JAN 24 2011

Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 12/1/2009 **, and ending** 11/30/2010

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: HARRY A WEISS TRUST 3301606-000

Number and street (or P O box number if mail is not delivered to street address): Wells Fargo Bank, N A Trust Tax Dep - PO Box 63954 MAC A03 — Room/suite:

City or town, state, and ZIP code: SAN FRANCISCO CA 94163

A Employer identification number: 94-6051339

B Telephone number (see page 10 of the instructions): (888) 730-4933

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 509,337

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

	Line		(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 (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	9,922	9,803		
	5 a	Gross rents		0		
	b	Net rental income or (loss) 0				
	6 a	Net gain or (loss) from sale of assets not on line 10	42,284			
	b	Gross sales price for all assets on line 6a 269,077				
	7	Capital gain net income (from Part IV, line 2)		42,284		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10 a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	0	0	0	
	12	**Total.** Add lines 1 through 11	52,206	52,087	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	0	0	0	0
	b	Accounting fees (attach schedule)	925	0	0	925
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	333	51	0	0
	19	Depreciation (attach schedule) and depletion	0	0	0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	6,346	4,772	0	1,574
	24	**Total operating and administrative expenses.** Add lines 13 through 23	7,604	4,823	0	2,499
	25	Contributions, gifts, grants paid	22,000			22,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	29,604	4,823	0	24,499
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	22,602			
	b	**Net investment income** (if negative, enter -0-)		47,264		
	c	**Adjusted net income** (if negative, enter -0-)			0	

RECEIVED
JAN 27 2011
OGDEN, UT
IRS-OSC

SCANNED FEB 01 2011

15NE

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		0	
	2	Savings and temporary cash investments	19,723	17,209	17,209
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	181,770	195,801	258,613
	c	Investments—corporate bonds (attach schedule)	115,560	112,081	117,866
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	79,099	96,834	115,649
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	396,152	421,925	509,337
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	396,152	421,925	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	396,152	421,925	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	396,152	421,925	

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	396,152
2	Enter amount from Part I, line 27a	2	22,602
3	Other increases not included in line 2 (itemize) ▶ UNDISTRIBUTED CTF CAPITAL GAIN	3	6,488
4	Add lines 1, 2, and 3	4	425,242
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	3,317
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	421,925

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	42,284
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	24,017	423,063	0 056769
2007	27,641	514,971	0 053675
2006	27,986	580,508	0 048209
2005	26,817	544,671	0 049235
2004	26,982	539,203	0 050041

2 **Total** of line 1, column (d)	2	0 257929
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 051586
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	483,559
5 Multiply line 4 by line 3	5	24,945
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	473
7 Add lines 5 and 6	7	25,418
8 Enter qualifying distributions from Part XII, line 4	8	24,499

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	945
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	945
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	945
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 205		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	205
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	740
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 0 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	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	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CA			
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 on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Wells Fargo Bank, N A Trust Tax Dep Telephone no ▶ (888) 730-4933
Located at ▶ PO Box 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ▶ 94163

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.

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		**5b**	N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*		**6b**	X (No)
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A Trust Tax Dep PO Box 63954 MAC A0348-012 SAN FRANCIS	TRUSTEE 4 00	6,256	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3 ►	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	465,061
b	Average of monthly cash balances	1b	25,862
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	490,923
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	490,923
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	7,364
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	483,559
6	**Minimum investment return.** Enter 5% of line 5	6	24,178

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

1	Minimum investment return from Part X, line 6			1	24,178
2a	Tax on investment income for 2009 from Part VI, line 5	2a	945		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	945
3	Distributable amount before adjustments Subtract line 2c from line 1			3	23,233
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	23,233
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	23,233

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	24,499
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	24,499
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	24,499

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

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

			(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7					23,233
2	Undistributed income, if any, as of the end of 2009					
a	Enter amount for 2008 only				17,845	
b	Total for prior years 20____, 20____, 20___			0		
3	Excess distributions carryover, if any, to 2009					
a	From 2004	NONE				
b	From 2005	NONE				
c	From 2006	NONE				
d	From 2007	NONE				
e	From 2008	NONE				
f	**Total** of lines 3a through e		0			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 24,499					
a	Applied to 2008, but not more than line 2a				17,845	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d	Applied to 2009 distributable amount					6,654
e	Remaining amount distributed out of corpus		0			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		0			
b	Prior years' undistributed income Subtract line 4b from line 2b			0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions			0		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					16,579
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		0			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		0			
10	Analysis of line 9					
a	Excess from 2005	0				
b	Excess from 2006	0				
c	Excess from 2007	0				
d	Excess from 2008	0				
e	Excess from 2009	0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) N/A

