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Return of Private Foundation

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

2010

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

For calendar year 2010, or tax year beginning _____, and ending _____

- 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

LOUIS F. & VIRGINIA C. BANTLE CHARITABLE FOUNDATION, INC

A Employer identification number

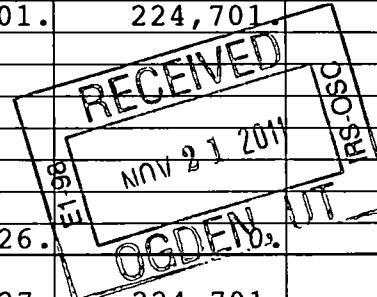
22-3199626Number and street (or P O box number if mail is not delivered to street address) Room/suite
ONE CENTRE STREETCity or town, state, and ZIP code
DARIEN, CT 06820

B Telephone number

203-656-4461H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationC 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 ► I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
► \$ **6,565,413.** (Part I, column (d) must be on cash basis)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 ► **Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	412,675.		N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	9,078.	9,078.		STATEMENT 1
4	Dividends and interest from securities	129,225.	129,225.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<135,793.>			
b	Gross sales price for all assets on line 6a	2,770,007.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	<66,713.>	<66,713.>		STATEMENT 3
12	Total. Add lines 1 through 11	348,472.	71,590.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 4 2,100.	0.		2,100.
c	Other professional fees	STMT 5 224,701.	224,701.		0.
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6 2,826.			2,826.
24	Total operating and administrative expenses. Add lines 13 through 23	229,627.	224,701.		4,926.
25	Contributions, gifts, grants paid	445,454.			445,454.
26	Total expenses and disbursements. Add lines 24 and 25	675,081.	224,701.		450,380.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	<326,609.>			
b	Net investment income (if negative, enter -0-)		0.		
c	Adjusted net income (if negative, enter -0-)			N/A	


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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	128,453.	394,354.	394,354.
	2 Savings and temporary cash investments			
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations	STMT 8		
	b Investments - corporate stock		536,516.	323,388.
	c Investments - corporate bonds			261,421.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans	STMT 9		
	13 Investments - other		5,998,700.	5,612,097.
	14 Land, buildings, and equipment basis ►			5,909,638.
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers)		6,663,669.	6,329,839.
	17 Accounts payable and accrued expenses			
Liabilities	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		694,414.	694,414.
	29 Retained earnings, accumulated income, endowment, or other funds		5,969,255.	5,635,425.
	30 Total net assets or fund balances		6,663,669.	6,329,839.
	31 Total liabilities and net assets/fund balances		6,663,669.	6,329,839.

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	6,663,669.
2 Enter amount from Part I, line 27a	2	<326,609.>
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	6,337,060.
5 Decreases not included in line 2 (itemize) ►	5	7,221.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,329,839.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED		P	VARIOUS	12/31/10
b CRYSTAL RIVER CAP INC		P	VARIOUS	12/31/10
c FLOW THRU FROM PARTNERSHIPS		P	VARIOUS	12/31/10
d FLOW THRU FROM PARTNERSHIPS		P	VARIOUS	12/31/10
e SEE ATTACHED		P	VARIOUS	12/31/10
(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 1,547,900.		1,447,255.	100,645.	
b 7,020.		232,116.	<225,096.>	
c		2,703.	<2,703.>	
d 23,145.			23,145.	
e 1,191,942.		1,223,726.	<31,784.>	
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			100,645.	
b			<225,096.>	
c			<2,703.>	
d			23,145.	
e			<31,784.>	
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	<135,793.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }		3	N/A

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	307,432.	6,145,187.	.050028
2008	314,385.	7,947,010.	.039560
2007	535,617.	9,344,882.	.057317
2006	177,644.	8,804,299.	.020177
2005	309,865.	8,268,740.	.037474

2 Total of line 1, column (d)

2 .204556

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 .040911

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 6,035,382.

5 Multiply line 4 by line 3

5 246,914.

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

6 0.

7 Add lines 5 and 6

7 246,914.

8 Enter qualifying distributions from Part XII, line 4

8 450,380.

