 3 .....	4	55,993,873.
5 Decreases not included in line 2 (itemize) .....	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 .....	6	55,993,873.

**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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1a See attachment from UMB - Short Term</b>	P	01/01/10	11/30/10
<b>b See attachment from UMB - Long Term</b>	P	01/01/09	11/30/10
<b>c Capital Gain dividends &amp; unrecaptured 1250 Gain See attachment</b>	P	01/01/10	11/30/10
<b>d</b>			
<b>e</b>			

(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)
<b>a 24,853,889.</b>		<b>24,924,237.</b>	<b>-70,348.</b>
<b>b 1,841,806.</b>		<b>1,859,581.</b>	<b>-17,775.</b>
<b>c 692.</b>		<b>0.</b>	<b>692.</b>
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
<b>a</b>			<b>-70,348.</b>
<b>b</b>			<b>-17,775.</b>
<b>c</b>			<b>692.</b>
<b>d</b>			
<b>e</b>			

<b>-2 Capital gain net income or (net capital loss).</b>	<b>[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</b>	<b>2</b>	<b>-87,431.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>	<b>[ If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8. ]</b>	<b>3</b>	

**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 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 (column (b) divided by column (c))
2008	689,647.	4,060,044.	0.169862
2007	472,196.	4,457,307.	0.105938
2006	601,223.	4,618,150.	0.130187
2005	533,202.	4,681,473.	0.113896
2004	135,000.	4,482,396.	0.030118

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>0.550001</b>
<b>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</b>	<b>3</b>	<b>0.110000</b>
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5</b>	<b>4</b>	<b>54,992,859.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>6,049,214.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>11,426.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>6,060,640.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>297,047.</b>

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 the instructions)

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b _____		1	22,852.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	22,852.
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	22,852.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	23,764.	
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	23,764.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	912.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax 912. Refunded	11		

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

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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? .....	13	X	
Website address ..... <b>NONE</b>				
14	The books are in care of <b>LYNN C. HOOVER @ STINSON MORRISON HECKER LLP</b> Telephone no. <b>(816) 842-8600</b> Located at <b>1201 WALNUT ST., 29th Floor KANSAS CITY, MO</b> ZIP + 4 <b>64106-2150</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ..... <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ..... <b>15</b>			

**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
<b>1 a</b> 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? ..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? ..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) ..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? ..... <input type="checkbox"/>	1b	
Organizations relying on a current notice regarding disaster assistance check here ..... <input type="checkbox"/>		
<b>c</b> 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
<b>2</b> 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)):		
<b>a</b> 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? ..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <b>20__ , 20__ , 20__ , 20__</b>		
<b>b</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 the instructions.) .....	2b	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <b>20__ , 20__ , 20__ , 20__</b>		
<b>3 a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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	
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? .....	4a	X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? .....	4b	X

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**Part VII-B Statements Regarding 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 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 instructions)?

5b

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

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

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

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

6b

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

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

7b

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

**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 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
STEPHEN R. PLASTER 145 Evergreen Parkway LEBANON, MO 65536	Pres/Direct 2.00	0.	0.	0.
Peter Desilva 1010 Grand Boulevard Kansas City MO 64106	DIRECTOR 0.00	0.	0.	0.
Mary M. Posner 303 West Blvd. South Columbia MO 65203	DIRECTOR 0.00	0.	0.	0.
Larry Weis 145 Evergreen Parkway LEBANON, MO 65536	Sec/Tres/Dir. 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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				
0				
0				
0				
0				

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

None

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see instructions). 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 . . . . . **None****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 <b>N/A</b>	
	0.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 <b>NONE</b>	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 . . . . .	<b>None</b>

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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	50,968,776.
b Average of monthly cash balances	1b	4,861,538.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	55,830,314.
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	55,830,314.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	837,455.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	54,992,859.
6 Minimum investment return. Enter 5% of line 5	6	2,749,643.

**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	2,749,643.
2a Tax on investment income for 2009 from Part VI, line 5	2a	22,852.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	22,852.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,726,791.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	2,726,791.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,726,791.

**Part XII Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	297,047.
b Program-related investments — total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	297,047.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	297,047.

