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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
CHARLES A FRUEAUFF FOUNDATION INC

A Employer identification number
13-5605371

Number and street (or P O box number if mail is not delivered to street address)
200 RIVER MARKET AVENUE
ROOM/SUITE 100

Room/suite

B Telephone number (see page 10 of the instructions)
(501) 324-2233

City or town, state, and ZIP code
LITTLE ROCK, AR 72201

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)
\$ 106,191,369

J Accounting method ☐ Cash ☒ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	2,448,616	2,448,616		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	390,977			
	b Gross sales price for all assets on line 6a <u>33,985,189</u>				
	7 Capital gain net income (from Part IV , line 2)		390,977		
	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 or (loss) (attach schedule)				
Operating and Administrative Expenses	11 Other income (attach schedule)	 51,276			
	12 Total. Add lines 1 through 11	2,890,869	2,839,593		
	13 Compensation of officers, directors, trustees, etc	578,936	191,506		387,430
	14 Other employee salaries and wages	43,562			43,562
	15 Pension plans, employee benefits	65,461	21,340		44,121
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	 37,200	12,127		25,073
	c Other professional fees (attach schedule)	 251,323	251,323		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 53,598	3,443		6,379
	19 Depreciation (attach schedule) and depletion	 38,726	12,625		
	20 Occupancy				
	21 Travel, conferences, and meetings	15,844	5,165		10,679
	22 Printing and publications	10,251	3,342		6,909
	23 Other expenses (attach schedule).	 193,381	149,935		43,446
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	1,288,282	650,806		567,599
	25 Contributions, gifts, grants paid	4,119,500			4,119,500
	26 Total expenses and disbursements. Add lines 24 and 25	5,407,782	650,806		4,687,099
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,516,913			
	b Net investment income (if negative, enter -0-)		2,188,787		
	c Adjusted net income (if negative, enter -0-)				

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









Cat No 11289X

Form **990-PF** (2010)

Part II

Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1Cash—non-interest-bearing			
	2Savings and temporary cash investments	6,368,193	2,630,920	2,630,920
	3Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5Grants receivable			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8Inventories for sale or use			
	9Prepaid expenses and deferred charges	17,235		
	10aInvestments—U S and state government obligations (attach schedule)	6,679,946	 11,440,407	11,544,657
	bInvestments—corporate stock (attach schedule)	32,445,549	 31,780,390	56,304,044
	cInvestments—corporate bonds (attach schedule).	27,369,523	 23,579,210	24,121,681
	11Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12Investments—mortgage loans			
	13Investments—other (attach schedule)	9,760,029	 10,893,923	10,210,592
	14Land, buildings, and equipment basis ▶ _____ 1,178,909 Less accumulated depreciation (attach schedule) ▶ _____ 135,076	1,065,385	 1,043,833	1,043,833
Liabilities	15Other assets (describe ▶ _____)	 442,803	 335,642	 335,642
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	84,148,663	81,704,325	106,191,369
	17Accounts payable and accrued expenses	31,619	104,194	
	18Grants payable			
	19Deferred revenue			
	20Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21Mortgages and other notes payable (attach schedule)			
	22Other liabilities (describe ▶ _____)			
	23Total liabilities (add lines 17 through 22)	31,619	104,194	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted	84,117,044	81,600,131	
	25Temporarily restricted			
	26Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds			
	28Paid-in or capital surplus, or land, bldg , and equipment fund			
	29Retained earnings, accumulated income, endowment, or other funds			
	30Total net assets or fund balances (see page 17 of the instructions)	84,117,044	81,600,131	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions)	84,148,663	81,704,325	

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	84,117,044
2	Enter amount from Part I, line 27a	2	-2,516,913
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	81,600,131
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	81,600,131

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)
1 a	SCHEDULE ATTACHED	P		
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 33,985,189		33,594,212	390,977
b			
c			
d			
e			

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			390,977
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	390,977
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	

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))
2009	4,384,748	94,702,295	0 046300
2008	5,462,553	105,234,654	0 051908
2007	6,099,529	120,992,095	0 050413
2006	5,562,058	115,109,910	0 048320
2005	5,743,387	110,603,245	0 051928

2 Total of line 1, column (d).	2	0 248869
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 049774
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	102,459,686
5 Multiply line 4 by line 3.	5	5,099,828
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	21,888
7 Add lines 5 and 6.	7	5,121,716
8 Enter qualifying distributions from Part XII, line 4.	8	4,687,099

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1aExempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
bDomestic 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	43,776
cAll other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3Add lines 1 and 2.		3	43,776
4Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	43,776
6Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	32,175
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	70,000
d	Backup withholding erroneously withheld	6d	
7Total credits and payments Add lines 6a through 6d.		7	102,175
8Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	367
9Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	58,032
11Enter the amount of line 10 to be Credited to 2011 estimated tax 58,032 Refunded		11	

Part VII-AStatements Regarding Activities			
1aDuring 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?			YesNo
bDid it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		1a1b	NoNo
cDid the foundation file Form 1120-POL for this year?.		1c	No
dEnter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
eEnter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2Has 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	No
3Has 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	No
4aDid the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
bIf "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5	No
6Are 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	Yes
7Did 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	Yes
8aEnter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) AR _____			
bIf 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	Yes
9Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		9	No
10Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.FRUEAU.FF.FOUNDATION.COM	13	Yes	
14	The books are in care of DAVID A. FRUEAU Telephone no (501) 324-2233 Located at 200 RIVER MARKET AVENUE LITTLE ROCK AR ZIP+4 72201			
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.	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes", enter the name of the foreign country.				

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? <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	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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
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 2010?	1c		
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2010 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2010?	4b		No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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
See Additional Data Table				
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		
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 OFFICE SPACE (774 SQUARE FEET) PROVIDED TO FOUR SELECTED CHARITIES NET OF 13,153 REIMBURSEMENT	19,353
2 SECRETARIAL SERVICES PROVIDED TO FOUR CHARITIES HOUSED IN THE FOUNDATION OFFICE BUILDING	17,231
3 TECHNICAL ASSISTANCE PROVIDED TO SIX SELECTED CHARITIES IN THE AREAS OF PROGRAM DEVELOPMENT AND FUNDING DEVELOPMENT	2,266
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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

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	98,140,954
b	Average of monthly cash balances.	1b	4,499,557
c	Fair market value of all other assets (see page 24 of the instructions).	1c	1,379,475
d	Total (add lines 1a, b, and c).	1d	104,019,986
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	104,019,986
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	1,560,300
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	102,459,686
6	Minimum investment return. Enter 5% of line 5.	6	5,122,984

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	5,122,984
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	43,776
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	43,776
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	5,079,208
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	5,079,208
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	5,079,208

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	4,687,099
b	Program-related investments—total from Part IX-B.	1b	
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	4,687,099
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,687,099
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 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				5,079,208
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only.				
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2010				
a	From 2005.				79,073
b	From 2006.				30,162
c	From 2007.				300,938
d	From 2008.				259,010
e	From 2009.				
f	Total of lines 3a through e.	669,183			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 4,687,099				
a	Applied to 2009, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d	Applied to 2010 distributable amount.				4,687,099
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	392,109			392,109
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	277,074			
b	Prior years' undistributed income Subtract line 4b from line 2b.				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	277,074			
10	Analysis of line 9				
a	Excess from 2006.				
b	Excess from 2007.				18,064
c	Excess from 2008.				259,010
d	Excess from 2009.				
e	Excess from 2010.				

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling.

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

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	“Assets” alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	“Endowment” alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	“Support” alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

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 page 27 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))

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

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

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

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

CHARLES A FRUEAUFF FOUNDATION INC
200 SOUTH COMMERCE ST SUITE 100
LITTLE ROCK, AR 72201
(501) 324-2233

b The form in which applications should be submitted and information and materials they should include
REQUEST LETTER AND COPY OF TAX EXEMPT STATUS

c Any submission deadlines
MARCH 15 AND SEPTEMBER 15

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

NOT OUTSIDE UNITED STATES, NO INDIVIDUALS, NO LOANS

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SCHEDULE ATTACHED VARIOUS VARIOUS, AR 72201	NONE		VARIOUS	4,119,500
Total			3a	4,119,500
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2010)

Part XVII

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

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)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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

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.

Signature of officer or trustee

2011-10-25

Date

Title

Paid Preparer's Use Only

Preparer's Signature

R LEE SCARBORO JR

Firm's name

SKELTON BRYANT BRYANT & SCARBORO PA

Firm's address

TALLAHASSEE, FL 323087939

Date

2011-10-26

Check if self-employed

☐

PTIN

Firm's EIN

Phone no (850) 386-1120

Form 990-PF (2010)

TY 2010 Accounting Fees Schedule

Name: CHARLES A FRUEAUFF FOUNDATION INC

EIN: 13-5605371

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SKELTON, BRYANT, BRYANT				
& SCARBORO, P A	37,200	12,127		25,073

TY 2010 Compensation Explanation**Name:** CHARLES A FRUEAUFF FOUNDATION INC**EIN:** 13-5605371

Person Name	Explanation
DAVID A FRUEAUFF	
SUE M FRUEAUFF	
JAMES P FALLON ESQ	
AC MCCULLY	
ANNA KAY FRUEAUFF-WILLIAMS	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: CHARLES A FRUEAUFF FOUNDATION INC

EIN: 13-5605371

TY 2010 Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
SCHEDULE ATTACHED			72,907			38,726	12,625		

TY 2010 Investments Corporate Bonds Schedule

Name: CHARLES A FRUEAUFF FOUNDATION INC

EIN: 13-5605371

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SCHEDULE ATTACHED	23,579,210	24,121,681

**TY 2010 Investments Corporate
Stock Schedule**

Name: CHARLES A FRUEAUFF FOUNDATION INC
EIN: 13-5605371

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHEDULE ATTACHED	31,780,390	56,304,044

TY 2010 Investments Government Obligations Schedule

Name: CHARLES A FRUEAUFF FOUNDATION INC

EIN: 13-5605371

US Government Securities - End of

Year Book Value:

11,440,407

US Government Securities - End of

Year Fair Market Value:

11,544,657

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2010 Investments - Other Schedule**Name:** CHARLES A FRUEAUFF FOUNDATION INC**EIN:** 13-5605371

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COHEN & STEERS INST GLOBAL REALTY	AT COST	2,000,000	1,351,459
MELLON PRIVATE EQUITY FUND V, L.P.	AT COST	1,055,137	1,153,834
MELLON PRIVATE EQUITY FUND VI, L.P.	AT COST	215,562	226,910
OPTIMA FUND	AT COST	2,334,493	2,012,663
OPTIMA NEW WORLD FOCUS FUND	AT COST	478,225	534,625
OPTIMA PARTNERS FOCUS FUND	AT COST	361,114	495,463
TIMBERLAND PROPERTY	AT COST	3,449,392	3,435,638
1940 SHS - SOUTHERN BANCORP COMMON	AT COST	500,000	500,000
500 SHS - SOUTHERN BANCORP PREFERRED	AT COST	500,000	500,000

TY 2010 Land, Etc. Schedule

Name: CHARLES A FRUEAUFF FOUNDATION INC

EIN: 13-5605371

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE AND EQUIPMENT	79,664	36,602	43,062	43,062
BUILDING	1,099,245	98,474	1,000,771	1,000,771

TY 2010 Other Assets Schedule

Name: CHARLES A FRUEAUFF FOUNDATION INC

EIN: 13-5605371

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST & DIVIDENDS	442,139	334,978	334,978
DEPOSIT	664	664	664

TY 2010 Other Expenses Schedule**Name:** CHARLES A FRUEAUFF FOUNDATION INC**EIN:** 13-5605371

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
PARTNERSHIP EXPENSES	122,154	122,154		
OFFICE EXPENSES	7,471	2,436		5,035
INSURANCE	15,647	5,101		10,546
TELEPHONE	2,762	900		1,862
UTILITIES	3,720	1,885		1,835
REPAIRS AND MAINTENANCE	7,226	3,661		3,565
CONTRACT LABOR	12,500	4,075		8,425
CONDOMINIUM DUES	19,189	9,723		9,466
TENANT PARKING	1,592			1,592
DUES AND SUBSCRIPTIONS	1,120			1,120

TY 2010 Other Income Schedule

Name: CHARLES A FRUEAUFF FOUNDATION INC

EIN: 13-5605371

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
RENT INCOME	13,153		
TIMBERLAND INCOME	38,123		

TY 2010 Other Professional Fees Schedule

Name: CHARLES A FRUEAUFF FOUNDATION INC

EIN: 13-5605371

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT	147,221	147,221		
INVESTMENT CUSTODY FEES	48,109	48,109		
TIMBERLAND EXPENSES	55,993	55,993		