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

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

Part VII-A Statements Regarding Activities

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Part VII-A Statements Regarding Activities (continued)

11	X
12	X
13	X
Website address ► N/A	
14 The books are in care of ► BANTLE FAMILY INVESTMENTS Located at ► ONE CENTRE STREET, DARIEN, CT	Telephone no ► 203-656-4461 ZIP+4 ► 06820
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15 N/A ► []
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? 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 ►	16 Yes X No X

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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 <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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► []	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 X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► _____ , _____ , _____ , _____ , _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	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 ► _____ , _____ , _____ , _____ , _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)		3b X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes No
 Yes No
 Yes No
 Yes No
 Yes No

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

N/A
►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

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

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

Yes No

6b

X

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

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

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

Yes No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Louis F. BANTLE 11730 VALEROS COURT, OLD PALM GOLF CL PALM BEACH GARDENS, FL 33418	DIRECTOR 0.00	0.	0.	0.
VIRGINIA C. BANTLE 11730 VALEROS COURT, OLD PALM GOLF CL PALM BEACH GARDENS, FL 33418	DIRECTOR 0.00	0.	0.	0.
ROBERT BANTLE 152 CAT ROCK ROAD COS COB, CT 06807	PRESIDENT 1.00	0.	0.	0.
TERRI ANN WALKER 21 ROWAYTON AVE. ROWAYTON, CT 06853	SECRETARY 1.00	0.	0.	0.

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

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

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

►

0

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

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

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

0

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.

Number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	
1	N/A
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1a	6,127,291.
b Average of monthly cash balances	1b	
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	6,127,291.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	6,127,291.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	91,909.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,035,382.
6 Minimum investment return. Enter 5% of line 5	6	301,769.

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

1 Minimum investment return from Part X, line 6	1	301,769.
2a Tax on investment income for 2010 from Part VI, line 5	2a	
b Income tax for 2010 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	0.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	301,769.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	301,769.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	301,769.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	450,380.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	450,380.
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	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	450,380.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				301,769.
2 Undistributed income, if any, as of the end of 2010			54,092.	
a Enter amount for 2009 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 450,380.			54,092.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2010 distributable amount				301,769.
e Remaining amount distributed out of corpus		94,519.		
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:		94,519.		
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr				0.
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)		0.		
8 Excess distributions carryover from 2005 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a		94,519.		
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010		94,519.		

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

N/A

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

4942(j)(3) or 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

- c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> SEE ATTACHED STATEMENT				445,454.
Total				► 3a 445,454.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Relationship of Activities to the Accomplishment of Exempt Purposes

LOUIS F. & VIRGINIA C. BANTLE CHARITABLE
FOUNDATION, INC

Form 990-PF (2010)

22-3199626 Page 13

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

Sign Here

11/15/11

Signature of officer or trustee

Date

Title

Paid
Preparer
Use OnlyPrint/Type preparer's name
DOMINIC SANTELLAPreparer's signature
Date
11/13/11Check if self-employed

PTIN

Firm's name ► SANTELLA, BREEDEN & COMPANY, LLC

Firm's EIN ►

Firm's address ► 1700 BEDFORD STREET
STAMFORD, CT 06905

Phone no (203) 325-1548

LOUIS F. & VIRGINIA C. BANTLE CHARITABLE

22-3199626

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

SOURCE	AMOUNT
BANWALK HOLDINGS	3,860.
DEUTSCHE BANK ALEX BROWN	4,500.
GRAYSTONE VENTURES	72.
RFE PARTNERS	646.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	9,078.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANWALK HOLDINGS	1,891.	0.	1,891.
DEUTSCHE BANK ALEX BROWN	18,925.	0.	18,925.
GRAYSTONE VENTURES	92.	0.	92.
MORGANSTANLEY	108,317.	0.	108,317.
TOTAL TO FM 990-PF, PART I, LN 4	129,225.	0.	129,225.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME (LOSS) FROM FLOW THROUGHS	<66,713.>	<66,713.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<66,713.>	<66,713.>	

LOUIS F. & VIRGINIA C. BANTLE CHARITABLE

22-3199626

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,100.	0.		2,100.
TO FORM 990-PF, PG 1, LN 16B	2,100.	0.		2,100.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	180,000.	180,000.		0.
MANAGED ACCOUNT FEES	44,701.	44,701.		0.
TO FORM 990-PF, PG 1, LN 16C	224,701.	224,701.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE AND MISC	2,826.	0.		2,826.
TO FORM 990-PF, PG 1, LN 23	2,826.	0.		2,826.