**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 .....				2,726,791.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only .....			0.	
b Total for prior years: 20__, 20__, 20__ .....				
3 Excess distributions carryover, if any, to 2009:				
a From 2004 .....	0.			
b From 2005 .....	303,198.			
c From 2006 .....	400,343.			
d From 2007 .....	253,811.			
e From 2008 .....	488,748.			
f Total of lines 3a through e .....	1,446,100.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 297,047.				
a Applied to 2008, but not more than line 2a .....				
b Applied to undistributed income of prior years (Election required — see instructions) .....				
c Treated as distributions out of corpus (Election required — see instructions) .....				
d Applied to 2009 distributable amount .....				297,047.
e Remaining amount distributed out of corpus .....	0.			
5 Excess distributions carryover applied to 2009 .....	1,446,100.			1,446,100.
<i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
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 instructions .....		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions .....			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 .....				983,644.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) .....				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions) .....	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a .....	0.			
10 Analysis of line 9:				
a Excess from 2005 .....	0.			
b Excess from 2006 .....	0.			
c Excess from 2007 .....	0.			
d Excess from 2008 .....	0.			
e Excess from 2009 .....	0.			

BAA

Form 990-PF (2009)

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

N/A

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

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

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

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

ROBERT W. PLASTER

- 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 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:

Stephen R. Plaster

PO BOX 1600

Lebanon

MO 65536

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

N/A

- c** Any submission deadlines:

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a</i> Paid during the year				
Missouri State University 901 South National Avenue Springfield MO 65897	N/A	501(C)(3)	GENERAL CONTRIBUTION	150,000.
First United Methodist Church 201 Monroe Street Jefferson City MO 65701	N/A	N/A	GENERAL CONTRIBUTION	5,000.
Drury University 900 North Benton Avenue Springfield MO 65802		501(c)(3)	GENERAL CONTRIBUTION	100,000.
<b>Total</b>			<b>3a</b>	<b>255,000.</b>
<i>b</i> Approved for future payment				
<b>Total</b>			<b>3b</b>	

**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) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies . . . .					
2	Membership dues and assessments . . . . .					
3	Interest on savings and temporary cash investments . . . .					
4	Dividends and interest from securities . . . . .	523300		14	1,146,754.	
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 . . . .	523300		18	-87,431.	
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) . . . . .				1,059,323.	
13	Total. Add line 12, columns (b), (d), and (e) . . . . .				1,059,323.	

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

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

[illegible]

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

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

**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.

SIGN HERE	 Signature of officer or trustee		Date 8/6/12	Executive Director <del>President</del> Title
	Paid Preparer's Use Only	Preparer's signature  Firm's name (or yours if self-employed), address, and ZIP code Stinson Morrison Hecker LLP 1201 Walnut Suite 2900 Kansas City MO 64106	Date 7/27/12	Check if self-employed <input type="checkbox"/> Preparer's identifying number (See Signature in the instructions) 478-68-5374
			EIN	Phone no. (816) 842-8600

**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

**ROBERT W. PLASTER FOUNDATION**

Employer identification number

**43-1369856**

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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)/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 their 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).

**BAA** 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

ROBERT W. PLASTER FOUNDATION

43-1369856

**Part I** Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Robert W. Plaster Trust PO BOX 1600 Lebanon MO 65536	\$ 50,000,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



**Form 990-PF**  
**Part I, Line 6a**

**Net Gain or Loss From Sale of Assets**

**2009**

Name

Employer Identification Number

**ROBERT W. PLASTER FOUNDATION**

**43-1369856**

**Asset Information:**

Description of Property: ..... **See attachment Short Term Losses**

Date Acquired: **various**

How Acquired: ..... **Purchased**

Date Sold: ..... **various**

Name of Buyer: .....

Sales Price: ..... **24,853,889.** Cost or other basis (do not reduce by depreciation) ....

Sales Expense: ..... **24,924,237.** Valuation Method: .....

Total Gain (Loss): ..... **-70,348.** Accumulation Depreciation: ....

Description of Property: ..... **See attachment Long Term Losses**

Date Acquired: **various**

How Acquired: ..... **Purchased**

Date Sold: **various**

Name of Buyer: .....

Sales Price: ..... **1,841,806.** Cost or other basis (do not reduce by depreciation) ...