TY 2010 Taxes Schedule**Name:** CHARLES A FRUEAUFF FOUNDATION INC**EIN:** 13-5605371

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	43,776			
FOREIGN TAX WITHHELD	357	357		
OTHER TAXES	9,465	3,086		6,379

CHARLES A. FRUEAUFF FOUNDATION, INC
13-5605371
Form 990-PF
Calendar Year 2010

Page 2, Part II - Line 10a - Investments - US Government Obligations

	INTEREST RATE	DUE DATE	COST	MARKET VALUE
145,000 U S TREASURY INFLATION INDEX NOTES	0.50331%	04/15/15	\$ 146,253	\$ 148,218
720,000 U S TREASURY INFLATION INDEX NOTES	1.875%	07/15/13	805,356	914,288
400,000 U S TREASURY INFLATION INDEX NOTES	2.625%	07/15/17	441,546	480,756
105,000 U S TREASURY NOTES	0.750%	08/15/13	105,004	104,787
445,000 U S TREASURY NOTES	1.000%	12/31/11	445,615	447,901
5,000 U S TREASURY NOTES	1.000%	04/30/12	5,053	5,040
1,745,000 U S TREASURY NOTES	1.000%	07/15/13	1,757,966	1,753,585
5,000 U S TREASURY NOTES	1.125%	06/30/11	5,034	5,023
395,000 U S TREASURY NOTES	1.25382%	07/15/20	425,679	404,444
195,000 U S TREASURY NOTES	1.375%	10/15/12	195,290	197,872
35,000 U S TREASURY NOTES	1.500%	07/15/12	35,306	35,581
80,000 U S TREASURY NOTES	1.750%	07/31/15	80,313	79,744
735,000 U S TREASURY NOTES	1.875%	06/30/15	751,419	737,925
35,000 U S TREASURY NOTES	2.375%	09/30/14	36,419	36,252
1,117,000 U S TREASURY NOTES	2.750%	02/15/19	1,079,061	1,102,602
620,000 U S TREASURY NOTES	3.000%	08/31/16	636,007	643,641
120,000 U S TREASURY NOTES	3.125%	05/15/19	126,980	121,266
160,000 U S TREASURY NOTES	3.500%	05/15/20	163,988	163,901
250,000 U S TREASURY NOTES	3.500%	02/15/18	248,594	262,988
155,000 U S TREASURY NOTES	3.500%	05/15/20	162,375	158,778
775,000 U S TREASURY NOTES	4.000%	11/15/12	831,876	825,072
360,000 U S TREASURY NOTES	4.250%	08/15/13	390,484	391,950
300,000 U S TREASURY NOTES	4.250%	11/15/13	325,612	328,242
165,000 U S TREASURY NOTES	4.500%	11/15/15	181,970	184,735
440,000 U S TREASURY NOTES	4.625%	08/31/11	467,491	452,614
875,000 U S TREASURY NOTES	4.625%	02/29/12	940,824	917,822
600,000 U S TREASURY NOTES	4.875%	06/30/12	648,892	639,630
			<u>\$ 11,440,407</u>	<u>\$ 11,544,657</u>

CHARLES A. FRUEAUFF FOUNDATION, INC.
13-5605371
Form 990-PF
Calender Year 2010
Page 2, Part II, Line 10b - Investments - Corporate Stock:

SECURITY	SHARES	BOOK VALUE	MARKET VALUE
AMERICAN ELECTRIC POWER INC	1,400	\$ 50,166	\$ 50,372
AMERICAN TOWER CORP	5,411	149,950	279,424
APACHEE CORP	11,100	485,065	1,323,453
APPLE COMPUTER INC	4,565	572,145	1,472,486
ARCHER DANIELS MIDLAND	7,800	252,084	234,624
ARTIO INTL EQUITY FUND	148,765.738	2,539,593	1,853,621
AT&T INC	30,060	503,936	883,163
AVALON BAY CMNT INC	8,770	595,399	987,064
BANK OF NEW YORK MELLON	9,000	251,395	271,800
BERKSHIRE HATHAWAY A	12	11,948	1,445,400
BERKSHIRE HATHAWAY B	626	416	50,149
BOSTON PPTYS	6,000	218,953	516,600
CALAMOS INV TR NEW GROWTH & INCOME	26,737.06	750,000	820,828
CAPSTEAD MORTGAGE CORP	4,200	49,686	52,878
CHEVRONTXACO CORP	26,648	250,821	2,431,630
CISCO SYSTEMS INC	13,715	400,314	277,454
COLGATE POLMALIVE CO	10,000	98,234	803,700
COLUMBIA ACORN TR INTL	46,036.358	2,158,963	1,881,506
CONOCOPHILLIPS	24,050	66,757	1,637,805
CONSOLIDATED EDISON INC	12,120	481,823	600,789
CORN PRODUCTS INTL INC	7,200	254,481	331,200
CROWN CASTLE INTL CORP	12,887	299,621	564,837
CSX CORP	20,000	29,601	1,292,200
DANAHER CORP	4,991	310,346	470,851
DU PONT EI DE NEMOURS	1,100	51,177	54,868
EUROPACIFIC GROWTH FD	105,559.549	3,643,881	4,366,999
EXXON MOBIL	30,160	105,539	2,205,299
FLUOR CORP	4,530	149,707	300,158
FORD MOTOR COMPANY	17,500	301,700	293,825
GENERAL ELECTRIC COMPANY	41,022	802,074	750,293
GLOBAL X FUNDS BOLSA	7,400	256,406	314,722
GOLDMAN SACHS GROUP INC	200	31,719	33,632
HEWLETT PACKARD CO	10,000	265,500	421,000
IBB US ISHARES NASDAQ BIOTECH INDX	7,060	500,201	659,545
ILLINOIS TOOL WORKS INC	8,790	299,535	469,386
INGERSOL RAND CO LTD	14,160	34,484	666,794
IPATH DOW JONES UBS COMMODITY	12,700	500,884	623,824
ISHARES MSCI BRAZIL		251,271	305,730
ISHARES MSCI CHILE		251,268	350,240
ISHARES MSCI PERU		248,519	377,700
ISHARES TR MSCI EMERGING MKTS INDEX	12,000	502,325	571,704
ITT INDS INC	16,500	500,920	859,815
JOHNSON & JOHNSON	20,220	60,033	1,250,607
JP MORGAN CHASE & CO	19,646	813,649	833,383
KELLOGG COMPANY	13,539	598,180	691,572
LABORATORY CORP	15,435	601,160	1,357,045
LOCKHEED MARTIN CORP	4,580	400,170	320,188
MARRIOTT INTL CL A	18,510	599,159	768,905

SECURITY	SHARES	BOOK VALUE	MARKET VALUE
MCDONALDS CORP	3,800	254,963	291,688
MCKESSON CORP	6,165	303,408	433,893
MEDCO HEALTH SOLUTIONS INC	16,332	263,276	1,000,662
MICROSOFT CORP	22,000	584,211	614,020
NATURAL RESOURCE LP	1,650	50,506	54,780
NIKE INC CL B	10,000	398,850	854,200
NORDIC AMER TANKER	1,900	49,547	49,437
PARKER HANNIFIN CORP	7,680	300,014	662,784
PENGROWTH ENERGY TRUST	3,850	49,334	49,511
PEPSICO INC	18,195	899,051	1,188,679
PERMIAN BASIN RTY TR	2,300	50,868	52,118
PFIZER INC	3,000	49,515	52,530
PITNEY BOWES INC	2,200	48,908	53,196
PPL CORP	13,400	246,568	352,688
PROCTER & GAMBLE	30,000	344,185	1,929,900
PUBLIC SVC ENTERPRISE GRP INC	16,800	500,634	534,408
QUEST DIAGNOSTICS INC	9,832	350,595	530,633
ROWE T PRICE MID CAP VALUE FD	44,700 622	838,906	1,059,852
SCHLUMBERGER LTD	21,000	155,064	1,753,500
SPDR SER TR MORGAN STANLEY	7,485	499,997	494,609
STAPLES INC	18,907	385,720	430,512
TEVA PHARMACEUTICAL INDS	5,100	300,153	265,863
TEXAS INSTRUMENTS INC	45,000	307,701	1,462,500
UNITED TECHNOLOGIES CORP	12,875	798,587	1,013,520
VERIZON COMMUNICATIONS	10,000	253,717	357,800
VERTEX PHARMACEUTICALS	7,500	254,384	262,725
VISA INC	400	29,698	28,152
WASTE MANAGEMENT INC	12,650	351,630	466,406
WELLS FARGO & CO	1,100	29,889	34,089
WINDSTREAM CORP	3,850	50,624	53,668
ZIMMER HOLDINGS INC	9,960	228,729	534,653
		<u>\$ 31,780,390</u>	<u>\$ 56,304,044</u>

CHARLES A. FRUEAUFF FOUNDATION, INC
13-5605371
Form 990-PF
Calendar Year 2010
Page 2, Part II - Line 10c - Investments - Corporate Bonds

		INTEREST RATE	DUE DATE	COST	MARKET VALUE
75,000	ALABAMA PWR CO	4 850%	12/15/12	\$ 80,260	\$ 80,444
100,000	ALTRIA GROUP INC	9 700%	11/10/18	111,950	131,923
75,000	AMB PPTY L P	7 500%	06/30/18	83,162	84,749
50,000	AMER EXPRESS CREDIT	2 750%	09/15/15	49,708	49,185
2,900,000	AMERICA MOVIL SA	8 460%	12/18/36	266,319	217,223
60,000	AMERICAN INTL GROUP	5 850%	01/16/18	59,938	61,868
70,000	AMGEN INC	5 700%	02/01/19	77,239	79,583
100,000	ASTRAZENECA PLC	5 900%	09/15/17	111,840	115,803
115,000	AT & T INC	5 500%	02/01/18	111,277	127,751
125,000	AT&T INC	5 800%	02/15/19	135,581	140,929
95,000	BAAT SER 2010-2 A2	0 90998%	01/15/12	94,991	95,181
170,000	BACCT 2006-A14	0.29979%	04/15/16	168,586	168,184
95,000	BANK AMER CORP	5 750%	08/15/16	96,821	97,037
75,000	BANK AMER FDG CORP	3 700%	09/01/15	74,907	74,353
60,000	BANK AMER FDG CORP	7 375%	05/15/14	61,635	66,695
125,000	BANK AMER FDG CORP	7 625%	06/01/19	141,241	143,929
50,000	BANK OF AMERICA	4 750%	08/15/13	49,627	51,979
1	BANK OF AMERICA CORPORATION			953	957
150,000	BARCLAYS BK PLC	5 000%	09/22/16	156,351	158,565
90,000	BARRICK GOLD FIN CO	4 875%	11/15/14	85,892	98,906
50,000	BARRICK GOLD FINANCE	6 125%	09/15/13	56,364	55,960
75,000	BB&T CORPORATION	3 100%	07/28/11	75,561	75,887
115,000	BB&T CORPORATION	3 950%	04/29/16	114,860	118,696
165,000	BEAR STEARNS CO	5 300%	10/30/15	160,040	179,055
50,000	BEAR STEARNS CO	6 950%	08/10/12	50,932	54,550
70,000	BHP BILLITON FIN USA	6 500%	04/01/19	72,912	83,240
75,000	BOARDWALK PIPELINES	5 500%	02/01/17	79,802	79,685
25,928 71	BSCMS SER 2004-T16	4.320%	02/13/46	25,163	26,216
150,000	CALIFORNIA ST	5 450%	04/01/15	154,680	156,636
44,880 79	CARA SER 2008-2	4 680%	10/15/12	48,591	45,633
60,000	CATERPILLAR FIN SERV	4 850%	12/07/12	59,695	64,365
132,524 38	CFAST SER 2009-A	2 820%	01/15/16	135,620	134,637
185,000	CHAIT SER 2005-6A	0 30915%	07/15/14	183,598	184,482
135,000	CISCO SYS INC	5 500%	02/22/16	149,090	154,050
185,000	CITIGROUP INC	5 000%	09/15/14	178,907	191,379
65,000	COCA COLA ENTERPRISE	5 000%	08/15/13	67,439	71,276
35,000	COCA COLA ENTERPRISE	7 375%	03/03/14	40,916	40,801
80,000	COLUMBUS SOUTHERN PW	5 500%	03/01/13	82,121	86,149
70,000	COMAET SER 2005-A10	4.640%	09/15/15	52,500	69,527
95,000	COMCAST CORP NEW	5 700%	07/01/19	95,692	103,860
125,000	COMCAST CORP NEW	5 900%	03/15/16	136,541	139,941
70,000	CONAGRA FOODS INC	5 875%	04/15/14	74,714	77,498
125,000	CONOCOPHILLIPS	5 625%	10/15/16	127,765	142,073
300,000	CONSOLIDATED EDISON	5 375%	12/15/15	300,717	337,188
100,000	CRH AMER INC	5 300%	10/15/13	106,405	107,309
75,000	CSX CORP	6 250%	03/15/18	86,777	86,164
75,000	CVS CORP	6 125%	08/15/16	82,452	85,094
56,254 41	DAIMLERCHRYSLER AU	4 7099%	09/10/12	57,762	56,799
100,000	DAIMLERCHRYSLER NORT	6 500%	11/15/13	112,114	113,207
75,000	DOMINION RESOURCES	5 000%	03/15/13	75,919	80,568
26,000	DU PONT E I DE NEMOU	5 875%	01/15/14	29,459	28,982
90,000	ELECTRONIC DATA SYS	6 000%	08/01/13	98,097	100,318
75,000	ENTERPRISE PRODS OPE	6 500%	01/31/19	82,698	85,159
115,000	EUROPEAN INVT BK	4 250%	07/15/13	122,828	123,722
3,696	FANNIE MAE	8.250%		92,400	2,070
500,000	FED HOME LN MTG CORP	1 125%	07/27/12	505,015	504,505
250,000	FED NATL MTG ASSN	4 375%	07/17/13	268,468	270,890
250,000	FEDERAL FARM CR BKS	2 250%	04/24/12	256,789	255,648