FORM 990-PF

OTHER DECREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 7

DESCRIPTION

AMOUNT

PARTNERSHIP FLOW THRU BOOK-TAX DIFFERENCES

7,221.

TOTAL TO FORM 990-PF, PART III, LINE 5

7,221.

STATEMENT(S) 4, 5, 6, 7

LOUIS F. & VIRGINIA C. BANTLE CHARITABLE

22-3199626

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BT ALEX BROWN	323,388.	261,421.
TOTAL TO FORM 990-PF, PART II, LINE 10B	323,388.	261,421.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BANWALK HOLDINGS	COST	1,004,678.	929,032.
GRAYSTONE VENTURE FUND, L.P.	COST	158,556.	274,465.
GS MEZZANINE PTRS.	COST	408,914.	321,945.
RFE INVESTMENT PTRS VI, LP	COST	87,195.	24,393.
RIDGEWOOD POWER TRUST	COST	40,040.	40,040.
ENDOWMENT TEI FUND	COST	0.	0.
MORGAN STANLEY	COST	3,912,714.	4,319,763.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,612,097.	5,909,638.

Bantle Charitable Foundation
2010 Charitable Donations

Sum of Amount	
Name	Total
American Cancer Society	\$1,000
Buoniconti Fund	\$80,000
Everglades Foundation	\$1,000
Family Centers Inc.	\$10,500
Farm Creek Preserve	\$3,000
Greens Farms Academy	\$20,000
Historical Society of Greenwich	\$5,000
Juvenile Diabetes Research Foundaiton	\$27,000
Windward School	\$15,000
YWCA, Greenwich	\$5,000
American Heart Association	\$500
Breast Cancer Alliance	\$1,500
Kids in Crisis	\$5,000
Obie Harrington-Howes FDTN	\$1,000
High Watch	\$350
Central Park Conservancy	\$2,500
Builders Beyond Borders	\$1,000
National Resource Defense Council	\$5,000
Multiple Myeloma Research Foundation	\$5,000
American Camp Association	\$2,000
Fairfield County Community Fund	\$1,000
Wounded Warrior Project	\$1,000
Desert Classic Charities	\$12,000
Tickets for Charity	\$2,564
Carlos Otis Stratton Mnt. Clinic	\$10,000
Darien Public Library	\$1,000
Maritime Center	\$3,500
Room to Read	\$250
International Institute of Alcohol Educat	\$150,000
Juvenile Diabetes Foundation	\$900
Save our Daughters International	\$1,500
E. Milbrook Forshay Cancer Center	\$50,000
12 Meter Yatch Development Fund	\$1,000
Jordyn Cook Epilepsy Fund	\$2,500
Brewster Academy	\$2,890
Earth Pace Foundation	\$1,000
Greenwich Hospital	\$10,000
Light and Life Foundation, Inc.	\$1,000
Greenwich EMS	\$1,000
Greenwich Chamber of Commerce	\$1,000
Grand Total	\$445,454

Morgan Stanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

ACTIVITY
ACTIVITIES FOR THE PERIOD DECEMBER 1-31, 2010
CURRENT POSITION

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credit/(Debit\$)
12/15	Automatic Investment	BANK DEPOSIT PROGRAM	45,000.00
12/16	Automatic Redemption	BANK DEPOSIT PROGRAM	(27.41)
12/17	Automatic Investment	BANK DEPOSIT PROGRAM	130,073.33
12/20	Automatic Redemption	BANK DEPOSIT PROGRAM	(129,844.45)
12/21	Automatic Investment	BANK DEPOSIT PROGRAM	93.31
12/28	Automatic Investment	BANK DEPOSIT PROGRAM	71.92
12/30	Automatic Investment	BANK DEPOSIT PROGRAM	27.96
12/30	Automatic Investment	BANK DEPOSIT PROGRAM	7.13
NET ACTIVITY FOR PERIOD			\$139,790.00

SECURITY ACTIVITY

SECURITY TRANSFERS

Date	Activity Type	Security (Symbol)	Comments	Quantity	Accrued Interest	Amount
12/14	Transfer into Account	STEREO TAVIS INC		2,946,000		\$10,576.14