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total			▶ **3a**	22,000
b *Approved for future payment* NONE				
Total			▶ **3b**	0

Form 990-PF (2009) HARRY A WEISS TRUST 3301606-000 94-6051339 Page **12**

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	9,922	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	42,284	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		52,206	0

13 Total. Add line 12, columns (b), (d), and (e) **13** 52,206

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
	Not Applicable

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

Sign Here

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

John N Sebastic

Signature of officer or trustee | Date 1/15/2011 | Title VP AND TRUST OFFICER

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed	Preparer's identifying number (see **Signature** on page 30 of the instructions)
	1/15/2011	☒	P00364310

Firm's name (or yours if self-employed), address, and ZIP code: PRICEWATERHOUSECOOPERS, LLP, 600 GRANT STREET, PITTSBURGH, PA 15219-2777 | EIN 13-4008324 | Phone no 412-355-6000

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

Recipient(s) paid during the year

Name OWEGO APALACHIN CENTRAL SCHOOL DISTRICY			[ ] Person [X] Business	
Street 36 TALCOTT ST				
City OWEGO	State NY	Zip code 13827-1023	Foreign Country	
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				Amount 22,000

Name			[ ] Person [ ] Business	
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name			[ ] Person [ ] Business	
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name			[ ] Person [ ] Business	
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name			[ ] Person [ ] Business	
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name			[ ] Person [ ] Business	
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Line 16b (990-PF) - Accounting Fees

		925	0	0	925
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEE	925			925
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		333	51	0	0
1	FOREIGN TAX WITHHELD	51	51		
2	PY EXCISE TAX DUE	77			
3	ESTIMATED EXCISE PAYMENTS	205			
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		6,346	4,772	0	1,574
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	WELLS FARGO TRUSTEE FEES	6,256	4,692		1,564
3	PARTNERSHIP EXPENSES	80	80		
4	STATE AG FEES	10			10
5					
6					
7					
8					
9					
10					

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

			181,770	195,801	255,601	258,613
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	PRIOR YEAR		181,770		255,601	
2	CORPORATE STOCK			195,801		258,613
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
				115,560	112,081	123,112	117,866
1	PRIOR YEAR			115,560		123,112	
2	CORPORATE BONDS				112,081		117,866
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			79,099	96,834	115,649
1	OTHER INVESTMENTS		79,099	96,834	115,649
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	UNDISTRIBUTED CTF CAPITAL GAIN	1	6,488
2	Total	2	6,488

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJ	1	561
2	CTF BOOK TO TAX DIFFERENCE	2	354
3	PARTNERSHIP INCOME ADJ	3	2,402
4	Total	4	3,317

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

6,256

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank, N.A Trust T		PO Box 63954 MAC A0348-012	SAN FRANCISCO	CA	94163		TRUSTEE	4	6,256
2										
3										
4										
5										
6										
7										
8										
9										
10										

Part

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

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

		Date		Amount
1	Credit from prior year return		1	
2	First quarter estimated tax payment	4/15/2010	2	205
3	Second quarter estimated tax payment		3	0
4	Third quarter estimated tax payment		4	0
5	Fourth quarter estimated tax payment		5	0
6	Other payments		6	0
7	Total		7	205

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

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	17,845
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	17,845

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

	List Managers who contributed more than 2% of the total contributions received by the foundation	List Managers who own 10% or more of the stock of a corporation of which the foundation has a 10% or greater interest
1	NONE	NONE
2		
3		
4		
5		
6		
7		
8		
9		
10		