		INTEREST RATE	DUE DATE	COST	MARKET VALUE
500,000	FEDERAL FARM CR BKS	4 350%	06/17/16	503,480	509,185
150,000	FEDERAL HOME LN BK	3 625%	10/18/13	158,524	160,172
150,000	FEDERAL HOME LN MTG	1 500%	07/12/13	150,077	150,542
250,000	FEDERAL HOME LN MTG	2 000%	04/27/12	253,280	251,160
550,000	FEDERAL HOME LOAN BA	5 000%	11/17/17	583,981	623,563
165,000	FEDERAL NATL MTG AS	2 750%	04/11/11	164,376	166,142
975,000	FEDL NATL MTG ASSN	1 500%	06/26/13	981,826	988,982
865,000	FEDL NATL MTG ASSN	2 375%	07/28/15	894,997	877,231
250,000	FEDL NATL MTG ASSN	3 000%	09/16/14	258,182	263,323
33,850.81	FHLMC	5 000%	03/15/19	33,120	34,813
679 66	FHLMC	5 000%	12/15/23	671	679
2,919 97	FHLMC SER 3134	5 000%	09/15/18	2,882	2,930
500,000	FLORIDA ST TPK AUTH	6 140%	07/01/25	502,717	506,755
172,011 66	FNMA 913253	5 850%	03/01/37	178,677	182,308
135,969.28	FNMA POOL #899717 30	6 000%	09/01/37	144,149	147,958
2,396	FREDDIE MAC	8 375%		59,900	1,507
120,000	GEN ELEC CAP CORP	5 450%	01/15/13	125,254	129,048
150,000	GENERAL DYNAMICS COR	5 375%	08/15/15	158,216	169,005
150,000	GENERAL ELEC CAP COR	5 250%	10/19/12	156,323	160,317
135,000	GENERAL ELEC CAP COR	5 400%	02/15/17	139,473	144,508
90,000	GENERAL MILLS INC	6 000%	02/15/12	96,107	94,898
13	GMAC INC PREF SER G			-	12,287
39	GMAC INC PREF SER G			23,216	36,859
150,000	GOLDMAN SACHS GROUP	5 125%	01/15/15	145,930	161,157
30,000	GOLDMAN SACHS GROUP	5 150%	01/15/14	28,941	32,312
80,000	GOLDMAN SACHS GROUP	5 750%	10/01/16	85,174	87,113
70,000	GOLDMAN SACHS GRP	5 375%	03/15/20	74,082	72,335
65,000	HAR TR SER 2009-A	2 030%	08/15/13	64,998	65,738
75,000	HEINZ (H.J) CO	5 350%	07/15/13	82,994	82,231
110,000	HSBC FIN CORP	5 000%	06/30/15	114,825	116,842
70,000	ILLINOIS ST	4 421%	01/01/15	70,000	70,104
30,000	INGERSOLL-RAND GL	6 785%	08/15/18	29,957	34,528
85,000	INTUIT INC	5.400%	03/15/12	91,150	89,015
90,000	JOHNSON CTLS INC	5 500%	01/15/16	97,355	98,420
155,000	JP MORGAN CHASE & CO	3.700%	01/20/15	156,256	160,408
17,000	KRAFT FOODS INC			18,007	17,661
110,000	KRAFT FOODS INC	4.125%	02/09/16	109,624	115,159
50,000	KROGER CO	5 000%	04/15/13	46,260	53,868
20,000	KROGER CO	7 500%	01/15/14	22,692	23,059
120,000	LB-UBS 06-C3	5 661%	03/15/39	120,592	128,952
150	LEHMAN BROS HLDGS INC	7 950%		3,244	2
16	LEHMAN BROS HLDGS INC PFD CV	7 250%		8,972	6
367	LEHMAN BROTHERS HLDGS INC DEP SHS PF			6,608	2
75	LEHMAN BROTHERS HLDGS INC PFD	5 670%		2,381	1
91	LEHMAN BROTHERS HLDGS INC PFD	5 940%		2,994	23
65,000	LEHMAN BROTHERS HOLD	6 500%	07/19/17	64,183	7
5,000	LEVEL 3 FINANCING	5 250%	12/15/11	4,712	4,988
285,600 625	LOOMIS SAYLES INVT TR GLOBAL BD FD			4,421,700	4,743,826
85,000	MARATHON OIL CORP	6 500%	02/15/14	88,336	95,686
180,000	MASSACHUSETTS ST	4.200%	12/01/21	183,499	177,336
55,000	MBNA CCMT SER 2004	2 77438%	08/16/21	48,959	53,671
85,000	MBNAM TR SER 1997	0 39304%	08/15/14	84,651	84,885
110,000	MERRILL LYNCH & CO	6 050%	08/15/12	107,427	116,479
75,000	MERRILL LYNCH & CO	6 050%	05/16/16	75,521	77,273
100,000	METLIFE INC	6.750%	06/01/16	114,489	115,996
90,000	METLIFE INC	6 750%	06/01/16	102,281	104,396
20,000	METLIFE INC	6 817%	08/15/18	22,184	23,318
165,000	MORGAN STANLEY	4 750%	04/01/14	156,473	168,965
75,000	NAL TR SER 2009-B	2 070%	01/15/15	74,987	75,506
51,358 93	NALT SER 2009-A CL	2 920%	12/15/11	51,358	51,651
110,000	NAROT SER 2010-A	0 870%	07/15/14	109,985	109,822
60,000	NATL RURAL UTILS	7 250%	03/01/12	64,114	64,320
90,000	NEWS AMER INC	5 300%	12/15/14	98,728	99,453
75,000	NORFOLK SOUTHERN COR	5.750%	01/15/16	81,542	84,278
100,000	NYSE EURONEXT	4 800%	06/28/13	106,316	107,334
70,000	OCCIDENTAL PETE	7 000%	11/01/13	74,638	80,935

		INTEREST RATE	DUE DATE	COST	MARKET VALUE
135,000	ORACLE CORP	5.750%	04/15/18	149,337	154,433
45,000	PECO ENERGY CO	4 750%	10/01/12	45,587	47,911
75,000	PFIZER INC	6 200%	03/15/19	85,076	87,852
75,000	PRUDENTIAL FINL INC	4 750%	09/17/15	77,973	79,349
85,000	PRUDENTIAL FINL INC	5 150%	01/15/13	86,024	90,660
75,000	RABOBANK NEDERLAND	2 125%	10/13/15	74,816	72,308
60,000	RIO TINTO FINANCE PL	8 950%	05/01/14	64,500	72,643
100,000	ROGERS WIRELESS INC	6 375%	03/01/14	112,759	112,442
85,000	ROYAL BK SCOTLAND PL	4 875%	03/16/15	84,933	86,948
90,000	SAFeway INC	6 350%	08/15/17	104,980	100,502
105,000	SBC COMMUNICATIONS	5 625%	06/15/16	112,167	117,733
95,000	SCHWAB CHARLES CORP	4 950%	06/01/14	100,301	103,306
70,000	SEMPRA ENERGY	6 500%	06/01/16	71,911	81,264
85,000	SHELL INTERNATIONAL	4 000%	03/21/14	90,034	90,449
90,000	SIMON PROP GRP LP	4 200%	02/01/15	90,385	94,107
70,000	STARBUCKS CORP	6 250%	08/15/17	81,183	78,248
55,000	TD AMERITRADE HLDG	4 150%	12/01/14	54,889	56,875
95,000	TELEFONICA EMISONES	4 949%	01/15/15	99,345	98,390
20,000	TIME WARNER CABLE	5 850%	05/01/17	17,266	22,316
110,000	TIME WARNER CABLE IN	4.125%	02/15/21	109,306	104,671
80,000	TIME WARNER INC	3 150%	07/15/15	80,205	81,282
85,000	U S BANCORP MTNS BK	3 150%	03/04/15	84,984	87,440
95,000	UAOT SER 2009-2	1 540%	02/18/14	94,998	95,686
75,000	UNITEDHEALTH GROUP	4 875%	04/01/13	72,489	80,141
55,000	UNIVERSITY CALIF REV	1 988%	05/15/50	55,000	54,613
80,000	VALE OVERSEAS LTD	5 625%	09/15/19	83,756	85,208
65,000	VALERO ENERGY CORP	9 375%	03/15/19	77,149	80,683
55,000	VERIZON COMM INC	8.750%	11/01/18	54,690	71,820
150,000	VERIZON COMMUNICATION	5 500%	02/15/18	163,114	164,841
50,000	VERIZON WIRELESS	8 500%	11/15/18	49,467	65,526
100,000	VODAFONE GROUP	5 350%	02/27/12	107,510	104,856
135,000	VODAFONE GROUP PLC	5 000%	12/16/13	146,541	146,958
155,000	VODAFONE GROUP PLC	5.625%	02/27/17	168,793	173,034
80,000	VORNADO RLTY L P	4 250%	04/01/15	78,105	80,760
110,000	VULCAN MATLS CO	5 600%	11/30/12	118,288	116,300
100,000	WACHOVIA CORP NEW	5 250%	08/01/14	108,310	106,649
70,000	WACHOVIA CORP NEW	5.750%	06/15/17	71,083	77,492
47,419 23	WAMU MTG	4 9285%	08/25/35	46,548	40,184
30,459 16	WASHINGTON 2005-AR3	4 6600%	03/25/35	29,538	28,530
55,000	WASHINGTON ST	3.547%	08/01/17	55,000	54,583
150,000	WELLS FARGO & CO NEW	5 625%	12/11/17	169,311	166,077
154,462 56	WFMB SECS SER 2006	6 04490%	09/25/36	155,627	129,252
110,000	WOAR TR SER 2010-A	2 210%	09/15/13	109,997	112,285
75,000	WYETH	5 500%	02/01/14	77,707	83,378
				<u>\$ 23,579,210</u>	<u>\$ 24,121,681</u>

CHARLES A. FRUEAUFF FOUNDATION, INC

13-5605371

Form 990-PF

Calendar Year 2010

Page 3, Part IV - Capital Gains & Losses for Tax on Investment Income:

(a) <u>PROPERTY</u>		(b) <u>HOW ACQUIRED</u>	(c) <u>DATE ACQUIRED</u>	(d) <u>DATE SOLD</u>	(e) <u>GROSS SALES PRICE</u>	(g) <u>BASIS</u>	(h) <u>GAIN OR (LOSS)</u>
EQUITIES							
10,000	AMDOCS LTD	P	9/18/2006	3/26/2010	\$ 305,957	\$ 387,896	\$ (81,939)
30,000	BANK OF AMERICA CORP PAR .01	P	8/4/2003	6/30/2010	426,596	451,432	(24,836)
700	BLACKROCK INC	P	3/26/2010	5/5/2010	121,847	154,980	(33,133)
1,880	BLACKROCK INC	P	3/25/2009	5/5/2010	327,246	250,679	76,567
1,162 654	BURLINGTON NORTHERN SANTA FE	P	12/31/1988	2/17/2010	116,265	1,038	115,227
	BURLINGTON NORTHERN SANTA FE	P	12/31/1988	2/17/2010	58	1	57
13,350	CVS CORPORATION	P	5/14/2007	6/30/2010	390,481	499,592	(109,111)
0 397	FRONTIER COMMUNICATIONS CORPCOM	P	4/28/2006	7/13/2010	3	3	-
2,400	FRONTIER COMMUNICATIONS CORPCOM	P	6/10/1986	11/15/2010	21,674	17,099	4,575
13,916	GLAXO SMITHKLINE ADR	P	12/20/2005	1/13/2010	575,062	698,705	(123,643)
625	GOOGLE INC	P	10/30/2006	5/6/2010	312,462	299,331	13,131
8,650	HEWLETT PACKARD CO	P	8/18/2005	8/9/2010	369,100	229,658	139,442
4,475	JACOBS ENGR GROUP INC	P	3/9/2009	7/1/2010	159,321	149,397	9,924
21,200	LENNAR CORP	P	3/26/2010	6/8/2010	307,615	353,370	(45,755)
8,000	MEDTRONIC INC	P	3/29/2007	11/15/2010	278,486	390,616	(112,130)
27,300	NOKIA CORP SPONSORED ADR	P	1/27/2006	3/26/2010	419,323	496,448	(77,125)
14,645	POWERSHARES EXCHANGE-TRADED FD TF	P	9/6/2006	11/15/2010	261,555	250,283	11,272
6,560	SHAW GROUP INC	P	3/9/2009	3/29/2010	233,949	150,292	83,657
4,630	STRYKER CORP	P	3/5/2009	8/20/2010	208,953	149,862	59,091
45,405.306	BOSTON CO INTL CORE EQUITIES	P	Various	12/17/2010	770,074	1,106,395	(336,321)
	CLASS ACTION - UNITED HEALTHCARE	P	Various	1/21/2010	31,696	-	31,696
	CLASS ACTION - AIG SECURITIES	P	Various	12/28/2010	511	-	511
	ENRON SETTLEMENT	P	Various	1/22/2010	1,130	-	1,130
	AOL SETTLEMENT	P	Various	3/11/2010	131	-	131
	STATE STREET WILLIAMS SETTLEMENT	P	Various	3/11/2010	17	-	17
	GAINS FROM PASSTHROUGH ENTITIES	P	Various	Various	184,661	-	184,661
FIXED INCOME							
100,000	AETNA INC NEW 5.750% 6/15/11	P	2/1/2010	3/9/2010	105,114	105,626	(512)
50,000	AGRIUM INC 6.750% 1/15/19	P	7/30/2009	2/23/2010	55,535	52,062	3,473
250,000	APACHE CORP 5.625% 1/15/17	P	3/5/2008	3/29/2010	273,648	260,790	12,858
25,000	BACCT SER 2006-C5 1.8225% 1/15/16	P	6/12/2008	2/11/2010	20,750	21,063	(313)
50,000	BANK AMER FDG CORP 7.375% 5/15/14	P	5/8/2009	4/6/2010	56,114	49,723	6,391
30,000	BANK ONE ISSUANCE TR 4.770% 2/16/16	P	6/11/2008	2/11/2010	30,000	25,920	4,080
250,000	BANKAMERICA CORP 7.125% 10/15/11	P	5/6/2008	1/4/2010	268,430	267,388	1,042
55,000	BOEING CAPITAL CORP DTD 03/08/01	P	4/20/2009	8/30/2010	56,577	58,261	(1,684)
2,735.65	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	3/15/2010	2,736	2,655	81
455.61	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	4/13/2010	456	442	14
498 70	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	5/13/2010	499	484	15
2,422 31	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	6/13/2010	2,422	2,351	71
509 77	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	7/13/2010	510	495	15
470 49	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	8/13/2010	470	457	13
472.75	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	9/13/2010	473	459	14
516 53	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	10/13/2010	517	501	16
471.40	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	11/15/2010	471	457	14
518.08	BSCMS SER 2004-T16 4.31961% 2/13/46	P	7/14/2008	12/13/2010	518	503	15
10,000	BURLINGTON NORTH SAN 5.750% 3/15/18	P	6/26/2009	1/25/2010	10,822	10,259	563
47,000	BURLINGTON NORTH SAN 5.750% 3/15/18	P	6/19/2008	1/25/2010	50,861	46,961	3,900

(a) <u>PROPERTY</u>				(b) <u>HOW ACQUIRED</u>	(c) <u>DATE ACQUIRED</u>	(d) <u>DATE SOLD</u>	(e) <u>GROSS SALES PRICE</u>	(g) <u>BASIS</u>	(h) <u>GAIN OR (LOSS)</u>
80,000	CAPITAL ONE 05-A3	4.050%	3/15/13	P	9/3/2009	5/17/2010	80,000	81,672	(1,672)
3,408.54	CARA SER 2008-2	4.67975%	10/15/12	P	10/7/2009	4/15/2010	3,409	3,408	1
5,539.25	CARA SER 2008-2	4.67975%	10/15/12	P	10/7/2009	5/15/2010	5,539	5,571	(32)
5,408.05	CARA SER 2008-2	4.67975%	10/15/12	P	10/7/2009	6/15/2010	5,408	5,429	(21)
5,432.51	CARA SER 2008-2	4.67975%	10/15/12	P	10/7/2009	7/15/2010	5,433	5,456	(23)
5,258.36	CARA SER 2008-2	4.67975%	10/15/12	P	10/7/2009	8/15/2010	5,258	5,267	(9)
5,291.67	CARA SER 2008-2	4.67975%	10/15/12	P	10/7/2009	9/15/2010	5,292	5,303	(11)
4,939.79	CARA SER 2008-2	4.67975%	10/15/12	P	10/7/2009	10/15/2010	4,940	4,922	18
4,875.95	CARA SER 2008-2	4.67975%	10/15/12	P	10/7/2009	11/15/2010	4,876	4,853	23
4,965.09	CARA SER 2008-2	4.67975%	10/15/12	P	10/7/2009	12/15/2010	4,965	4,950	15
1,970.25	CFast SER 2009-A	2.81998%	1/15/16	P	3/8/2010	10/15/2010	1,970	2,016	(46)
7,589.68	CFast SER 2009-A	2.81998%	1/15/16	P	3/8/2010	11/15/2010	7,590	7,767	(177)
7,915.69	CFast SER 2009-A	2.81998%	1/15/16	P	3/8/2010	12/15/2010	7,916	8,101	(185)
150,000	CITIBANK CR 2008-C6	6.300%	6/20/14	P	6/18/2008	2/11/2010	157,500	142,419	15,081
500,000	CONNECTICUT ST	5.850%	3/15/32	P	7/23/2009	4/1/2010	520,990	498,750	22,240
160,000	CREDIT SUISSE NEW YO	5.750%	2/15/18	P	2/19/2008	3/29/2010	168,752	159,474	9,278
40,000	CSX CORP	5.750%	3/15/13	P	5/12/2009	7/22/2010	43,980	40,575	3,405
4,822.25	DAIMLERCHRYSLER AU	4.7099%	9/10/12	P	4/9/2010	6/8/2010	4,822	4,951	(129)
11,654.48	DAIMLERCHRYSLER AU	4.7099%	9/10/12	P	4/9/2010	7/8/2010	11,654	11,967	(313)
11,074.65	DAIMLERCHRYSLER AU	4.7099%	9/10/12	P	4/9/2010	8/8/2010	11,075	11,371	(296)
11,380.86	DAIMLERCHRYSLER AU	4.7099%	9/10/12	P	4/9/2010	9/8/2010	11,381	11,686	(305)
10,536.59	DAIMLERCHRYSLER AU	4.7099%	9/10/12	P	4/9/2010	10/8/2010	10,537	10,819	(282)
9,698.61	DAIMLERCHRYSLER AU	4.7099%	9/10/12	P	4/9/2010	11/8/2010	9,699	9,959	(260)
9,578.15	DAIMLERCHRYSLER AU	4.7099%	9/10/12	P	4/9/2010	12/8/2010	9,578	9,835	(257)
95,000	DCMT I SER 2003-3	2.6575%	9/15/12	P	7/25/2008	3/15/2010	95,000	93,545	1,455
73,000	DELHAIZE GROUP SA	6.500%	6/15/17	P	6/18/2007	1/4/2010	79,235	72,793	6,442
100,000	DELHAIZE GROUP SA	6.500%	6/15/17	P	6/10/2009	1/4/2010	108,541	96,225	12,316
150,000	DISCOVER CARD MASTER 3	140%	6/15/15	P	5/6/2008	2/11/2010	148,313	142,359	5,954
9,000	DU PONT E I DE NEMOU	5.875%	1/15/14	P	11/12/2009	10/21/2010	10,364	10,048	316
55,000	DU PONT E I DE NEMOU	5.875%	1/15/14	P	12/9/2008	10/21/2010	63,338	54,742	8,596
5,000	ERAC USA FIN CO	7.000%	10/15/37	P	4/24/2008	6/7/2010	5,168	4,215	953
2,300,000	EUROFIMA	11.000%	2/05/10	P	3/28/2008	2/5/2010	10,758	30,273	(19,515)
175,000	FEDERAL FARM CR BKS	3.000%	9/22/14	P	4/6/2010	7/29/2010	185,341	177,338	8,003
205,000	FEDERAL HOME LN BK	1.625%	7/27/11	P	6/11/2009	6/23/2010	207,386	204,805	2,581
500,000	FEDERAL HOME LN BKS	3.625%	9/16/11	P	1/23/2009	8/23/2010	517,442	521,377	(3,935)
700,000	FEDERAL HOME LN MTG	1.930%	2/11/11	P	9/2/2009	2/11/2010	700,000	704,830	(4,830)
145,000	FEDERAL NATL MTG AS	2.750%	4/11/11	P	3/5/2008	6/29/2010	147,588	144,452	3,136
190,000	FEDERAL NATL MTG AS	2.750%	4/11/11	P	3/5/2008	8/4/2010	193,130	189,282	3,848
30,000	FEOL HOME LN MTG	2.125%	9/21/12	P	11/30/2009	5/11/2010	30,609	30,726	(117)
770,000	FEDL HOME LN MTG	2.125%	9/21/12	P	11/30/2009	6/24/2010	790,251	788,631	1,620
865,000	FEDL NATL MTG ASSN	2.625%	11/20/14	P	1/19/2010	8/19/2010	909,991	869,787	40,204
300,000	FEDL NATL MTG ASSN	4.000%	3/10/16	P	5/5/2009	3/10/2010	300,000	302,700	(2,700)
36,646.33	FHLMC POOL # C62377	6.000%	1/01/32	P	1/1/2001	1/11/2010	39,040	43,580	(4,540)
1,212.99	FHLMC POOL # C62377	6.000%	1/01/32	P	1/1/2001	1/15/2010	1,213	1,442	(229)
124,117.62	FHLMC POOL # G08006	6.000%	8/01/34	P	3/12/2008	1/11/2010	132,340	126,290	6,050
2,882.25	FHLMC POOL # G08006	6.000%	8/01/34	P	3/12/2008	1/15/2010	2,882	2,933	(51)
2,763.80	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	1/15/2010	2,764	2,704	60
2,343.14	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	2/15/2010	2,343	2,293	50
3,623.69	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	3/15/2010	3,624	3,545	79
2,441.96	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	4/15/2010	2,442	2,389	53
2,769.16	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	5/15/2010	2,769	2,709	60
2,632.51	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	6/15/2010	2,633	2,576	57
2,178.94	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	7/15/2010	2,179	2,132	47
2,594.60	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	8/15/2010	2,595	2,539	56
2,944.75	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	9/15/2010	2,945	2,881	64
2,931.67	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	10/15/2010	2,932	2,868	64
2,658.76	FHLMC SER # 3110	5.000%	3/15/19	P	7/28/2006	11/15/2010	2,659	2,601	58