Sales Expense: ..... **1,859,581.** Valuation Method: .....

Total Gain (Loss): ..... **-17,775.** Accumulation Depreciation: ....

Description of Property: ..... **Capital Gain Dividends & Unrecaptured 1250 Gain (See attachment)**

Date Acquired: **various**

How Acquired: ..... **Purchased**

Date Sold: **various**

Name of Buyer: .....

Sales Price: ..... **692.** Cost or other basis (do not reduce by depreciation) ... **0.**

Sales Expense: ..... **0.** Valuation Method: .....

Total Gain (Loss): ..... **692.** Accumulation Depreciation: ....

Description of Property: .....

Date Acquired: .....

How Acquired: .....

Date Sold: .....

Name of Buyer: .....

Sales Price: ..... Cost or other basis (do not reduce by depreciation) .....

Sales Expense: ..... Valuation Method: .....

Total Gain (Loss): ..... Accumulation Depreciation: ....

Description of Property: .....

Date Acquired: .....

How Acquired: .....

Date Sold: .....

Name of Buyer: .....

Sales Price: ..... Cost or other basis (do not reduce by depreciation) ....

Sales Expense: ..... Valuation Method: .....

Total Gain (Loss): ..... Accumulation Depreciation: ....

Description of Property: .....

Date Acquired: .....

How Acquired: .....

Date Sold: .....

Name of Buyer: .....

Sales Price: ..... Cost or other basis (do not reduce by depreciation) ...

Sales Expense: ..... Valuation Method: .....

Total Gain (Loss): ..... Accumulation Depreciation: ....

Description of Property: .....

Date Acquired: .....

How Acquired: .....

Date Sold: .....

Name of Buyer: .....

Sales Price: ..... Cost or other basis (do not reduce by depreciation) ...

Sales Expense: ..... Valuation Method: .....

Total Gain (Loss): ..... Accumulation Depreciation: ....

Description of Property: .....

Date Acquired: .....

How Acquired: .....

Date Sold: .....

Name of Buyer: .....

Sales Price: ..... Cost or other basis (do not reduce by depreciation) ....

Sales Expense: ..... Valuation Method: .....

Total Gain (Loss): ..... Accumulation Depreciation: ....

► Attach to return

Name  
**ROBERT W. PLASTER FOUNDATION**

**Employer Identification No.**  
**43-1369856**

CPCV1401.SCR 12/28/09

04B.001

Form 990-PF, Page 1, Part I, Line 18  
Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Section 4940 Tax FYE 11/30/09	1,647.			1,647.
Estimated 4940 Tax FYE 11/30/10	23,764.			23,764.
Total	25,411.			25,411.

Form 990-PF, Page 2, Part III, Line 3  
Other Increases Stmt

Estimated taxes paid by SMH	1,784.
Prior year adjustment	580.
Total	2,364.

Form 990-PF, Page 2, Part II, Line 10a  
L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
VARIOUS GNMA POOLS			1,973,446.	2,008,105.
FED NATL MTG ASSN			5,909,373.	5,911,279.
FEDERAL HOME LOAN BANK NOTES			2,237,955.	2,262,772.
FEDERAL FARM CREDIT BANK			2,421,907.	2,467,676.
UNITED STATES TREASURY NOTES			5,561,738.	5,616,785.
Total			18,104,419.	18,266,617.

Form 990-PF, Page 2, Part II, Line 10b  
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
3M Corp	151,006.	157,043.
ABB Ltd	98,584.	100,672.
Abbott Laboratories	247,472.	209,295.
Acorda Therapeutics Inc	18,066.	15,851.
Acuity Brands Inc	24,570.	30,970.
Adecco SA	52,250.	54,473.
Adidas ADR	82,993.	100,099.
Aeropostale	18,938.	19,597.
Affiliated Managers Group Inc.	125,810.	150,782.
Aflac Inc	129,092.	133,900.
Agco Corporation	26,466.	28,213.
Agnico Eagle Mines Inc	25,192.	32,284.
Air Liquide	60,459.	67,610.
Air Products and Chemicals Inc	212,177.	220,292.
Allegheny Technologies Inc	145,464.	146,053.
Alliant Energy	63,762.	79,882.
Allianz SE - ADR	97,868.	95,434.