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

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	269,077	0	226,793	42,284	0	0	0	42,284
1	ARTISAN INTERNATIONAL FUND #661	04314H204		1/20/2009	4/29/2010	30,810	0	20,085	10,725			0	10,725
2	ARTISAN INTERNATIONAL FUND #661	04314H204		1/20/2009	7/21/2010	2,795	0	1,957	838			0	838
3	ARTISAN INTERNATIONAL FUND #661	04314H204		1/20/2009	10/6/2010	1,544	0	946	598			0	598
4	DIAMOND HILL LONG-SHORT FD CL I #1	25264S833		5/3/2010	5/27/2010	291	0	306	-15			0	-15
5	ARTISAN INTERNATIONAL FUND #661	04314H204		1/2/2009	4/29/2010	1 893	0	1,456	437			0	437
6	DIAMOND HILL LONG-SHORT FD CL I #1	25264S833		5/3/2010	7/21/2010	319	0	338	-19			0	-19
7	DODGE & COX INT'L STOCK FD #1048	256206103		5/3/2010	7/21/2010	1,829	0	2,000	-171			0	-171
8	DODGE & COX INT'L STOCK FD #1048	256206103		5/3/2010	10/6/2010	1 834	0	1,738	96			0	96
9	DODGE & COX INCOME FD COM #147	256210105		5/3/2010	5/27/2010	1 842	0	1,847	-5			0	-5
10	DODGE & COX INCOME FD COM #147	256210105		8/11/2009	5/27/2010	408	0	394	14			0	14
11	DODGE & COX INCOME FD COM #147	256210105		8/11/2009	7/21/2010	1,927	0	1,844	83			0	83
12	JP MORGAN MID CAP VALUE-I #758	339128100		5/3/2010	5/27/2010	82	0	88	-6			0	-6
13	JP MORGAN MID CAP VALUE-I #758	339128100		5/3/2010	7/21/2010	471	0	531	-60			0	-60
14	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		5/3/2010	5/27/2010	84	0	90	-6			0	-6
15	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		5/3/2010	7/21/2010	283	0	315	-32			0	-32
16	GOLDMAN SACHS GRTH OPP FD-I #113	38142Y401		5/3/2010	10/6/2010	961	0	966	-5			0	-5
17	HARBOR CAPITAL APRCTION-INST #20	411511504		5/3/2010	10/6/2010	432	0	448	-16			0	-16
18	HARBOR CAPITAL APRCTION-INST #20	411511504		7/23/2010	10/6/2010	631	0	598	33			0	33
19	HUSSMAN STRATEGIC GROWTH FUND	448108100		8/13/2008	4/29/2010	1,318	0	1,703	-385			0	-385
20	HUSSMAN STRATEGIC GROWTH FUND	448108100		10/13/2008	4/29/2010	823	0	1,015	-192			0	-192
21	HUSSMAN STRATEGIC GROWTH FUND	448108100		10/13/2008	7/21/2010	265	0	310	-45			0	-45
22	HUSSMAN STRATEGIC GROWTH FUND	448108100		8/11/2009	7/21/2010	2 258	0	2,212	46			0	46
23	ISHARES S & P 500 INDEX FUND	464287200		8/13/2008	4/29/2010	1,084	0	1,159	-75			0	-75
24	ISHARES S & P 500 INDEX FUND	464287200		10/13/2008	4/29/2010	3,734	0	3,085	649			0	649
25	ISHARES S & P 500 INDEX FUND	464287200		1/2/2009	4/29/2010	2,891	0	2,239	652			0	652
26	ISHARES S & P 500 INDEX FUND	464287200		5/6/2009	4/29/2010	1,325	0	1,015	310			0	310
27	ISHARES S & P 500 INDEX FUND	464287200		1/15/2009	4/29/2010	5,180	0	3,655	1,525			0	1,525
28	ISHARES BARCLAYS AGGREGATE BON	464287226		1/15/2009	4/29/2010	21,287	0	20,978	309			0	309
29	ISHARES BARCLAYS AGGREGATE BON	464287226		5/6/2009	4/29/2010	25,774	0	25,077	697			0	697
30	ISHARES IBOXX $ INV GR CORP BD FD	464287242		4/29/2010	5/27/2010	1 054	0	1,068	-14			0	-14
31	ISHARES IBOXX $ INV GR CORP BD FD	464287242		4/29/2010	10/6/2010	679	0	641	38			0	38
32	ISHARES TR S & P MIDCAP 400 ID FD	464287507		11/20/2008	4/29/2010	3,332	0	1,715	1,617			0	1,617
33	ISHARES TR S & P MIDCAP 400 ID FD	464287507		2/5/2009	4/29/2010	3,082	0	1,842	1,240			0	1,240
34	KEELEY SMALL CAP VAL FD CL I #2251	487300808		8/11/2009	4/29/2010	9 494	0	7,359	2,135			0	2,135
35	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	4/29/2010	8 811	0	5,426	3,385			0	3,385
36	KEELEY SMALL CAP VAL FD CL I #2251	487300808		7/23/2010	10/6/2010	346	0	328	18			0	18
37	MAINSTAY EP US EQUITY-INS #1204	56063J302		1/20/2009	4/29/2010	6 734	0	4,851	1,883			0	1,883
38	MAINSTAY EP US EQUITY-INS #1204	56063J302		7/22/2010	10/6/2010	395	0	372	23			0	23
39	MERGER FD SH BEN INT #260	589509108		5/3/2010	7/21/2010	768	0	771	-3			0	-3
40	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		7/23/2010	10/6/2010	273	0	239	34			0	34
41	PIMCO TOTAL RET FUND CLASS P #190	72201M552		5/3/2010	5/27/2010	2,203	0	2,213	-10			0	-10
42	PIMCO TOTAL RET FUND CLASS P #190	72201M552		5/3/2010	7/21/2010	2,192	0	2,146	46			0	46
43	POWERSHARES DB COMMODITY INDEX	73935S105		4/29/2009	10/6/2010	13,340	0	10,775	2,565			0	2,565
44	POWERSHARES DB COMMODITY INDEX	73935S105		8/7/2009	10/6/2010	6,068	0	5,835	233			0	233
45	POWERSHARES DB COMMODITY INDEX	73935S105		4/29/2010	10/6/2010	4,570	0	4,520	50			0	50
46	RIDGEWORTH SEIX HY BD-I #855	76628T645		5/3/2010	5/27/2010	576	0	603	-27			0	-27
47	RIDGEWORTH SEIX HY BD-I #855	76628T645		8/11/2009	5/27/2010	613	0	595	18			0	18
48	T ROWE PRICE SHORT TERM BD FD #5	77957P105		5/3/2010	5/27/2010	2,885	0	2,897	-12			0	-12
49	T ROWE PRICE SHORT TERM BD FD #5	77957P105		7/23/2010	10/6/2010	5,237	0	5,216	21			0	21
50	T ROWE PRICE SHORT TERM BD FD #5	77957P105		5/3/2010	10/6/2010	3,790	0	3,766	24			0	24
51	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		8/7/2009	7/21/2010	777	0	755	22			0	22
52	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		8/7/2009	10/6/2010	1,193	0	984	209			0	209
53	TCW SMALL CAP GROWTH FUND-I #472	87234N849		5/3/2010	10/6/2010	868	0	898	-30			0	-30
54	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		5/3/2010	5/27/2010	142	0	149	-7			0	-7
55	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		8/11/2009	5/27/2010	773	0	729	44			0	44
56	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		8/13/2008	7/21/2010	673	0	592	81			0	81
57	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		8/11/2009	7/21/2010	8,995	0	8,400	595			0	595