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
APPLE INC	12/16/09	10/08/10	500,000	\$145,942.53	Please Provide	N/A	109.43.
BLACKROCK INTL OPPORT A	12/16/09	06/18/10	175,871	5,000.01	5,330.65	(330.64)	
BLACKROCK US OPPORTUNITIES A	12/16/09	12/15/10	1,304,121	50,000.00	41,301.50	8,698.50	
DELAWARE LTD-TERM DIVERS INC A	05/05/10		5,567,929	50,000.00	48,552.29	1,447.71	
	08/05/09	05/07/10	2,237,136	20,000.00	19,507.80	492.20	
	08/05/09	07/15/10	1,121,076	10,000.00	9,775.77	224.23	
	08/05/09	08/23/10	1,109,878	10,000.00	9,678.13	321.87	
	08/05/09	10/13/10	2,335,525	21,113.12	20,385.75	747.37	
	08/21/09	10/13/10	82,265	743.67	719.00	24.67	
	09/22/09	10/13/10	138,445	1,251.54	1,223.85	27.69	
	10/22/09	10/13/10	137,456	1,242.60	1,221.98	20.62	
	11/20/09	10/13/10	134,333	1,214.37	1,195.56	18.81	
	11/20/09	10/13/10	78,138	706.37	695.43	10.94	

CONTINUED

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period December 1-31, 2010

Activity

Louisiana State University Foundation
Louisiana State University Foundation
Charitable Foundation

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	12/17/09	10/13/10	1,118,568	10,111.84	10,000.00	111.84	
	12/22/09	10/13/10	133,738	1,208.99	1,190.27	18.72	
	01/22/10	10/13/10	38,212	345.44	342.38	3.06	
	02/22/10	10/13/10	40,307	364.37	359.94	4.43	
	03/22/10	10/13/10	37,124	335.60	333.00	2.60	
	04/22/10	10/13/10	36,316	328.30	326.48	1.82	
	05/21/10	10/13/10	28,000	253.12	248.92	4.20	
	06/22/10	10/13/10	18,299	165.42	162.86	2.56	
	07/22/10	10/13/10	12,562	113.56	112.30	1.26	
	08/20/10	10/13/10	10,453	94.50	94.08	0.42	
	09/22/10	10/13/10	8,351	75.54	75.41	0.13	
FEDERATED PRUDENT BEAR A	12/16/09	12/15/10	4,192,872	20,000.00	23,060.80	(3,060.80)	
HENDERSON INTL OPPORTUNITIES A	12/16/09	06/18/10	263,852	4,999.99	5,321.17	(327.18)	
LOOMIS SAYLES STRAT INC A	03/10/05	06/18/10	709,723	10,000.00	10,390.34	(390.34) A	
	03/10/05	08/23/10	1,389,854	20,000.00	20,347.46	(347.46) A	
	03/10/05	12/15/10	2,732,241	40,000.01	40,000.01	0.00 A	
LORD ABBETT SHT DURATION INC A	08/05/09	05/05/10	10,845,987	50,000.00	48,590.02	1,409.98	
	08/05/09	05/07/10	4,357,298	20,000.00	19,520.70	479.30	
	08/05/09	07/15/10	2,169,197	10,000.00	9,718.00	282.00	
	08/05/09	08/23/10	2,155,172	10,000.00	9,655.17	344.83	
	08/05/09	10/13/10	4,324,180	20,237.16	19,372.33	864.83	
	09/03/09	10/13/10	322,683	1,505.49	1,450.79	54.69	
	10/05/09	10/13/10	396,055	1,853.54	1,798.09	55.46	
	11/04/09	10/13/10	349,402	1,635.20	1,589.78	45.42	
	12/03/09	10/13/10	332,652	1,556.81	1,520.22	36.59	
	12/17/09	10/13/10	2,183,406	10,218.34	10,000.00	218.34	
	12/23/09	10/13/10	91,048	426.10	414.27	11.83	
	12/31/09	10/13/10	224,535	1,050.82	1,019.39	31.43	
	01/29/10	10/13/10	105,242	492.53	482.01	10.52	
	02/26/10	10/13/10	103,871	486.12	475.73	10.39	
	03/31/10	10/13/10	102,207	478.33	469.13	9.20	
	04/30/10	10/13/10	102,690	480.59	473.40	7.19	
	05/28/10	10/13/10	63,061	295.13	288.82	6.31	
	06/30/10	10/13/10	46,664	218.39	214.19	4.20	
	07/30/10	10/13/10	42,551	199.14	197.01	2.13	
	08/31/10	10/13/10	37,050	173.39	171.91	1.48	
	09/30/10	10/13/10	31,442	147.15	146.52	0.63	
MAINSTAY LARGE CAP GRW A	08/27/10	12/15/10	9,379,509	65,000.00	54,119.77	10,880.23	