Form 990-PF, Page 2, Part II, Line 10b  
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Altera Corp	201,927.	317,389.
Amedisys Inc.	28,489.	14,190.
Ameren Corp	59,543.	43,080.
American Electric Power Inc.	41,320.	35,600.
American Public Education Inc.	59,450.	53,476.
American Science & Energy Inc	40,295.	41,519.
Amerigroup Corp	66,008.	86,060.
Amerisourcebergen Corp	68,860.	72,498.
Apache Corp	199,249.	206,131.
Apollo Investment Corp	19,699.	19,044.
Asahi Breweries Ltd.	68,023.	66,227.
AT&T Inc.	168,843.	171,047.
Atheros Communications	37,190.	46,398.
Australia & New Zealand Group Ltd	103,738.	115,180.
Autozone	74,532.	90,794.
Avery Dennison Corp	103,395.	104,174.
Avnet Inc	97,035.	121,068.
Axa Group S A	89,926.	59,028.
Axis Capital Holdings Limited	40,028.	46,826.
Belchem Corporation	15,671.	15,480.
Banco Bilbao Vizcaya Argentaria	39,278.	22,896.
Bank Hawaii Corp	25,060.	23,815.
Barclays Plc	85,512.	70,161.
Bard C R Inc	63,159.	63,638.
Barrick Gold Corp	41,367.	43,748.
Baxter International Inc	185,928.	156,088.
Bayer AG	48,965.	51,101.
Bayerische Motoren Werke	36,478.	54,067.
BG Group	76,156.	72,354.
BHP Billiton Ltd	110,955.	123,600.
Blue Coat Systems	19,253.	16,173.
Boeing Co	230,036.	255,080.
Boston Beer	9,101.	12,252.
Brigham Exploration	48,292.	69,847.
British American Tobacco	66,422.	72,900.
Buckle Inc	42,396.	46,734.
Cabot Microelectronics Corp	14,244.	14,209.
Cameco Corp	48,120.	61,659.
Canadian Natural Resources Inc	58,224.	59,421.
Canon Inc	92,974.	108,238.
Catalyst Health Solution	58,453.	66,526.
Caterpillar Inc	213,958.	297,792.
Cato Corp	13,238.	15,703.
CBS Corporation	60,195.	70,728.
Centerpoint Energy	33,700.	29,697.
CF Industries Holdings Inc.	17,133.	24,516.
Check Point Software Lt.	55,879.	72,879.
Chevron Corp	307,018.	312,544.
Cimarex Energy Co	63,305.	70,473.
Cirrus Logic Inc	21,994.	23,791.
Cisco Systems Inc	239,377.	188,630.
CLP Holdings Ltd	48,055.	57,603.
Coca Cola Co	195,304.	218,568.

Form 990-PF, Page 2, Part II, Line 10b  
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Coca Cola Hellenic Bottling	103,871.	110,122.
Columbia Sportswear Co	48,673.	55,640.
Companhia De Bebid	99,168.	130,082.
Complete Production Services Inc.	19,024.	25,605.
Computer Sciences Corp	73,822.	69,177.
Concho Resources Inc	87,308.	111,713.
Consolidated Edison Inc	39,770.	48,370.
Coventry Health Care Inc	58,363.	63,933.
Cracker Barrel Old Country Store Inc	38,949.	40,812.
Crane Co	18,337.	21,364.
Cree Inc	94,113.	120,844.
CSL Limited	64,056.	77,105.
Cullen Frost Bankers	150,072.	149,912.
CVS Caremark Corporation	221,159.	213,900.
Cymer Inc	37,011.	45,660.
Cytex Industries Inc	29,113.	23,915.
Danona SA Ord	58,903.	58,811.
Dassault Systemes	70,864.	82,436.
Deckers Outdoor Corp	40,692.	49,985.
DeVry Inc	27,283.	26,236.
DG Fastchannel Inc	41,318.	34,691.
Diodes Inc	14,180.	14,944.
Dollar Tree Inc	41,030.	53,576.
Dominion Resources Inc	46,957.	72,428.
Dril-Quip Inc	33,629.	38,720.
Duke Energy Hldg Corp	325,559.	347,701.
Duke Realty Corp	59,215.	28,938.
EMC Corp	182,405.	217,049.
Emerson Electric Co	212,974.	271,220.
Empresa Brasileira	40,797.	55,328.
Enbridge Inc	84,444.	105,811.
Endo Pharmaceuticals Holdings Inc	34,761.	37,811.
Energizer Hldgs Inc	35,501.	35,406.
Entergy Corp	25,549.	71,240.
Ericsson LM Telephone Co	260,790.	242,417.
ExxonMobil Corp	206,704.	201,376.
Fanuc Ltd	82,774.	114,624.
Fifth Third Bancorp	93,433.	92,015.
Finish Line Inc	37,548.	45,964.
Forest Oil Corp	20,927.	25,665.
Fresenius Medical Care AG	72,708.	81,172.
Fulton Financial Corp	36,981.	35,379.
Gen-Probe Inc	24,663.	25,930.
Genessee & Wyoming Inc	33,798.	41,554.
Gentiva Health Services Inc	81,759.	72,456.
Givaudan SA Ord	84,769.	100,982.
GlaxoSmithKline Plc	43,334.	45,783.
Goldman Sachs Group Inc	202,747.	203,763.
Google Inc	208,411.	202,834.
Graftech Intl Ltd	19,646.	22,540.
Greenbrier Cos Inc	37,467.	45,493.
Grupo Televisa	98,497.	114,170.
Hansen Nat Corp	25,756.	32,198.