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

		Amount												
	Long Term CG Distributions	0												
	Short Term CG Distributions	0				Totals	269,077	0	226,793	42,284	0	0	0	42,284
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
58	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		1/20/2009	7/21/2010		129	0	112	17			0	17
59	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		10/13/2008	10/6/2010		1,223	0	985	238			0	238
60	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/20/2008	10/6/2010		939	0	739	200			0	200
61	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		1/2/2009	10/6/2010		924	0	750	174			0	174
62	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		1/20/2009	10/6/2010		7,837	0	6,424	1,413			0	1,413
63	VANGUARD EMERGING MARKETS ETF	922042858		4/29/2010	7/21/2010		8,177	0	8,521	-344			0	-344
64	VANGUARD EMERGING MARKETS ETF	922042858		1/15/2009	7/21/2010		4,434	0	2,399	2,035			0	2,035
65	VANGUARD REIT VIPER	922908553		8/13/2008	4/29/2010		1,570	0	1,837	-267			0	-267
66	VANGUARD REIT VIPER	922908553		10/13/2008	4/29/2010		2,145	0	2,007	138			0	138
67	VANGUARD REIT VIPER	922908553		8/7/2009	4/29/2010		5,337	0	3,973	1,364			0	1,364
68	VANGUARD REIT VIPER	922908553		8/7/2009	5/27/2010		347	0	273	74			0	74
69	VANGUARD REIT VIPER	922908553		8/7/2009	10/6/2010		1,068	0	768	300			0	300
70	ISHARES TR S & P MIDCAP 400 ID FD	464287507		1/2/2009	4/29/2010		2,749	0	1,813	936			0	936
71	ISHARES TR S & P MIDCAP 400 ID FD	464287507		1/15/2009	4/29/2010		25,491	0	15,624	9,867			0	9,867
72	CTF SHORT TERM			12/1/2009	11/30/2010		0	0	1,776	-1,776			0	-1,776
73	CTF LONG TERM			12/1/2008	11/30/2010		0	0	4,712	-4,712			0	-4,712
74	POWERSHARES DB COMMODITY INDE)			12/1/2009	11/30/2010		1,029	0	0	1,029			0	1 029
75	POWERSHARES DB COMMODITY INDE)			12/1/2008	11/30/2010		1,440	0	0	1,440			0	1,440