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2,987.89	FHLMC SER # 3110	5.000% 3/15/19	P	7/28/2006	12/15/2010	2,988	2,923	65
478.85	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	1/15/2010	479	473	6
476.48	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	2/15/2010	476	471	5
474.13	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	3/15/2010	474	468	6
471.79	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	4/15/2010	472	466	6
469.46	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	5/15/2010	469	464	5
467.14	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	6/15/2010	467	461	6
464.84	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	7/15/2010	465	459	6
462.55	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	8/15/2010	463	457	6
460.27	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	9/15/2010	460	455	5
458.00	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	10/15/2010	458	452	6
455.75	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	11/15/2010	456	450	6
453.50	FHLMC SER #3114	4.99662% 12/15/23	P	5/5/2006	12/15/2010	454	448	6
913.89	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	1/15/2010	914	902	12
909.02	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	2/15/2010	909	897	12
904.17	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	3/15/2010	904	892	12
899.35	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	4/15/2010	899	888	11
894.56	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	5/15/2010	895	883	12
889.79	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	6/15/2010	890	878	12
885.04	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	7/15/2010	885	873	12
880.32	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	8/15/2010	880	869	11
875.62	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	9/15/2010	876	864	12
870.95	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	10/15/2010	871	860	11
866.30	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	11/15/2010	866	855	11
861.68	FHLMC SER #3134	5.00014% 9/15/18	P	5/5/2006	12/15/2010	862	850	12
332,965.14	FHLMCG POOL #E01589	4.500% 2/01/19	P	3/4/2009	1/14/2010	348,885	341,445	7,440
8,272.86	FHLMCG POOL #E01589	4.500% 2/01/19	P	3/4/2009	1/15/2010	8,273	8,484	(211)
9,400.23	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	1/25/2010	9,400	9,764	(364)
12,955.97	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	2/25/2010	12,956	13,458	(502)
13,163.30	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	3/25/2010	13,163	13,673	(510)
20,862.71	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	4/25/2010	20,863	21,671	(808)
29,395.89	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	5/25/2010	29,396	30,535	(1,139)
45,981.35	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	6/25/2010	45,981	47,763	(1,782)
2,111.13	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	7/25/2010	2,111	2,193	(82)
2,754.94	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	8/25/2010	2,755	2,862	(107)
5,515.54	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	9/25/2010	5,516	5,729	(213)
3,767.50	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	10/25/2010	3,768	3,913	(145)
3,422.89	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	11/25/2010	3,423	3,556	(133)
2,621.61	FNMA 913253	5.83397% 3/01/37	P	2/13/2009	12/25/2010	2,622	2,723	(101)
168,499.31	FNMA PL # 745418	5.500% 4/01/36	P	4/4/2008	1/11/2010	177,503	170,841	6,662
3,502.26	FNMA PL # 745418	5.500% 4/01/36	P	4/4/2008	1/25/2010	3,502	3,550	(48)
248,912.98	FNMA POOL #253754	6.500% 4/01/21	P	3/12/2008	1/11/2010	269,915	260,425	9,490
5,139.28	FNMA POOL #253754	6.500% 4/01/21	P	3/12/2008	1/25/2010	5,139	5,377	(238)
188,247.16	FNMA POOL #253997	6.000% 9/01/11	P	3/25/2008	1/14/2010	201,483	193,189	8,294
16,225.85	FNMA POOL #253997	6.000% 9/01/11	P	3/25/2008	1/25/2010	16,226	16,652	(426)
217,720.82	FNMA POOL #254315	6.000% 4/01/12	P	3/24/2008	1/14/2010	233,097	224,048	9,049
11,772.86	FNMA POOL #254315	6.000% 4/01/12	P	3/24/2008	1/25/2010	11,773	12,115	(342)
312,893.27	FNMA POOL #254756	4.500% 5/01/13	P	5/7/2008	1/14/2010	324,431	316,218	8,213
14,840.08	FNMA POOL #254756	4.500% 5/01/13	P	5/7/2008	1/25/2010	14,840	14,998	(158)
222,941.38	FNMA POOL #254798	6.000% 6/01/23	P	3/5/2008	1/11/2010	238,338	228,794	9,544
3,005.54	FNMA POOL #254798	6.000% 6/01/23	P	3/5/2008	1/25/2010	3,006	3,084	(78)
282,263.15	FNMA POOL #255335	6.500% 7/01/34	P	4/9/2008	1/11/2010	304,844	293,995	10,849
2,177.05	FNMA POOL #255335	6.500% 7/01/34	P	4/9/2008	1/25/2010	2,177	2,268	(91)
262,137.75	FNMA POOL #555065	6.000% 11/01/14	P	3/4/2009	1/14/2010	280,774	274,262	6,512
10,931.90	FNMA POOL #555065	6.000% 11/01/14	P	3/4/2009	1/25/2010	10,932	11,438	(506)
259,715.20	FNMA POOL #624152	6.500% 1/01/22	P	3/6/2008	1/11/2010	281,629	269,373	12,256
1,609.25	FNMA POOL #624152	6.500% 1/01/22	P	3/6/2008	1/25/2010	1,609	1,669	(60)

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247,920.36	FNMA POOL #761334	5.000%	4/01/19	P	4/15/2008	1/14/2010	262,602	251,329	11,273
5,296.81	FNMA POOL #761334	5.000%	4/01/19	P	4/15/2008	1/25/2010	5,297	5,370	(73)
107,290.76	FNMA POOL #828346	5.000%	7/01/35	P	9/3/2008	1/11/2010	110,610	105,517	5,093
3,808.98	FNMA POOL #828346	5.000%	7/01/35	P	9/3/2008	1/25/2010	3,809	3,747	62
347,608.01	FNMA POOL #893590	6.500%	9/01/36	P	3/14/2008	1/11/2010	374,222	360,155	14,067
4,002.74	FNMA POOL #893590	6.500%	9/01/36	P	3/14/2008	1/25/2010	4,003	4,147	(144)
10,798.59	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	3/25/2010	10,799	11,448	(649)
8,927.52	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	4/25/2010	8,928	9,465	(537)
17,128.79	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	5/25/2010	17,129	18,159	(1,030)
7,833.96	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	6/25/2010	7,834	8,305	(471)
4,530.48	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	7/25/2010	4,530	4,803	(273)
3,307.65	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	8/25/2010	3,308	3,507	(199)
963.28	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	9/25/2010	963	1,021	(58)
2,642.44	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	10/25/2010	2,642	2,801	(159)
4,307.17	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	11/25/2010	4,307	4,566	(259)
3,591.13	FNMA POOL #899717 30 6.000%	6.000%	9/01/37	P	1/7/2010	12/25/2010	3,591	3,807	(216)
752.22	FNMA POOL #956080	5.500%	1/01/38	P	7/12/2008	1/25/2010	752	743	9
2,534.46	FNMA POOL #956080	5.500%	1/01/38	P	7/12/2008	2/25/2010	2,534	2,507	27
740.85	FNMA POOL #956080	5.500%	1/01/38	P	7/12/2008	3/25/2010	741	733	8
913.87	FNMA POOL #956080	5.500%	1/01/38	P	7/12/2008	4/25/2010	914	905	9
1,914.43	FNMA POOL #956080	5.500%	1/01/38	P	7/12/2008	5/25/2010	1,914	1,899	15
107,773.94	FNMA POOL #956080	5.500%	1/01/38	P	7/12/2008	6/8/2010	115,625	106,964	8,661
13,994.12	FNMA POOL #956080	5.500%	1/01/38	P	7/12/2008	6/25/2010	13,994	13,895	99
4,599.51	FNMA POOL #963705	6.000%	6/01/38	P	10/16/2008	1/25/2010	4,600	4,617	(17)
2,431.88	FNMA POOL #963705	6.000%	6/01/38	P	10/16/2008	2/25/2010	2,432	2,441	(9)
1,329.49	FNMA POOL #963705	6.000%	6/01/38	P	10/16/2008	3/25/2010	1,329	1,335	(6)
7,627.13	FNMA POOL #963705	6.000%	6/01/38	P	10/16/2008	4/25/2010	7,627	7,657	(30)
10,259.29	FNMA POOL #963705	6.000%	6/01/38	P	10/16/2008	5/25/2010	10,259	10,299	(40)
6,790.27	FNMA POOL #963705	6.000%	6/01/38	P	10/16/2008	6/25/2010	6,790	6,817	(27)
88,538.65	FNMA POOL #963705	6.000%	6/01/38	P	10/16/2008	7/21/2010	96,092	88,885	7,207
2,772.34	FNMA POOL #963705	6.000%	6/01/38	P	10/16/2008	7/25/2010	2,772	2,783	(11)
53,040.73	FNMA POOL #969998	5.500%	6/01/38	P	8/19/2008	1/9/2010	55,743	52,515	3,228
917.28	FNMA POOL #969998	5.500%	6/01/38	P	8/19/2008	1/25/2010	917	909	8
2,162.78	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	1/25/2010	2,163	2,225	(62)
97.29	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	2/25/2010	97	100	(3)
83.67	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	3/25/2010	84	86	(2)
84.02	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	4/25/2010	84	86	(2)
85.17	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	5/25/2010	85	88	(3)
86.78	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	6/25/2010	87	89	(2)
85.32	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	7/25/2010	85	88	(3)
5,260.56	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	8/25/2010	5,261	5,412	(151)
67,476.17	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	9/8/2010	72,073	69,416	2,657
3,939.28	FNMA POOL #AA0281	5.49999%	4/01/39	P	8/5/2009	9/25/2010	3,939	4,053	(114)
171,647.79	FNMA POOL #AA2524	6.000%	3/01/39	P	8/10/2009	1/7/2010	182,510	178,728	3,782
28,832.25	FNMA POOL #AA2524	6.000%	3/01/39	P	8/10/2009	1/25/2010	28,832	30,022	(1,190)
54,000	FNMA TBA 30YR	5.000%	4/01/40	P	3/9/2010	4/9/2010	55,603	55,983	(380)
54,000	FNMA TBA 30YR	5.000%	5/15/40	P	4/9/2010	5/10/2010	56,074	55,367	707
54,000	FNMA TBA 30YR	5.000%	6/15/40	P	5/10/2010	6/8/2010	56,943	55,848	1,095
54,000	FNMA TBA 30YR	5.000%	7/01/40	P	6/8/2010	7/8/2010	57,198	56,717	481
54,000	FNMA TBA 30YR	5.000%	8/01/40	P	7/8/2010	8/9/2010	57,599	57,029	570
54,000	FNMA TBA 30YR	5.000%	9/01/40	P	8/9/2010	9/9/2010	57,078	57,400	(322)
54,000	FNMA TBA 30YR	5.000%	10/01/40	P	9/9/2010	10/7/2010	57,132	56,970	162
110,000	FNMA TBA 30YR	5.000%	10/01/40	P	9/9/2010	10/7/2010	116,394	115,981	413
164,000	FNMA TBA 30YR	5.000%	11/01/40	P	10/7/2010	11/5/2010	175,365	173,268	2,097
164,000	FNMA TBA 30YR	5.000%	12/01/40	P	11/5/2010	12/8/2010	171,860	174,968	(3,108)
54,000	FNMA TBA 30YR	5.500%	2/01/40	P	1/6/2010	2/3/2010	57,240	56,561	679
54,000	FNMA TBA 30YR	5.500%	3/01/40	P	2/3/2010	3/9/2010	57,080	57,025	55