CONTINUED

CLIENT STATEMENT | For the Period December 1-31, 2010

Morgan Stanley
SmithBarney

1001 PENN AVENUE, N.W.
WASHINGTON, D.C. 20004
T 202.963.1000 F 202.963.1001
www.smithbarney.com

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
MFS EMERGING MARKETS DEBT A	12/16/09	08/23/10	658.328	10,000.00	9,275.83	724.17	
OPPENHEIMER INTL BOND FD CL A	12/16/09	12/15/10	1,380.262	19,998.99	19,447.88	552.11	
PIMCO TOTAL RETURN A	12/16/09	12/15/10	762.195	5,000.00	4,984.75	15.25	
PIONEER OAK RIDGE SM-CP GR A	12/16/09	06/18/10	3,086.420	20,000.00	20,185.16	(185.16)	
PRUDENTIAL JENNISON NAT RES A	12/16/09	06/18/10	896.057	10,000.00	9,381.71	618.29	
ROOSEVELT MULTI-CAP	08/27/10	08/23/10	1,737.619	20,000.00	18,192.85	1,807.15	
THORNBURG INT'L VALUE A	12/16/09	12/15/10	16,468.521	176,048.32	172,425.25	3,623.07	
VAN ECK INT'L INV GOLD FD A	12/16/09	12/15/10	2,240.553	23,951.68	23,413.76	537.92	
VANGUARD TOTAL BOND MARKET	12/16/09	01/20/10	209.380	5,000.00	4,602.17	397.83	
Net Realized Gain/(Loss) This Period				\$784,955.96	\$712,122.13	\$72,803.83	
Net Realized Gain/(Loss) Year to Date				\$1,547,899.91	\$1,312,255.04	\$89,702.34	
					+ \$35,002	Ampl + \$19,931	Information about gain/loss reporting.
							From January through September, realized gain/loss information will be shown only for trades settling in the current month, and/or certain adjustments (to previously closed lots) made in the current month. From October through December, in order to provide information for year-end investment planning, complete year to date realized gain/loss detail will be displayed for trades settling through the last business day of the year.
							See the end of the Holdings for definitions of all lettered and numbered footnotes

ACTIVITY

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period November 1- December 31, 2010

ACTIVITY

Louis Prantte & Associates
670-Quincy St.
Charitable Foundation

CASH FLOW ACTIVITY BY DATE

Transaction Settlement	Date	Activity Type	Description	Comments	Quantity	Price	Credits/(Debits)
	12/3	Funds Received	WIRED FUNDS RECEIVED			\$96,041.00	\$96,041.00
	12/10	Funds Transferred	FUNDS TRANSFERRED	PER VERBAL INSTRUCTION TO 570-013402-000 AO 12/10/10			(96,041.00)
							\$0.00

MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY

Date	Activity Type	Description	Date	Acquired	Sold	Quantity	Sales	Org / Adj	Total Cost	Realized Gain/(Loss)	Comments
12/6	Automatic Investment	MS ACTIVE ASSETS MONEY TRUST								\$16.13	
12/13	Automatic Redemption	MS ACTIVE ASSETS MONEY TRUST								(102.18)	
										(119.45)	
										57.77	
										35.54	
										(182.42)	
										(431.08)	
										(152.41)	