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

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	0	Securities	269,077	226,793	42,284
Short Term CG Distributions	0	Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation
1	X	ARTISAN INTERNATIONAL FU	04314H204			1/20/2009		4/29/2010	30,810	20,085			
2	X	ARTISAN INTERNATIONAL FU	04314H204			1/20/2009		7/21/2010	2,795	1,957			
3	X	ARTISAN INTERNATIONAL FU	04314H204			1/20/2009		10/6/2010	1,544	946			
4	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		5/27/2010	291	306			
5	X	ARTISAN INTERNATIONAL FU	04314H204			1/2/2009		4/29/2010	1,893	1,456			
6	X	DIAMOND HILL LONG-SHORT	25264S833			5/3/2010		7/21/2010	319	338			
7	X	DODGE & COX INT'L STOCK F	256206103			5/3/2010		7/21/2010	1,829	2,000			
8	X	DODGE & COX INT'L STOCK F	256206103			5/3/2010		10/6/2010	1,834	1,738			
9	X	DODGE & COX INCOME FD C	256210105			5/3/2010		5/27/2010	1,842	1,847			
10	X	DODGE & COX INCOME FD C	256210105			8/11/2009		5/27/2010	408	394			
11	X	DODGE & COX INCOME FD C	256210105			8/11/2009		7/21/2010	1,927	1,844			
12	X	JP MORGAN MID CAP VALUE	339128100			5/3/2010		5/27/2010	82	88			
13	X	JP MORGAN MID CAP VALUE	339128100			5/3/2010		7/21/2010	471	531			
14	X	GOLDMAN SACHS GRTH OPF	38142Y401			5/3/2010		5/27/2010	84	90			
15	X	GOLDMAN SACHS GRTH OPF	38142Y401			5/3/2010		7/21/2010	283	315			
16	X	GOLDMAN SACHS GRTH OPF	38142Y401			5/3/2010		10/6/2010	961	966			
17	X	HARBOR CAPITAL APRCTION	411511504			5/3/2010		10/6/2010	432	448			
18	X	HARBOR CAPITAL APRCTION	411511504			7/23/2010		10/6/2010	631	598			
19	X	HUSSMAN STRATEGIC GROV	448108100			8/13/2008		4/29/2010	1,318	1,703			
20	X	HUSSMAN STRATEGIC GROV	448108100			10/13/2008		4/29/2010	823	1,015			
21	X	HUSSMAN STRATEGIC GROV	448108100			10/13/2008		7/21/2010	265	310			
22	X	HUSSMAN STRATEGIC GROV	448108100			8/11/2009		7/21/2010	2,258	2,212			
23	X	ISHARES S & P 500 INDEX FU	464287200			8/13/2008		4/29/2010	1,084	1,159			
24	X	ISHARES S & P 500 INDEX FU	464287200			10/13/2008		4/29/2010	3,734	3,085			
25	X	ISHARES S & P 500 INDEX FU	464287200			1/2/2009		4/29/2010	2,891	2,239			
26	X	ISHARES S & P 500 INDEX FU	464287200			5/6/2009		4/29/2010	1,325	1,015			
27	X	ISHARES S & P 500 INDEX FU	464287200			1/15/2009		4/29/2010	5,180	3,655			
28	X	ISHARES BARCLAYS AGGRE	464287226			1/15/2009		4/29/2010	21,287	20,978			
29	X	ISHARES BARCLAYS AGGRE	464287226			5/6/2009		4/29/2010	25,774	25,077			
30	X	ISHARES IBOXX $ INV GR CO	464287242			4/29/2010		5/27/2010	1,054	1,068			
31	X	ISHARES IBOXX $ INV GR CO	464287242			4/29/2010		10/6/2010	679	641			
32	X	ISHARES TR S & P MIDCAP 40	464287507			11/20/2008		4/29/2010	3,332	1,715			
33	X	ISHARES TR S & P MIDCAP 40	464287507			2/5/2009		4/29/2010	3,082	1,842			
34	X	KEELEY SMALL CAP VAL FD (	487300808			8/11/2009		4/29/2010	9,494	7,359			
35	X	KEELEY SMALL CAP VAL FD (	487300808			4/20/2009		4/29/2010	8,811	5,426			
36	X	KEELEY SMALL CAP VAL FD (	487300808			7/23/2010		10/6/2010	346	328			
37	X	MAINSTAY EP US EQUITY-INS	56063J302			1/20/2009		4/29/2010	6,734	4,851			
38	X	MAINSTAY EP US EQUITY-INS	56063J302			7/22/2010		10/6/2010	395	372			
39	X	MERGER FD SH BEN INT #26	589509108			5/3/2010		7/21/2010	768	771			
40	X	OPPENHEIMER DEVELOPING	683974505			7/23/2010		10/6/2010	273	239			
41	X	PIMCO TOTAL RET FUND CLA	72201M552			5/3/2010		5/27/2010	2,203	2,213			
42	X	PIMCO TOTAL RET FUND CLA	72201M552			5/3/2010		7/21/2010	2,192	2,146			
43	X	POWERSHARES DB COMMOD	73935S105			4/29/2009		10/6/2010	13,340	10,775			
44	X	POWERSHARES DB COMMOD	73935S105			8/7/2009		10/6/2010	6,068	5,835			
45	X	POWERSHARES DB COMMOD	73935S105			4/29/2010		10/6/2010	4,570	4,520			
46	X	RIDGEWORTH SEIX HY BD-I #	76628T645			5/3/2010		5/27/2010	576	603			
47	X	RIDGEWORTH SEIX HY BD-I #	76628T645			8/11/2009		5/27/2010	613	595			