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110,000	FNMA TBA 30YR	5.500% 7/01/40	P	6/8/2010	7/9/2010	118,263	117,597	666
110,000	FNMA TBA 30YR	5.500% 8/15/40	P	7/9/2010	8/9/2010	118,345	117,975	370
110,000	FNMA TBA 30YR	5.500% 9/15/34	P	8/9/2010	9/9/2010	117,219	118,078	(859)
200,000	FNMA TBA 30YR	6.000% 2/01/40	P	1/7/2010	1/7/2010	212,031	212,031	-
5,000	FORD MOTOR CRED CO DTD 06/14/2000	7.8	P	12/7/2007	2/1/2010	5,018	4,726	292
400,000	GEN ELEC CAP CORP	3.485% 3/08/12	P	2/27/2007	3/2/2010	288,523	262,416	26,107
200,000	GENERAL ELEC CAP CO	2.960% 5/18/12	P	5/25/2007	3/2/2010	139,512	131,335	8,177
27,000	GENERAL MOTORS ACCEP	6.875% 8/28/12	P	1/2/2009	1/8/2010	-	-	-
57,000	GMAC INC	6.750% 12/01/14	P	1/2/2009	1/29/2010	54,492	42,404	12,088
27,000	GMAC INC	6.875% 8/28/12	P	1/2/2009	1/29/2010	26,393	22,558	3,835
9,000	GMAC INC	8.000% 11/01/31	P	1/2/2009	3/26/2010	8,381	5,546	2,835
15,000	GMAC LLC	6.000% 12/15/11	P	12/31/2008	1/8/2010	-	-	-
15,000	GMAC LLC	6.000% 12/15/11	P	12/31/2008	1/29/2010	14,400	13,170	1,230
47,000	GMAC LLC	6.625% 5/15/12	P	1/2/2009	1/8/2010	-	-	-
47,000	GMAC LLC	6.625% 5/15/12	P	1/2/2009	1/29/2010	45,355	39,879	5,476
57,000	GMAC LLC	6.750% 12/01/14	P	1/2/2009	1/8/2010	-	-	-
9,000	GMAC LLC	8.000% 11/01/31	P	1/2/2009	1/8/2010	-	-	-
60,225.97	GNMA POOL # 569569	6.000% 1/15/32	P	1/1/2001	1/14/2010	64,178	69,114	(4,936)
2,649.63	GNMA POOL # 569569	6.000% 1/15/32	P	1/1/2001	1/15/2010	2,650	3,041	(391)
12,093.70	GNMA POOL #688023	6.000% 10/15/38	P	10/28/2008	1/15/2010	12,094	12,069	25
157,289.07	GNMA POOL #688023	6.000% 10/15/38	P	10/28/2008	1/19/2010	167,390	156,970	10,420
60,000	GOLDMAN SACHS GRP IN	5.150% 1/15/14	P	7/15/2009	3/4/2010	63,964	61,531	2,433
20,000	HEINZ H J FIN CO	6.625% 7/15/11	P	3/18/2010	11/29/2010	20,737	21,392	(655)
55,000	HEINZ H J FIN CO	6.625% 7/15/11	P	4/22/2009	11/29/2010	57,026	58,557	(1,531)
30,000	HOUSEHOLD FIN CO DTD	10/23/01	P	2/22/2010	3/24/2010	31,939	31,958	(19)
75,000	HOUSEHOLD FIN CO DTD	10/23/01	P	10/30/2008	3/24/2010	79,847	72,213	7,634
70,000	HUMAN GENOME SCIENCE	2.250% 8/15/12	P	5/7/2008	2/1/2010	114,100	52,927	61,173
4,000	ISTAR FINANCIAL INC	8.000% 3/15/11	P	11/7/2007	2/8/2010	3,579	4,571	(992)
89,000	ISTAR FINANCIAL INC	10.000% 6/15/14	P	8/2/2007	1/5/2010	76,326	143,346	(67,020)
175,000	J P MORGAN CHASE &	5.750% 1/02/13	P	1/27/2009	3/18/2010	189,088	176,638	12,450
800,000	KFW	10.750% 2/01/10	P	3/28/2008	2/1/2010	3,742	6,338	(2,596)
13,000	KRAFT FOODS INC DTD	11/02/2001	P	5/20/2010	12/29/2010	13,562	13,770	(208)
100,000	KRAFT FOODS INC DTD	11/02/2001	P	4/20/2009	12/29/2010	104,323	104,700	(377)
65,000	LEVEL 3 COMMUNICATIO	3.500% 6/15/12	P	2/14/2008	1/29/2010	58,500	57,153	1,347
75,000	MERRILL LYNCH & CO	5.450% 2/05/13	P	11/4/2008	8/17/2010	79,911	74,634	5,277
2,599.56	MERRILL LYNCH 05-A2	4.4934% 3/25/35	P	6/5/2006	1/25/2010	2,600	2,532	68
1,310.05	MERRILL LYNCH 05-A2	4.4934% 3/25/35	P	6/5/2006	2/25/2010	1,310	1,276	34
70,243.03	MERRILL LYNCH 05-A2	4.4934% 3/25/35	P	6/5/2006	3/15/2010	52,682	68,421	(15,739)
1,518.83	MERRILL LYNCH 05-A2	4.4934% 3/25/35	P	6/5/2006	3/25/2010	1,519	1,479	40
90,000	METLIFE INC	5.000% 6/15/15	P	6/12/2008	1/8/2010	96,273	86,560	9,713
25,000	MIDAMERICAN ENERGY	5.750% 4/01/18	P	1/11/2010	6/17/2010	27,625	26,755	870
50,000	MIDAMERICAN ENERGY	5.750% 4/01/18	P	8/28/2008	6/17/2010	55,249	49,736	5,513
25,000	MONSANTO CO NEW	5.125% 4/15/18	P	11/12/2008	1/22/2010	26,742	23,054	3,688
276.91	NALT SER 2009-A CL	2.91984% 12/15/11	P	6/2/2009	9/15/2010	277	277	-
6,895.73	NALT SER 2009-A CL	2.91984% 12/15/11	P	6/2/2009	10/15/2010	6,896	6,896	-
6,062.68	NALT SER 2009-A CL	2.91984% 12/15/11	P	6/2/2009	11/15/2010	6,063	6,063	-
5,405.75	NALT SER 2009-A CL	2.91984% 12/15/11	P	6/2/2009	12/15/2010	5,406	5,406	-
200,000	NATL RURAL UTILS	7.250% 3/01/12	P	3/6/2008	3/29/2010	220,540	221,554	(1,014)
75,000	PEPSICO INC	3.100% 1/15/15	P	1/11/2010	10/5/2010	80,159	74,917	5,242
20,000	SAFEWAY INC	6.250% 3/15/14	P	5/11/2010	7/27/2010	22,738	22,534	204
55,000	SAFEWAY INC	6.250% 3/15/14	P	5/11/2009	7/27/2010	62,529	59,259	3,270
100,000	SIMON PPTY GROUP LP	5.750% 5/01/12	P	12/7/2009	1/26/2010	107,750	105,754	1,996
65,000	SLM CORP	6.500% 6/15/10	P	4/16/2007	6/15/2010	46,735	44,982	1,753
100,000	TIME WANER CABLE INC	8.250% 4/01/19	P	1/4/2010	8/20/2010	127,982	119,962	8,020
50,000	TIME WARNER INC NEW	5.500% 11/01/11	P	4/13/2007	7/14/2010	53,125	50,102	3,023
75,000	TIME WARNER INC NEW	5.500% 11/01/11	P	12/10/2009	7/14/2010	79,688	80,144	(456)
100,000	TOYOTA MTR CR CORP	4.250% 3/15/10	P	3/31/2008	3/15/2010	100,000	103,070	(3,070)

(a) PROPERTY			(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
100,000	U S T NTS INFL IN 2.36778%	1/15/14	P	12/9/2009	6/22/2010	125,468	124,442	1,026
140,000	U S T NTS INFL IN 2.36778%	1/15/14	P	3/11/2008	6/22/2010	175,656	173,376	2,280
70,000	U S BANCORP MEDIUM 4.500%	7/29/10	P	6/5/2008	7/29/2010	70,000	70,993	(993)
140,000	U S T NTS INFL IND 2.77061%	7/15/17	P	3/3/2008	5/20/2010	164,277	162,146	2,131
140,000	U S T NTS INFL IND 2.77061%	7/15/17	P	3/6/2008	5/25/2010	164,106	162,374	1,732
60,000	U S T NTS INFL IND 2.77061%	7/15/17	P	11/25/2009	6/22/2010	70,902	70,129	773
35,000	U S T NTS INFL IND 2.77061%	7/15/17	P	3/6/2008	6/22/2010	41,360	40,593	767
55,000	U S TREAS NTS 0.625%	7/31/12	P	11/19/2010	12/6/2010	55,219	55,159	60
20,000	U S TREAS NTS 1.125%	6/30/11	P	6/29/2009	2/16/2010	20,177	20,007	170
5,000	U S TREAS NTS 1.125%	6/30/11	P	6/29/2009	2/22/2010	5,040	5,002	38
20,000	U S TREAS NTS 1.125%	6/30/11	P	6/29/2009	3/18/2010	20,140	20,007	133
105,000	U S TREAS NTS 1.125%	6/30/11	P	7/1/2009	4/6/2010	105,639	105,100	539
50,000	U S TREAS NTS 1.125%	6/30/11	P	4/1/2010	9/29/2010	50,328	50,340	(12)
195,000	U S TREAS NTS 1.125%	6/30/11	P	4/1/2010	11/8/2010	196,172	196,326	(154)
20,000	U S TREAS NTS 1.375%	2/15/13	P	4/22/2010	4/28/2010	19,937	19,912	25
195,000	U S TREAS NTS 1.375%	2/15/13	P	4/22/2010	6/22/2010	196,730	194,140	2,590
195,000	U S TREAS NTS 1.375%	2/15/13	P	4/22/2010	6/22/2010	(196,730)	(194,140)	(2,590)
85,000	U S TREAS NTS 1.375%	2/15/13	P	4/22/2010	7/2/2010	86,082	84,625	1,457
20,000	U S TREAS NTS 1.375%	2/15/13	P	4/22/2010	7/21/2010	20,293	19,912	381
1,655,000	U S TREAS NTS 1.375%	2/15/13	P	6/29/2010	8/11/2010	1,684,803	1,670,330	14,473
10,000	U S TREAS NTS 1.375%	2/15/13	P	2/24/2010	11/1/2010	10,223	9,989	234
95,000	U S TREAS NTS 1.500%	10/31/10	P	2/8/2010	6/16/2010	95,475	95,879	(404)
205,000	U S TREAS NTS 1.500%	10/31/10	P	2/8/2010	10/31/2010	205,000	206,883	(1,883)
35,000	U S TREAS NTS 1.875%	6/15/12	P	6/17/2009	1/14/2010	35,585	35,156	429
110,000	U S TREAS NTS 1.875%	6/15/12	P	6/17/2009	1/21/2010	111,993	110,490	1,503
120,000	U S TREAS NTS 1.875%	6/15/12	P	6/17/2009	1/25/2010	122,292	120,535	1,757
5,000	U S TREAS NTS 1.875%	6/15/12	P	6/17/2009	2/22/2010	5,089	5,022	67
15,000	U S TREAS NTS 1.875%	6/15/12	P	6/17/2009	3/18/2010	15,257	15,067	190
10,000	U S TREAS NTS 1.875%	6/15/12	P	6/17/2009	3/23/2010	10,171	10,045	126
605,000	U S TREAS NTS 1.875%	6/15/12	P	8/19/2009	4/22/2010	614,427	608,118	6,309
15,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	3/17/2010	14,944	14,937	7
85,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	3/19/2010	84,339	84,641	(302)
15,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	3/23/2010	14,926	14,937	(11)
10,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	4/5/2010	9,805	9,958	(153)
150,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	4/8/2010	147,966	149,367	(1,401)
35,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	4/14/2010	34,543	34,852	(309)
115,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	4/26/2010	113,670	114,515	(845)
80,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	6/2/2010	80,728	79,663	1,065
15,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	7/15/2010	15,416	14,937	479
10,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	7/20/2010	10,314	9,958	356
75,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	7/28/2010	77,033	74,684	2,349
70,000	U S TREAS NTS 2.250%	1/31/15	P	3/10/2010	8/12/2010	72,912	69,705	3,207
680,000	U S TREAS NTS 2.250%	1/31/15	P	4/6/2010	9/8/2010	708,369	676,587	31,782
20,000	U S TREAS NTS 2.250%	5/31/14	P	6/17/2009	1/7/2010	19,949	19,680	269
15,000	U S TREAS NTS 2.250%	5/31/14	P	6/17/2009	1/13/2010	14,989	14,761	228
15,000	U S TREAS NTS 2.250%	5/31/14	P	9/9/2009	2/2/2010	15,131	14,837	294
75,000	U S TREAS NTS 2.250%	5/31/14	P	9/9/2009	2/3/2010	75,580	74,918	662
300,000	U S TREAS NTS 2.250%	5/31/14	P	10/29/2009	2/5/2010	304,335	299,685	4,650
10,000	U S TREAS NTS 2.250%	5/31/14	P	10/29/2009	3/3/2010	10,121	9,990	131
10,000	U S TREAS NTS 2.250%	5/31/14	P	10/29/2009	3/4/2010	10,125	9,990	135
1,310,000	U S TREAS NTS 2.250%	5/31/14	P	12/9/2009	3/10/2010	1,320,183	1,314,372	5,811
105,000	U S TREAS NTS 2.625%	8/15/20	P	11/8/2010	11/9/2010	104,643	105,907	(1,264)
150,000	U S TREAS NTS 2.625%	8/15/20	P	11/8/2010	11/23/2010	148,857	151,096	(2,239)
5,000	U S TREAS NTS 2.750%	2/15/19	P	4/29/2009	1/6/2010	4,620	4,886	(266)
15,000	U S TREAS NTS 2.750%	2/15/19	P	4/29/2009	1/11/2010	13,865	14,657	(792)
15,000	U S TREAS NTS 2.750%	2/15/19	P	4/29/2009	1/19/2010	13,977	14,657	(680)
15,000	U S TREAS NTS 2.750%	2/15/19	P	4/29/2009	3/2/2010	14,106	14,657	(551)