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Form 990-PF, Page 2, Part II, Line 10b  
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Harley Davidson Inc	209,440.	227,406.
Henkel KGaA	70,770.	86,101.
Hennes & Mauritz	110,959.	121,359.
Henry Jack & Assoc Inc	59,860.	65,616.
Herbalife	194,171.	248,784.
Hexcel Corp New	33,447.	34,300.
Home Depot Inc	191,274.	204,371.
Honda Motor Ltd	85,589.	90,575.
Hospira Inc	35,735.	37,976.
Host Hotels & Resorts Inc	35,826.	43,672.
HSBC Holdings Plc	120,576.	111,232.
Hub Group Inc	38,603.	42,419.
Humana Inc	73,620.	84,060.
Iberdrola SA	38,588.	30,328.
ICU Med Inc	23,694.	26,095.
Imperial Oil Ltd	47,960.	47,216.
Industria De Diseno	99,739.	121,071.
Infosys Technologies Ltd	95,238.	119,070.
Insituform Technologies Ltd	20,521.	19,935.
Integrus Energy Group Inc	77,377.	92,871.
Intel Corp	221,312.	227,760.
International Business Machines	215,346.	236,238.
Intrepid Potash Inc	33,724.	35,248.
J2 Global Communications	21,848.	26,820.
Japan Tobacco Inc.	110,336.	102,316.
Jo-Ann Stores Inc	33,683.	43,596.
Johnson Controls Inc	163,146.	160,518.
Jos A Bank Clothiers Inc	30,547.	33,780.
Komatsu Ltd	89,870.	121,752.
Koninklijke Ahold NV	46,440.	43,628.
Kubota Corp	74,274.	72,416.
Lam Research Corp	37,492.	45,400.
Lawson Software Inc	28,863.	30,709.
Limited Brands Inc	61,479.	85,859.
Lincoln Electric Holdings Inc	73,834.	84,783.
Lincoln National Corp	198,049.	183,279.
Lubrizol Corp	65,860.	62,213.
Lufkin Inds Inc	44,155.	50,630.
Luxottica Group SpA	69,037.	69,082.
Lvmh Moet Hennessy Lou Vuitton	91,302.	121,832.
Macy's Inc	64,441.	83,460.
Maden Steven Ltd	27,680.	42,083.
Magellan Health Services Inc	55,561.	65,745.
Maidenform Brands Inc	27,302.	38,690.
McDermott Intl Inc	26,483.	32,536.
McDonalds Corp	166,329.	209,061.
Merit Med Sys Inc	33,549.	31,928.
Mettler Toledo International	69,013.	102,062.
Microsoft Corp	246,435.	205,849.
Middleby Corp	50,625.	68,400.
Millicom International Cellular S A	100,769.	117,153.
Mol Hungarian Oil and Gas	76,960.	68,642.
Monro Muffler Brake Inc	36,492.	50,429.