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

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	269,077	226,793	42,284
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation
48	X	T ROWE PRICE SHORT TERM	77957P105			5/3/2010		5/27/2010	2,885	2,897			
49	X	T ROWE PRICE SHORT TERM	77957P105			7/23/2010		10/6/2010	5,237	5,216			
50	X	T ROWE PRICE SHORT TERM	77957P105			5/3/2010		10/6/2010	3,790	3,766			
51	X	SPDR DJ WILSHIRE INTERNA	78463X863			8/7/2009		7/21/2010	777	755			
52	X	SPDR DJ WILSHIRE INTERNA	78463X863			8/7/2009		10/6/2010	1,193	984			
53	X	TCW SMALL CAP GROWTH FI	87234N849			5/3/2010		10/6/2010	868	898			
54	X	TEMPLETON GLOBAL BOND F	880208400			5/3/2010		5/27/2010	142	149			
55	X	TEMPLETON GLOBAL BOND F	880208400			8/11/2009		5/27/2010	773	729			
56	X	TEMPLETON GLOBAL BOND F	880208400			8/13/2008		7/21/2010	673	592			
57	X	TEMPLETON GLOBAL BOND F	880208400			8/11/2009		7/21/2010	8,995	8,400			
58	X	TEMPLETON GLOBAL BOND F	880208400			1/20/2009		7/21/2010	129	112			
59	X	TEMPLETON GLOBAL BOND F	880208400			10/13/2008		10/6/2010	1,223	985			
60	X	TEMPLETON GLOBAL BOND F	880208400			11/20/2008		10/6/2010	939	739			
61	X	TEMPLETON GLOBAL BOND F	880208400			1/2/2009		10/6/2010	924	750			
62	X	TEMPLETON GLOBAL BOND F	880208400			1/20/2009		10/6/2010	7,837	6,424			
63	X	VANGUARD EMERGING MARI	922042858			4/29/2010		7/21/2010	8,177	8,521			
64	X	VANGUARD EMERGING MARI	922042858			1/15/2009		7/21/2010	4,434	2,399			
65	X	VANGUARD REIT VIPER	922908553			8/13/2008		4/29/2010	1,570	1,837			
66	X	VANGUARD REIT VIPER	922908553			10/13/2008		4/29/2010	2,145	2,007			
67	X	VANGUARD REIT VIPER	922908553			8/7/2009		4/29/2010	5,337	3,973			
68	X	VANGUARD REIT VIPER	922908553			8/7/2009		5/27/2010	347	273			
69	X	VANGUARD REIT VIPER	922908553			8/7/2009		10/6/2010	1,068	768			
70	X	ISHARES TR S & P MIDCAP 40	464287507			1/2/2009		4/29/2010	2,749	1,813			
71	X	ISHARES TR S & P MIDCAP 40	464287507			1/15/2009		4/29/2010	25,491	15,624			
72	X	CTF SHORT TERM				12/1/2009		11/30/2010	0	1,776			
73	X	CTF LONG TERM				12/1/2008		11/30/2010	0	4,712			
74	X	POWERSHARES DB COMMOD				12/1/2009		11/30/2010	1,029	0			
75	X	POWERSHARES DB COMMOD				12/1/2008		11/30/2010	1,440	0			