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Proceeds	Org / Adj	Total Cost	Realized Gain/(Loss)	Comments
3M COMPANY	12/17/09	06/03/10	6,000	\$468.37		\$484.50	\$16.13	
	12/17/09	06/07/10	21,000	1,593.57		1,695.75	(102.18)	
	12/17/09	06/08/10	18,000	1,334.05		1,453.50	(119.45)	
	12/17/09	08/23/10	65,000	5,306.51		5,248.74	57.77	
	12/17/09	08/23/10	40,000	3,265.54		3,230.00	35.54	
	07/26/10	08/23/10	34,000	2,775.71		2,958.13	(182.42)	
ABBOTT LABORATORIES	12/17/09	08/23/10	131,000	6,565.62		6,996.70	(431.08)	
	03/11/10	08/23/10	30,000	1,503.58		1,655.99	(152.41)	
ACCENTURE PLC IRELAND CL A	12/17/09	02/10/10	39,000	1,558.54		1,621.09	(62.55)	
	12/17/09	08/23/10	189,000	7,203.36		7,856.07	(652.71)	
ACTIVISION BLIZZARD INC	01/15/10	04/28/10	75,000	817.36		818.53	(1.17)	
	01/15/10	05/05/10	26,000	278.44		283.76	(5.32)	
	01/26/10	05/05/10	96,000	1,028.07		970.39	57.68	
	02/12/10	05/05/10	38,000	406.95		416.80	(9.85)	
	02/16/10	05/05/10	38,000	406.95		417.93	(10.98)	
ADOBE SYSTEMS	12/17/09	04/19/10	86,000	2,900.83		3,195.75	(294.92)	
AGNICO EAGLE MINES LTD	12/17/09	01/21/10	29,000	1,571.23		1,573.25	(2.02)	
	12/17/09	01/21/10	22,000	1,191.96		1,193.50	(1.54)	
	12/23/09	01/21/10	9,000	487.62		500.20	(12.58)	
AIR PROD & CHEM INC	04/14/10	08/23/10	23,000	1,730.72		1,736.04	(5.32)	

CONTINUED

Morgan Stanley SmithBarney

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

**Louis F. Baumer, Vice Chairman
Chief Executive Officer
Morgan Stanley**

**John A. Mackey, President
Chief Executive Officer
Smith Barney Financial**

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Proceeds	Org / Adj Total Cost	Realized Gain/(Loss)	Comments
ALLEGHENY TECH INC	04/28/10	08/23/10		22,000	1,655.47	1,703.33	(47.86)	
	12/17/09	05/20/10		9,000	433.03	363.96	69.07	
	12/17/09	08/23/10		69,000	2,979.88	2,790.35	189.53	
	07/13/10	08/23/10		29,000	1,252.41	1,411.53	(159.12)	
	08/12/10	08/23/10		10,000	431.87	448.20	(16.33)	
ALLSTATE CORP	12/17/09	01/27/10		52,000	1,563.04	1,412.02	91.02	
	12/17/09	02/04/10		94,000	2,738.75	2,660.95	77.80	
AMERICAN TOWER CP CLASS A	12/17/09	08/23/10		129,000	6,090.33	5,388.39	721.94	
AON CORP	12/17/09	05/19/10		41,000	1,657.67	1,544.35	113.32	
	12/17/09	06/10/10		58,000	2,212.15	2,184.69	27.46	
	07/28/10	08/23/10		87,000	3,228.51	3,187.65	40.86	
APACHE CORP	12/17/09	08/04/10		18,000	1,753.50	1,799.95	(46.45)	
	12/17/09	08/23/10		62,000	5,574.94	6,199.83	(624.89)	
APOLLO GROUP INC A	12/17/09	05/14/10		34,000	1,803.23	2,033.02	(229.79)	
APPLE INC	12/17/09	01/27/10		16,000	3,245.24	3,080.96	164.28	
	12/17/09	03/16/10		14,000	3,138.26	2,695.84	442.42	
	12/17/09	08/23/10		63,000	15,554.43	12,131.28	3,423.15	
	01/26/10	08/23/10		9,000	2,222.06	1,910.52	311.54	
	02/11/10	08/23/10		11,000	2,715.85	2,189.85	526.00	
	04/23/10	08/23/10		4,000	987.58	1,076.03	(88.45)	
	07/21/10	08/23/10		1,000	246.90	263.77	(16.87)	
AT&T INC	12/17/09	08/23/10		418,000	11,131.53	11,389.66	(258.13)	
AVERY DENNISON CORPORATION	06/11/10	08/23/10		30,000	1,007.08	1,000.47	6.61	
	06/15/10	08/23/10		57,000	1,913.46	2,000.70	(87.31)	
AVON PRODUCTS INC	12/17/09	01/06/10		45,000	1,447.42	1,439.91	7.51	
	12/17/09	01/07/10		17,000	531.76	543.97	(12.21)	
	12/17/09	01/08/10		21,000	655.46	671.96	(16.50)	
	12/17/09	01/08/10		10,000	312.12	319.98	(7.86)	
	12/28/09	01/08/10		7,000	218.48	225.33	(6.85)	
BANK OF AMERICA CORP	12/17/09	07/01/10		87,000	1,228.58	1,322.40	(93.82)	
	12/17/09	07/19/10		101,000	1,360.99	1,335.20	(174.21)	
	12/17/09	08/23/10		220,000	2,859.95	3,344.00	(484.05)	
	02/01/10	08/23/10		88,000	1,143.98	1,243.80	(199.82)	
	02/18/10	08/23/10		55,000	714.99	869.27	(154.28)	
	03/08/10	08/23/10		154,000	2,001.96	2,651.88	(649.92)	
	05/4/10	08/23/10		207,000	2,691.14	3,371.47	(680.33)	
	05/19/10	08/23/10		98,000	1,274.07	1,380.54	(306.47)	
	06/09/10	08/23/10		95,000	1,235.06	1,455.31	(220.25)	