(a) <u>PROPERTY</u>			(b) <u>HOW ACQUIRED</u>	(c) <u>DATE ACQUIRED</u>	(d) <u>DATE SOLD</u>	(e) <u>GROSS SALES PRICE</u>	(g) <u>BASIS</u>	(h) <u>GAIN OR (LOSS)</u>
85,000	U S TREAS NTS	2.750% 2/15/19	P	4/29/2009	3/8/2010	79,551	83,055	(3,504)
15,000	U S TREAS NTS	2.750% 2/15/19	P	4/29/2009	3/16/2010	14,115	14,657	(542)
75,000	U S TREAS NTS	2.750% 2/15/19	P	5/11/2009	4/15/2010	69,501	72,924	(3,423)
15,000	U S TREAS NTS	2.750% 2/15/19	P	5/11/2009	4/27/2010	14,071	14,477	(406)
220,000	U S TREAS NTS	2.750% 2/15/19	P	10/29/2009	4/30/2010	206,636	208,315	(1,679)
15,000	U S TREAS NTS	2.750% 2/15/19	P	10/29/2009	5/13/2010	14,243	14,180	63
10,000	U S TREAS NTS	2.750% 2/15/19	P	10/29/2009	6/15/2010	9,699	9,459	240
10,000	U S TREAS NTS	2.750% 2/15/19	P	10/29/2009	7/8/2010	9,918	9,462	456
75,000	U S TREAS NTS	2.750% 2/15/19	P	10/29/2009	7/22/2010	75,237	70,984	4,253
200,000	U S TREAS NTS	2.750% 2/15/19	P	1/25/2010	10/6/2010	209,593	189,401	20,192
295,000	U S TREAS NTS	2.750% 2/15/19	P	4/29/2010	10/13/2010	307,894	277,600	30,294
70,000	U S TREAS NTS	2.750% 2/15/19	P	4/29/2010	10/18/2010	73,057	65,671	7,386
55,000	U S TREAS NTS	3.250% 5/31/16	P	1/11/2010	2/4/2010	56,278	55,542	736
325,000	U S TREAS NTS	3.250% 5/31/16	P	2/5/2010	6/16/2010	338,863	335,240	3,623
30,000	U S TREAS NTS	3.500% 5/15/20	P	8/4/2010	11/23/2010	32,141	31,427	714
300,000	U S TREAS NTS	4.750% 8/15/17	P	2/12/2009	6/4/2010	342,176	348,117	(5,941)
525,000	U S TREAS NTS	1.39484% 7/15/18	P	10/31/2008	2/2/2010	538,705	459,485	79,220
5,000	U S TREASURY NOTES	1.000% 4/30/12	P	11/1/2010	11/8/2010	5,048	5,053	(5)
55,000	U S TREASURY NOTES	1.000% 4/30/12	P	8/30/2010	11/19/2010	55,490	55,512	(22)
15,000	U S TREASURY NOTES	1.000% 7/15/13	P	7/22/2010	9/23/2010	15,156	15,038	118
15,000	U S TREASURY NOTES	1.000% 7/15/13	P	7/22/2010	10/1/2010	15,167	15,038	129
30,000	U S TREASURY NOTES	1.000% 10/31/11	P	4/6/2010	5/20/2010	30,184	30,052	132
30,000	U S TREASURY NOTES	1.000% 10/31/11	P	4/6/2010	5/20/2010	30,184	30,052	132
30,000	U S TREASURY NOTES	1.000% 10/31/11	P	4/6/2010	5/20/2010	(30,184)	(30,052)	(132)
20,000	U S TREASURY NOTES	1.000% 10/31/11	P	4/6/2010	5/24/2010	20,115	20,034	81
195,000	U S TREASURY NOTES	1.000% 10/31/11	P	4/6/2010	6/22/2010	196,271	195,505	766
95,000	U S TREASURY NOTES	1.000% 12/31/11	P	7/21/2010	10/15/2010	95,827	95,746	81
20,000	U S TREASURY NOTES	1.750% 7/31/15	P	7/29/2010	8/26/2010	20,352	20,078	274
50,000	U S TREASURY NOTES	1.750% 7/31/15	P	7/29/2010	9/8/2010	50,771	50,195	576
90,000	U S TREASURY NOTES	4.000% 11/15/12	P	1/11/2010	3/4/2010	96,757	96,679	78
140,000	U S TREASURY NOTES	4.250% 1/15/11	P	4/1/2010	5/24/2010	143,538	144,217	(679)
105,000	U S TREASURY NOTES	4.250% 1/15/11	P	4/1/2010	9/2/2010	106,554	108,163	(1,609)
5,000	U S TREASURY NOTES	4.250% 1/15/11	P	4/1/2010	9/29/2010	5,059	5,151	(92)
5,000	U S TREASURY NOTES	4.500% 11/15/15	P	1/11/2010	5/25/2010	5,620	5,452	168
200,000	U S TREASURY NOTES	4.625% 8/31/11	P	1/14/2010	4/8/2010	210,937	212,501	(1,564)
45,000	U S TREASURY NOTES	5.125% 5/15/16	P	1/11/2010	2/4/2010	51,034	50,412	622
50,000	U S TREASURY NOTES	5.125% 5/15/16	P	1/11/2010	5/25/2010	57,887	56,014	1,873
250,000	U.S TREAS NTS	4.625% 2/29/12	P	1/11/2010	2/4/2010	269,403	268,848	555
55,000	U.S.TREAS NTS	4.625% 2/29/12	P	1/11/2010	12/10/2010	57,827	59,147	(1,320)
10,000	UNITEDHEALTH GROUP	4.875% 4/01/13	P	7/10/2008	9/16/2010	10,774	9,821	953
140,000	VERIZON COMMUNICATIO	5.550% 2/15/16	P	3/17/2010	6/4/2010	155,056	152,106	2,950
150,000	VODAFONE GROUP PLC	5.375% 1/30/15	P	4/8/2010	7/14/2010	163,889	161,360	2,529
140,000	VODAFONE GROUP PLC	5.500% 6/16/11	P	1/7/2010	4/8/2010	146,862	148,130	(1,268)
1,326.84	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	1/25/2010	1,327	1,302	25
1,199.86	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	2/25/2010	1,199	1,177	22
960.02	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	3/25/2010	960	942	18
708.81	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	4/25/2010	708	695	13
1,474.59	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	5/25/2010	1,474	1,447	27
827.72	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	6/25/2010	827	812	15
904.90	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	7/25/2010	905	888	17
1,444.64	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	8/25/2010	1,444	1,418	26
656.93	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	9/25/2010	657	644	13
531.04	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	10/25/2010	531	521	10
445.53	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	11/25/2010	445	437	8
468.30	WAMU MTG 05-AR7	2.78261% 8/25/35	P	6/9/2006	12/25/2010	468	459	9
531.78	WASHINGTON 2005-AR	2.63967% 3/25/35	P	6/8/2006	1/25/2010	532	515	17
847.52	WASHINGTON 2005-AR	2.63967% 3/25/35	P	6/8/2006	2/25/2010	847	822	25

(a) <u>PROPERTY</u>				(b) <u>HOW</u> <u>ACQUIRED</u>	(c) <u>DATE</u> <u>ACQUIRED</u>	(d) <u>DATE</u> <u>SOLD</u>	(e) <u>GROSS</u> <u>SALES</u> <u>PRICE</u>	(g) <u>BASIS</u>	(h) <u>GAIN</u> <u>OR</u> <u>(LOSS)</u>
726.39	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	3/25/2010	726	704	22
444.51	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	4/25/2010	444	431	13
446.95	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	5/25/2010	447	433	14
459.95	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	6/25/2010	460	446	14
466.79	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	7/25/2010	466	452	14
333.49	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	8/25/2010	333	323	10
164.22	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	9/25/2010	164	159	5
170.26	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	10/25/2010	170	165	5
287.34	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	11/25/2010	287	278	9
301.29	WASHINGTON	2005-AR 2.63967%	3/25/35	P	6/8/2006	12/25/2010	301	292	9
50,000	WELLS FARGO & CO NEW	4.375%	1/31/13	P	4/28/2010	8/19/2010	53,397	52,402	995
105,000	WELLS FARGO & CO NEW	4.375%	1/31/13	P	7/8/2009	8/19/2010	112,133	104,488	7,645
150,000	WELLS FARGO CORP DTD	07/31/01		P	5/6/2008	1/4/2010	160,125	157,897	2,228
100,000	WELLS FARGO CORP DTD	07/31/01		P	5/6/2008	10/27/2010	104,191	105,265	(1,074)
1,114.41	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	1/25/2010	1,114	1,122	(8)
1,831.77	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	2/25/2010	1,831	1,845	(14)
1,949.48	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	3/25/2010	1,949	1,964	(15)
2,435.39	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	4/25/2010	2,435	2,453	(18)
2,996.77	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	5/25/2010	2,997	3,019	(22)
2,944.72	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	6/25/2010	2,944	2,967	(23)
2,142.53	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	7/25/2010	2,142	2,158	(16)
2,144.72	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	8/25/2010	2,145	2,161	(16)
2,408.30	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	9/25/2010	2,408	2,426	(18)
2,516.97	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	10/25/2010	2,517	2,536	(19)
4,451.75	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	11/25/2010	4,451	4,485	(34)
2,187.50	WFMB SECS SER 2006 5.80211%		9/25/36	P	1/11/2007	12/25/2010	2,187	2,204	(17)
							<u>\$33,985,189</u>	<u>\$ 33,594,212</u>	<u>\$390,977</u>

**Charles A. Frueauff Foundation
2010 Grants**

Education:

Student Aid:

Alice Lloyd College Pippi Passes, KY	\$40,000	Scholarships
AR Single Parent Scholarship Fund Springdale, AR	\$60,000	Scholarships Operating Support
Bellevue University Bellevue, NE	\$25,000	Need-based Scholarships Endowed Scholarship Fund
Blackburn College Carlinville, IL	\$40,000	Endowed Scholarship Fund Science Building Construction
ChairScholars Odessa, FL	\$20,000	Scholarships
Christian Brothers University Memphis, TN	\$30,000	Engineering Scholarships
Franklin Pierce University Rindge, NH	\$35,000	Frueauff Scholars
Hendrix College Conway, AR	\$35,000	Annual Fund Scholarships
Hunter School of Social Work New York, NY	\$40,000	Masters of Social Work Scholarships with Children's Village
Lynchburg College Lynchburg, VA	\$15,000	Nursing Scholarships
Midway College Midway, KY	\$15,000	Career Development Program Scholarships
Piney Woods School Piney Woods, MS	\$50,000	Annual Fund Scholarships
Oglala Lakota College Kyle, SD	\$30,000	Scholarship Campaign

Oglethorpe University Atlanta, GA	\$40,000	Scholarships
Rust College Holly Springs, MS	\$50,000	Endowed Scholarship Fund
Savannah College of Art & Design Savannah, GA	\$20,000	Graduate Student Scholarships
Southern Scholarship Foundation Tallahassee, FL	\$40,000	Scholarships Endowment HDF Scholarship House
Spelman College Atlanta, GA	\$20,000	Senior Student Scholarships
Tougaloo College Tougaloo, MS	\$40,000	Presidential Scholarship Fund
Tusculum College Greenville, TN	\$40,000	Work-Study Scholarship Fund
U of A Clinton School of Public Service Little Rock, AR	<u>\$20,000</u>	Scholarship Fund

Total: \$705,000

Construction and Equipment:

AR Fallen Firefighters' Memorial, Inc Little Rock, AR	\$10,000	Phase II Construction Campaign
Millsaps College Jackson, MS	\$25,000	Classroom Renovation Technology Projects
University of the Ozarks Clarksville, AR	<u>\$100,000</u>	Ozarks' Capital Improvement Drive Jones Learning Center

Total: \$135,000

Special Programs:

American Humanics Kansas City, MO	\$20,000	General Support
AR Tech University Russellville, AR	\$20,000	Economics/Finance Student Award Unrestricted Endowment Fund

Caramoor Center for Music & the Arts Katonah, NY	\$20,000	Arts-in-Education Programs for underserved schools
College of St. Mary Omaha, NE	\$35,000	McAuley Scholars
Elon University Elon, NC	\$20,000	Leaders in Collaborative Service
Literacy Council of Fort Bend County Sugar Land, TX	\$5,000	<i>Adult Learning to Read</i>
Museum of Discovery Little Rock, AR	\$8,000	Collaboration with The Centers
Music Conservatory of Westchester White Plains, NY	\$30,000	Music Therapy Institute
Partnership with Children New York, NY	\$10,000	<i>Open Heart-Open Minds</i>
Persephone Productions Falls Church, VA	\$20,000	<i>To the Contrary</i> News Program
Public Policy Productions Palisades, NY	\$25,000	<i>Money & Medicine</i> Documentary
Rockhurst University Kansas City, MO	\$30,000	Center for Service Learning
Rolling Readers San Diego, CA	\$10,000	Salary Support
University of Scranton Scranton, PA	\$15,000	<i>University of Success</i>
Washington & Lee University Lexington, VA	<u>\$35,000</u>	Shepherd Alliance Intern Support

Total: \$303,000

Institutional Support:

DEBATE- Kansas City Kansas City, MO	\$10,000	Coaching Connections Support
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The Foundation Center New York, NY	\$12,000	National Programming Washington, D.C. Library
Joseph Pfeifer Kiwanis Camp Little Rock, AR	\$15,000	Salary Support Challenge Grant
Thea Foundation North Little Rock, AR	\$15,000	Operating Support
J. Austin White Cultural Center Eudora, AR	<u>\$15,000</u>	Program Director Salary Support

Total: \$67,000

Early Childhood Education:

Catholic Charities of Brooklyn & Queens Brooklyn, NY	\$50,000	Montessori Teacher Training
Jonestown Family Center for Education & Willness Jonestown, MS	\$25,000	Montessori and Toddler Programs
Mount Kisco Child Care Center Mount Kisco, NY	\$20,000	Scholarships
Neighbors Together Pleasant Hill, TN	\$20,000	B4 Books Literacy Program

Total: \$115,000

Education Total: \$1,325,000

Health:

Hospitals/Clinics:

AR Children's Hospital Little Rock, AR	\$80,000	Endowed Pediatric Dentistry Chair
Baptist Health Little Rock, AR	\$20,000	Nursing Student Scholarships
Chicot Memorial Medical Center Lake Village, AR	\$17,000	Chronic Disease Management Initiative
Conway Interfaith Clinic Conway, AR	\$15,000	Equipment

Memorial Sloan-Kettering Cancer Center New York, NY	\$15,000	Research Support
Northern Westchester Hospital Center Mount Kisco, NY	\$20,000	Community Health Outreach
Shriners Hospitals for Children Tallahassee, FL	\$20,000	General Support
Tallahassee Memorial Healthcare Fdn. Tallahassee, FL	<u>\$45,000</u>	Equipment

Total: \$232,000

Medical Schools:

Columbia University School of Nursing New York, NY	\$20,000	Scholarship Endowment Fund
Weill Cornell Medical College New York, NY	\$25,000	Research Support
FSU School of Nursing Tallahassee, FL	\$25,000	Program Support
Johns Hopkins School of Nursing Baltimore, MD	<u>\$50,000</u>	Returning Peace Corps Student Scholarship Fund

Total: \$120,000

Mental & Physical Health Support Services:

Arc of Fort Bend County Sugar Land, TX	\$1,500	Employment Assistance Program
Alzheimer's Project of Tallahassee Tallahassee, FL	\$25,000	Program Expansion
Camp Aldersgate Little Rock, AR	\$20,000	Program and Operating Support
Independence Village Texas City, TX	\$20,000	Operating Support

LSA Family Health Services New York, NY	\$20,000	Maternity Outreach Program
Making Headway Chappaqua, NY	\$20,000	Education Services Support
Melmark Berwyn, PA	\$25,000	Operating Support
St. Christopher's Inc. Dobbs Ferry, NY	\$30,000	Residential Treatment and Special Education Programs
Sunshine Center Galveston, TX	<u>\$25,000</u>	Day Habilitation & Employment Programs

Total: \$186,500

Community & National Organizations

AR Prostate Cancer Fdn. Little Rock, AR	\$15,000	General Operating Support
Big Bend Hospice Fdn. Tallahassee, FL	\$35,000	Expansion Project
Capital Medical Society Fdn. Tallahassee, FL	\$40,000	<i>We Care Network</i>
CARTI Foundation Little Rock, AR	\$35,000	Low-income Patient Support
The Children's Health Fund New York, NY	\$15,000	New Orleans Clinic Support
Daughters of Charity Services Dumas, AR	\$15,000	Diabetes Self Management Education Program
The Floating Hospital New York, NY	\$20,000	General Operating Support
Guiding Eyes for the Blind Yorktown, NY	\$30,000	General Operating Support
House of Mercy Belmont, NC	\$6,000	Salary Support

International Hearing Dog Henderson, CO	\$40,000	General Operating Support
Lee's Place Tallahassee, FL	\$2,000	Counseling Services Support
Methodist Family Health Little Rock, AR	\$15,000	AR Cares Building Renovation
National Hypertension Assoc. New York, NY	\$10,000	Research Support
Recording for the Blind & Dyslexic Princeton, NJ	\$35,000	Challenge Grant
Sanctuary Hospice House Tupelo, MS	\$25,000	General Operating Support
The Tristesse Healing Hearts Grief Center Tulsa, OK	\$15,000	Program & Operating Support
Visiting Nurse Service New York, NY	<u>\$35,000</u>	Nurse-Family Partnership Program

Total: \$388,000

Health Total: \$926,500

Human Services:

Boys & Girls Clubs:

Boys & Girls Clubs of the AR River Valley Russellville, AR	\$40,000	Life Skills Program Summer Camps
Boys & Girls Clubs of the Big Bend Tallahassee, FL	\$40,000	Program Support
Boys & Girls Clubs of Central AR Little Rock, AR	\$25,000	<i>Project HOPE</i>
Boys & Girls Club of Phillips County Helena, AR	\$17,000	Education Program Support
Boys & Girls Clubs of Saline County Benton, AR	\$12,000	Alexander Unit Program Support

Boys Club of New York New York, NY	<u>\$40,000</u>	Independent School Placement Program
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Total: \$174,000

Youth Services:

Advocacy Center for Children Galveston, TX	\$15,000	Program Support
Age to Age Wesley Fdn. Russellville, AR	\$40,000	Program Support
Alpha House, Home for Boys Tupelo, MS	\$30,000	General Operating Support
AR Sheriffs' Youth Ranches Batesville, AR	\$35,000	General Operating Support
Big Brother Big Sisters of N Central AR, River Valley Branch Conway, AR	\$15,000	Mentoring Program Support
Big Brother Big Sisters of New York City New York, NY	\$25,000	Mentoring Program Support
Boys Choir of Tallahassee Tallahassee, FL	\$50,000	General Support
Boys, Girls, Adults CDC Marvell, AR	\$25,000	Program Support
Brooklyn Bureau of Community Service Brooklyn, NY	\$20,000	Educational Services
Capital City Youth Tallahassee, FL	\$4,000	Crisis Center Support
Child Advocates of Fort Bend Rosenberg, TX	\$5,000	General Support
Children's Aid Society New York, NY	\$40,000	Fitness and Recreation Program Support
Children's Village Dobbs Ferry, NY	\$20,000	Aftercare Program

Domus Stamford, CT	\$5,000	<i>Project Hope</i> Support
Family Services of Westchester Port Chester, NY	\$13,000	Youth Council Support
Florida Children's Home Lakeland, FL	\$25,000	Renovation Project
Good Shepherd Services New York, NY	\$35,000	After-School and Summer Programs
Inwood House New York, NY	\$30,000	<i>Teen Choice</i> Program
Just Communities of AR Little Rock, AR	\$5,000	<i>Our Campus</i> Program
Kids in Crisis Cos Cob, CT	\$4,000	Salary Support
Kids in the Middle St. Louis, MO	\$20,000	Counseling Program Support
Lighthouse Children's Home Tallahassee, FL	\$25,000	Van Purchase
P.A.R.K. Little Rock, AR	\$40,000	Program Support
Petit Jean Youth Fdn. Morrilton, AR	\$40,000	Program Support
Pyles Boys Camp Valencia, CA	\$20,000	Operating Support and the Wellness Center
Safe Horizon New York, NY	\$12,000	<i>Streetwork Project</i>
Spaulding for Children Houston, TX	\$6,000	Adoption Services Support
Tutwiler Community Education Center Tutwiler, MS	\$15,000	After-School Teen Programs

Youth Empowerment Project \$20,000 New Orleans, LA	General Operating Support
Young People's Chorus <u>\$10,000</u> New York, NY	Scholarship Support
Total: \$649,000	
<u>Community Programs:</u>	
American Red Cross of Greater AR Little Rock, AR \$10,000	Disaster Response Programs
AR Coalition for Excellence \$15,000 Little Rock, AR	Salary Support Non-profit Research
Big Bend Habitat for Humanity Tallahassee, FL \$20,000	Partnership with FSU
Center for Family Life in Sunset Park Brooklyn, NY \$20,000	General Operations
Centers for Youth & Families Little Rock, AR \$43,000	Parent Center Support
Echo Outreach Ministries \$35,000 Tallahassee, FL	Program Support
Elder Care Services \$35,000 Tallahassee, FL	Elder Day Stay Scholarships
Elder Help of San Diego \$5,000 San Diego, CA	Concierge Club
Grand Street Settlement \$35,000 New York, NY	General Operating Support
Legal Aid Society \$25,000 New York, NY	Civil Practice Support
Metropolitan Inter-Faith Assoc. Memphis, TN \$25,000	General Operating Support
Midnight Run \$25,000 Dobbs Ferry, NY	General Operating Support

MidSouth Delta LISC Greenville, MS	\$15,000	General Operating Support
Neighbors Link Mount Kisco, NY	\$35,000	General Operating Support
Polk County Long Term Recovery Mena, AR	\$20,000	Building Materials
Step Up Savannah Savannah, GA	\$15,000	<i>Leadership Neighborhoods Initiative</i>
United Way of the Big Bend Tallahassee, FL	\$50,000	Campaign Support
Volunteers of America of Florida Tampa, FL	<u>\$7,000</u>	Program Support

Total: \$435,000

Employment Services:

Broadway Community, Inc. New York, NY	\$35,000	<i>Career Step</i> Program Support
Reconcile New Orleans New Orleans, LA	\$75,000	Program Support
YWCA of the City of New York New York, NY	<u>\$25,000</u>	Women's Empowerment Network

Total: \$135,000

Housing Support:

Covenant House New Orleans, LA	\$10,000	General Operating Support
Interfaith Hospitality Network Little Rock, AR	\$15,000	General Operating Support
Our House Little Rock, AR	\$17,000	Shelter & Family Housing Program
Providence Community Housing New Orleans, LA	\$75,000	Lafitte Redevelopment Project

Refuge House Tallahassee, FL	\$5,000	Transitional Housing Program
S.A.F.E., Inc. Tupelo, MS	<u>\$15,000</u>	Emergency Shelter Grant Match

Total: \$137,000

Hunger Response:

America's 2 nd Harvest of the Big Bend Tallahassee, FL	\$30,000	Salary Support
America's 2 nd harvest of Coastal Georgia Savannah, GA	\$15,000	Kids Café Milk Purchase
Arkansas Rice Depot Little Rock, AR	\$40,000	Food Delivery Support
City Harvest New York, NY	\$56,000	Program Support
Connecticut Food Bank New Haven, CT	\$7,000	Program Expansion
The Food Bank of Lower Fairfield County Stamford, CT	\$5,000	Truck Purchase Fund
Food for Thought Forestville, CA	\$20,000	Food Purchase
Fort Bend Seniors Meals on Wheels Rosenberg, TX	\$3,000	Purchase of Coolers
Franklin's Promise Coalition Apalachicola, FL	\$23,000	Food Pantry Support
Horticultural Society of NY New York, NY	\$20,000	<i>GreenHouse & GreenTeam Services</i>
Hunters for the Hungry Big Island, VA	\$20,000	Processing & Distributing Meat
Island Harvest Mineola, NY	\$20,000	Program Expansion

Potluck Little Rock, AR	\$10,000	Kids' Pantry Support
San Diego Hunger Coalition San Diego, CA	\$8,000	Food Stamp Outreach Match
Society of St Andrew Birmingham, AL	\$10,000	Agency Support
Society of St. Andrew Orlando, FL	\$20,000	Agency Support
Society of St. Andrew Mathiston, MS	\$25,000	Program Expansion
St. Vincent's Episcopal House Galveston, TX	<u>\$6,000</u>	Food Purchase

Total: \$338,000






Human Services Total: \$1,868,000

Total for 2010 Grants: \$4,119,500

Additional Data

Software ID:
Software Version:
EIN: 13-5605371
Name: CHARLES A FRUEAUFF FOUNDATION INC

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID A FRUEAUFF 	PRESIDENT 40 00	147,079	0	0
1711 WELLINGTON WOODS DRIVE LITTLE ROCK, AR 72211				
SUE M FRUEAUFF 	SEC/TRUSTEE 40 00	137,180	0	0
3101 MISTY LANE LITTLE ROCK, AR 72227				
JAMES P FALLON ESQ 	VP/TRUSTEE 25 00	123,084	0	0
17 MARSH TOWER LANE SAVANNAH, GA 31411				
AC MCCULLY 	TRUSTEE 5 00	57,000	0	0
730 LIVE OAK PLANT TALLAHASSEE, FL 32312				
ANNA KAY FRUEAUFF-WILLIAMS 	VP/TRUSTEE 40 00	114,593	0	0
3711 OAKWOOD ROAD LITTLE ROCK, AR 72205				