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 11/30/10	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Equivalents							
MONEY MARKET							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250 *Asset held in Invested Income Portfolio*	3,177 810		$3,177 81	$3,177 81	$0 00	$0 32	0 01%
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	14,031 390		14,031.39	14,031 39	0 00	1 40	0 01
Total Money Market			**$17,209.20**	**$17,209.20**	**$0.00**	**$1.72**	**0.01%**
Total Cash & Equivalents			**$17,209.20**	**$17,209.20**	**$0.00**	**$1.72**	**0.01%**

Asset Description	Quantity	Price	Market Value as of 11/30/10	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Fixed Income							
DOMESTIC MUTUAL FUNDS							
DODGE & COX INCOME FD COM CUSIP: 256210105	1,562 610	$13 400	$20,938 97	$19,130 83	$1,808 14	$995 38	4 75%
DREYFUS EMERGING MARKETS DEBT LOCAL CURRENCY FUND CLASS I #6083 CUSIP 261980494	604 000	14.320	8,649 28	9,108 32	- 459 04	96 64	1 12
ISHARES IBOXX $ INVESTMENT GRADE CORPORATE BOND FUND CUSIP. 464287242	80 000	110 120	8,809 60	7,903 82	905 78	425 52	4.83
LAUDUS MONDRIAN INTERNATIONAL FIXED INCOME FUND CLASS INST #2940 CUSIP: 51855Q655	1,532 000	11 470	17,572 04	17,899 10	- 327.06	540.80	3 08

■2098■0002■577■0■

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 11/30/10	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Fixed Income *(continued)*							
DOMESTIC MUTUAL FUNDS *(continued)*							
PIMCO TOTAL RETURN FUND INSTITUTIONAL SHARES #35 CUSIP: 693390700	1,799.000	11 490	20,670.51	20,190 73	479 78	640 44	3 10
RIDGEWORTH SEIX HIGH YIELD BOND FUND CLASS I #5855 CUSIP. 76628T645	2,099 134	9 710	20,382 59	17,362 47	3,020 12	1,622 63	7 96
T ROWE PRICE SHORT TERM BOND FUND #55 CUSIP· 77957P105	4,279 797	4 870	20,842 61	20,486 11	356 50	573 49	2 75
Total Domestic Mutual Funds			**$117,865.60**	**$112,081.38**	**$5,784.22**	**$4,894.90**	**4.15%**
Total Fixed Income			**$117,865.60**	**$112,081.38**	**$5,784.22**	**$4,894.90**	

Asset Description	Quantity	Price	Market Value as of 11/30/10	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities							
DOMESTIC MUTUAL FUNDS							
GOLDMAN SACHS GROWTH OPPORTUNITY FUND INSTITUTIONAL SHARES #1132 SYMBOL. GGOIX CUSIP: 38142Y401	649 000	$23 310	$15,128 19	$14,583 03	$545 16	$0 00	0 00%
HARBOR CAPITAL APPRECIATION FUND CLASS INST #2012 SYMBOL: HACAX CUSIP. 411511504	1,381.242	35 430	48,937.40	30,891 12	18,046 28	120 17	0 25
ISHARES S & P 500 INDEX FUND SYMBOL: IVV CUSIP 464287200	214 000	118 810	25,425.34	18,154 87	7,270 47	474.65	1 87
JP MORGAN MID CAP VALUE FUND-CLASS I #758 SYMBOL: FLMVX CUSIP. 339128100	569 000	22.360	12,722.84	12,586 28	136 56	9 67	0 08