CONTINUED

Morgan Stanley SmithBarney

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

Activity

JOHN'S BANISTER INVESTMENT
CLASSIFIED INFORMATION

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
BANK OF NEW YORK MELLON CORP	12/17/09	08/23/10	308,000	7,611.44	8,256.28	(644.84)	
	02/03/10	08/23/10	48,000	1,186.20	1,381.08	(194.88)	
	03/31/10	08/23/10	35,000	864.94	1,079.31	(214.37)	
<u>BAXTER INT'L INC</u>	12/17/09	03/10/10	58,000	3,404.60	3,559.85	44.75	
	12/17/09	04/22/10	37,000	1,835.74	2,143.41	(307.67)	
	12/17/09	04/26/10	33,000	1,577.09	1,911.69	(334.60)	
	12/28/09	04/26/10	3,000	143.37	176.43	(33.06)	
<u>BB & T CORP</u>	03/10/10	06/30/10	103,000	2,719.89	3,023.50	(303.61)	
	03/18/10	06/30/10	47,000	1,241.11	1,497.89	(256.78)	
<u>BECTON DICKINSON & CO</u>	12/22/09	08/23/10	21,000	1,500.21	1,635.56	(135.35)	
	01/14/10	08/23/10	22,000	1,571.65	1,688.32	(116.67)	
	01/15/10	08/23/10	1,000	71.44	75.92	(4.48)	
<u>BOEING CO</u>	01/07/10	07/15/10	44,000	2,819.46	2,679.86	139.60	
	01/07/10	08/23/10	13,000	827.57	791.78	35.79	
	01/27/10	08/23/10	18,000	1,145.86	1,093.36	52.50	
	02/09/10	08/23/10	21,000	1,336.84	1,263.65	73.19	
	02/22/10	08/23/10	11,000	700.25	707.35	(7.10)	
	03/10/10	08/23/10	72,000	4,583.44	5,014.64	(431.20)	
<u>BORG WARNER INC</u>	03/03/10	05/20/10	10,000	346.04	387.77	(41.73)	
	03/03/10	05/25/10	5,000	172.55	193.89	(21.34)	
	03/03/10	08/23/10	36,000	1,623.57	1,395.98	227.59	
	04/01/10	08/23/10	15,000	676.49	584.84	91.65	
<u>BRISTOL MYERS SQUIBB CO</u>	06/10/10	08/23/10	138,000	3,663.00	3,377.11	285.89	
	07/15/10	08/23/10	10,000	265.44	251.73	13.71	
<u>CAPITAL ONE FINANCIAL CORP</u>	12/17/09	01/25/10	40,000	1,438.23	1,547.92	(109.69)	
	12/17/09	08/23/10	85,000	3,252.38	3,289.33	(36.95)	
	06/21/10	08/23/10	23,000	880.06	1,007.71	(127.65)	
<u>CARNIVAL CP NEW PAIRED COM</u>	04/22/10	06/30/10	78,000	2,395.52	3,236.62	(841.10)	
	01/06/10	08/23/10	34,000	1,075.50	1,099.12	(23.62)	
	01/07/10	08/23/10	18,000	569.38	577.49	(8.11)	
	01/08/10	08/23/10	17,000	537.75	560.32	(22.57)	
	01/13/10	08/23/10	12,000	379.59	405.07	(25.48)	
	01/14/10	08/23/10	33,000	1,043.87	1,43.49	(99.62)	
<u>CDN PACIFIC RY LTD NEW</u>	12/17/09	01/15/10	17,000	900.18	894.07	6.11	
	12/17/09	01/20/10	18,000	898.74	946.67	(47.93)	
	12/17/09	02/01/10	24,000	1,151.08	1,262.22	(111.14)	
	12/17/09	02/09/10	17,000	803.02	894.07	(91.05)	
	12/28/09	02/09/10	3,000	141.71	164.70	(22.99)	