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Form 990-PF, Page 2, Part II, Line 10b  
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Muenchener Rueckversicherungs - Gesellscha	70,150.	64,437.
Murphy Oil Corp	289,311.	347,390.
National Finl Partners Corp	29,079.	30,117.
Nestle S A	72,450.	82,097.
Netgear Inc	31,786.	41,950.
Newalliance Bancshares Inc	18,039.	20,677.
NextEra Energy Inc	41,616.	80,992.
Nidec Corp	114,864.	114,908.
Nisource Inc	41,500.	33,460.
Norfolk Southern Corp	222,081.	253,015.
Northern Trust Corp	119,185.	119,463.
Northwest Natural Gas CO	40,005.	73,230.
Novartis AG	65,960.	60,086.
Novo Nordisk A/S	25,088.	24,557.
NTT DoCoMo Inc	49,858.	52,032.
Nu Skin Enterprises Inc	117,934.	128,811.
Nvr Inc	72,542.	68,818.
Occidental Petroleum Corp	200,645.	217,339.
Omnicom Group Inc	49,665.	59,072.
Omnivision Technologies Inc	57,300.	93,357.
Oracle Corp	202,374.	222,580.
Park Electrochemical Corp	37,349.	38,360.
Peabody Energy Corp	138,873.	178,194.
Petroleo Brasileiro SA	71,277.	55,148.
Philip Morris International Inc	295,602.	338,780.
Plains Exploration & Production Co	18,330.	21,495.
Plantronics Inc New	18,228.	23,251.
Plexus Corp	30,870.	27,135.
Portfolio Recovery Associates Inc	40,331.	45,373.
Posco	83,269.	68,908.
Price T Row Group Inc	207,422.	232,445.
Priceline Com Inc	105,325.	128,066.
Procter & Gamble Co	242,919.	241,532.
Progress Energy Inc	39,438.	39,321.
Progress Software Corp	18,491.	21,183.
Progressive Corp Ohio	17,629.	21,357.
Prosperity Bancshares Inc	38,472.	33,191.
Prudential Plc	126,461.	118,074.
Public Service Enterprise Group	41,540.	61,660.
Qualcomm Inc	194,240.	193,367.
Quality Sys Inc	19,427.	22,572.
Quest Software Inc	49,668.	62,618.
Reckitt Benckiser Group Plc Ord	67,532.	68,828.
Roche Holding Ltd	265,229.	212,741.
Rockwood Holdings Inc	35,654.	41,033.
Rosetta Resources Inc	33,540.	45,671.
Royal Bank of Canada	106,556.	112,539.
Royal Gold Inc	26,027.	28,336.
Ryannair Holdings Plc	66,119.	73,272.
Sage Group Plc	88,007.	92,955.
Saipem SpA San Donato Milanese	76,196.	91,924.
Sampo Oyi	122,377.	120,188.
Sandvik AB	75,645.	111,679.