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 11/30/10	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
DOMESTIC MUTUAL FUNDS *(continued)*							
KEELEY SMALL CAP VALUE FUND CLASS I #2251 SYMBOL KSCIX CUSIP. 487300808	640 672	23 060	14,773 90	9,185 86	5,588 04	53 18	0 36
MAINSTAY EPOCH U S EQUITY FUND CLASS INS #1204 SYMBOL. EPLCX CUSIP. 56063J302	2,700 103	13 500	36,451.39	27,324 13	9,127.26	329 41	0 90
TCW SMALL CAP GROWTH FUND CLASS I #4724 SYMBOL TGSCX CUSIP 87234N849	517 000	27 530	14,233 01	14,007 32	225 69	0 00	0 00
Total Domestic Mutual Funds			**$167,672.07**	**$126,732.61**	**$40,939.46**	**$987.08**	**0.59%**
INTERNATIONAL MUTUAL FUNDS							
ARTISAN INTERNATIONAL FUND #661 SYMBOL ARTIX CUSIP 04314H204	1,500 839	$20 760	$31,157 42	$19,251 72	$11,905 70	$369 21	1 18%
DODGE & COX INTERNATIONAL STOCK FUND SYMBOL. DODFX CUSIP. 256206103	924 000	33 540	30,990 96	30,297 96	693 00	402 86	1 30
OPPENHEIMER DEVELOPING MKT-Y #788 SYMBOL: ODVYX CUSIP: 683974505	429 000	33 570	14,401 53	12,792 78	1,608 75	75 50	0.52
VANGUARD EMERGING MARKETS ETF SYMBOL VWO CUSIP. 922042858	316 000	45 540	14,390 64	6,726 18	7,664 46	172 22	1 20
Total International Mutual Funds			**$90,940.55**	**$69,068.64**	**$21,871.91**	**$1,019.79**	**1.12%**
Total Equities			**$258,612.62**	**$195,801.25**	**$62,811.37**	**$2,006.87**	**0.78%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 11/30/10	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Complementary Strategies							
OTHER							
DIAMOND HILL LONG-SHORT FUND CLASS I #11 SYMBOL: DHLSX CUSIP: 25264S833	953.000	$15 660	$14,923 98	$15,335 14	- $411.16	$0.00	0 00%
HUSSMAN STRATEGIC GROWTH FUND #601 SYMBOL: HSGFX CUSIP. 448108100	1,494 406	13 010	19,442 22	18,573.88	868.34	25 40	0 13
MERGER FD SH BEN INT SYMBOL: MERFX CUSIP: 589509108	625 000	16 000	10,000.00	9,837 05	162.95	0 00	0 00
Total Other			**$44,366.20**	**$43,746.07**	**$620.13**	**$25.40**	**0.06%**
Total Complementary Strategies			**$44,366.20**	**$43,746.07**	**$620.13**	**$25.40**	**0.06%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 11/30/10	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Assets							
REAL ASSET FUNDS							
CREDIT SUISSE COMMODITY RETURN STRATEGY COMMON FUND #2156 SYMBOL. CRSOX CUSIP: 22544R305	2,674 000	$9 080	$24,279 92	$24,066 00	$213 92	$1,433 26	5 90%
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF SYMBOL· RWX CUSIP 78463X863	360 000	37 910	13,647.60	9,356.09	4,291.51	847 08	6.21
VANGUARD REIT VIPER SYMBOL VNQ CUSIP 922908553	623 000	53 540	33,355.42	19,666.27	13,689 15	1,171 24	3 51
Total Real Asset Funds			**$71,282.94**	**$53,088.36**	**$18,194.58**	**$3,451.58**	**4.84%**
Total Real Assets			**$71,282.94**	**$53,088.36**	**$18,194.58**	**$3,451.58**	**4.84%**

	Account Value as of 11/30/10	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income
TOTAL ASSETS	**$509,336.56**	**$421,926.26**	**$87,410.30**	**$10,380.47**