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Form 990-PF, Page 2, Part II, Line 10b  
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SAP AG	70,846.	70,395.
Schein Henry Inc	21,623.	21,516.
Schweizer Mauduit International Inc	39,046.	50,248.
Scotts Co	45,949.	44,964.
Semtech Corp	20,423.	26,899.
Siemens AG	92,518.	109,800.
Signature Bank	40,554.	49,388.
Sirona Dnetal Systems Inc	28,110.	30,232.
Skf AB	67,963.	111,976.
Skyworks Solutions Inc	164,610.	243,684.
SM Energy Company	68,612.	84,473.
Sociedad Quimica y Minera de Chile SA	56,358.	76,029.
Sonova Holding AG Ord	75,140.	75,466.
Sotheby's	24,449.	28,077.
South Jersey Inds Inc	43,004.	53,289.
Southern Co	40,032.	60,352.
Spectra Energy Corp	166,251.	183,409.
Spirit Aerosystems Holdings Inc	39,085.	36,506.
Standard Chartered Plc	75,111.	81,890.
Stepan Co	46,937.	54,958.
Stillwater Mining Co	63,649.	69,531.
Stratasys Inc	13,457.	19,548.
SVB Financial Group	76,047.	75,258.
Svenska Cellulosa AB	49,993.	58,926.
Syngenta AG	72,744.	77,994.
Synthes Inc	65,301.	61,633.
Taiwan Semiconductor Manufacturing Ltd	81,713.	88,150.
Target Corp	121,701.	143,489.
Technip SA	74,710.	77,870.
Telefonica SA	80,314.	70,400.
Tempur-Pedic International Inc	69,115.	82,509.
Teradata Corporation	34,919.	44,172.
Terex Corp New	31,773.	35,522.
Terumo Corp	109,029.	101,151.
Tesco Plc	70,006.	65,810.
Teva Pharmaceutical Inds Ltd	90,266.	78,413.
Textron Inc	60,351.	62,608.
Thermo Fisher Scientific Inc	187,518.	190,725.
Thoratec Corp	27,706.	19,125.
Tibco Software Inc	26,697.	40,262.
TJX Cos Inc	156,817.	188,369.
Toronto Dominion Bank	401,241.	473,135.
Trinity Industries Inc	90,032.	98,447.
Triump Group Inc new	62,790.	82,868.
Ultra Salon Cosmetics & Fragrance Inc	39,818.	55,920.
United Overseas Bank Ltd	130,641.	140,347.
United Technologies Corp	245,451.	264,574.
Valassis Communications Inc	19,718.	18,456.
Vale SA SP	74,849.	85,536.
Valueclick Inc	28,246.	39,627.
Viasat Inc	34,710.	50,459.
Vodafone Group Plc	50,209.	57,638.
Waddell & Reed Finl Inc	38,303.	47,740.

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L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Wal-Mart de Mexico SAB	72,240.	90,445.
Walter Energy Inc	11,524.	15,396.
Warnaco Group Inc	46,628.	48,465.
WD-40 Company	17,752.	19,545.
Websense Inc	28,086.	29,540.
Wells Fargo & Co	222,955.	219,449.
Wesco Intl Inc	65,948.	81,124.
Westar Energy Inc	66,534.	69,748.
Woodside Petroleum Ltd	46,380.	48,278.
Woodward Governor Co	19,586.	21,912.
Xcel Energy Inc	47,657.	49,938.
Zimmer Holdings Inc	224,221.	195,316.
iShares Russell 2000 Index Fund	68,698.	78,206.
SPDR KBW Regional Banking ETF	19,980.	18,016.
Annaly Mortgage Management Inc	30,485.	31,833.
Energy Transfer Partners LP	137,538.	253,350.
Mid-America Apartment Communities Inc	38,082.	39,891.
National Health Invs Inc	40,728.	44,000.
National Retail Properties Inc	63,304.	76,730.
Starwood Hotels & Resorts Worldwide	161,875.	159,720.
Total	24,585,855.	26,990,493.

Form 990-PF, Page 2, Part II, Line 10c  
L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
Abbott Laboratories	250,718.	264,170.
Bank of New York Co	529,470.	566,760.
Berkshire Hathaway Fin Corp	817,913.	826,470.
Boeing Cap Corp	497,085.	549,845.
Boeing Co Dtd	256,155.	279,750.
Caterpillar Financial Services Corp	813,670.	867,120.
Cisco Systems Inc	711,406.	757,183.
Concophillips	539,835.	556,145.
Conocophillps	268,183.	285,958.
Deere John Capital Corp	270,608.	271,548.
Georgia Power Company	745,548.	796,358.
Hewlett Packard Co	766,358.	757,785.
John Deere Capital Corp	541,640.	574,855.
JP Morgan Chase & Co	247,333.	257,828.
JP Morgan Chase & Co	508,680.	521,170.
Oracle Corp	518,840.	559,190.
SBC Communications Inc	814,478.	831,023.
Shell International Fin	753,465.	805,973.
US Bancorp Mtns	697,242.	734,986.
United Technologies Corp	249,870.	273,020.
Wells Fargo & Co	757,675.	791,610.
Wells Fargo & Company FDIC	100,586.	102,615.

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Form 990-PF, Page 2, Part II, Line 10c  
L- 10c Stmt

Continued

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
WMC Finance USA Ltd	297,754.	300,960.
Total	<u>11,954,512.</u>	<u>12,532,322.</u>