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Morgan Stanley SmithBarney

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

Activity

LOUISIANA PETROLEUM COMPANY
CHARTERED CORPORATION
2009-2010 GROUPING CODE
2009-2010 GROUPING CODE

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Proceeds	Sales	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CELGENE CORP	12/17/09	08/23/10		56,000	3,006,59	2,831,52		155,07	
CERNER CORP	12/17/09	06/11/10		10,000	797,63	780,20		17,43	
	12/17/09	07/23/10		8,000	600,83		624,16	(23,33)	
	12/17/09	07/26/10		14,000	1,093,09		1,092,28	(19,19)	
CHEVRON CORP	12/17/09	08/23/10		126,000	9,518,24		9,691,55	(173,31)	
01/06/10	08/23/10			26,000	1,964,08		2,063,59	(99,51)	
01/07/10	08/23/10			1,000	75,54		79,35	(3,81)	
CHICOS FAS INC	12/17/09	08/29/10		31,000	309,14		424,95	(115,81)	
	12/17/09	07/06/10		26,000	261,08		356,41	(95,33)	
	12/17/09	07/15/10		90,000	888,73		1,233,72	(344,99)	
	12/28/09	07/15/10		7,000	69,12		98,35	(29,23)	
	02/25/10	07/15/10		5,000	49,37		67,94	(18,57)	
CHUBB CORP	12/17/09	08/23/10		93,000	4,982,85		4,492,56	490,29	
CHURCH & DWIGHT CO INC	12/17/09	08/23/10		35,000	2,130,10		2,030,35	99,75	
CISCO SYS INC	12/17/09	08/12/10		94,000	1,996,81		2,179,40	(182,59)	
	12/17/09	08/23/10		506,000	11,055,91		11,732,67	(676,76)	
	12/17/09	08/23/10		62,000	1,354,68		1,437,48	(82,80)	
	12/18/09	08/23/10		80,000	1,747,97		1,867,09	(119,12)	
	12/28/09	08/23/10		6,000	131,10		144,12	(13,02)	
05/13/10	08/23/10			13,000	284,05		332,00	(47,95)	
CITIGROUP INC	04/08/10	05/17/10		589,000	2,236,75		2,631,83	(395,08)	
	04/08/10	05/19/10		140,000	522,93		625,56	(102,63)	
	04/14/10	05/19/10		294,000	1,098,16		1,426,34	(328,18)	
	04/15/10	05/19/10		325,000	1,213,95		1,618,50	(404,55)	
	04/19/10	05/19/10		39,000	145,67		184,04	(38,37)	
CLEAN HARBORS	05/03/10	08/23/10		31,000	1,911,42		2,115,27	(203,85)	
	05/12/10	08/23/10		12,000	739,91		735,70	4,21	
	05/24/10	08/23/10		2,000	123,32		124,81	(1,49)	
06/09/10	08/23/10			7,000	431,61		458,62	(27,01)	
COGNIZANT TECH SOLUTIONS CL A	12/17/09	06/28/10		23,000	1,212,03		1,002,92	209,11	
	12/17/09	08/23/10		93,000	5,525,96		4,055,27	1,470,69	
	12/28/09	08/23/10		1,000	59,42		46,61	12,81	
COMPASS MINERALS INTER INC	12/17/09	05/11/10		2,000	154,90		133,94	20,96	
	12/17/09	08/23/10		26,000	1,892,24		1,741,22	151,02	
	12/28/09	08/23/10		1,000	72,78		69,02	3,76	
03/12/10	08/23/10			3,000	218,34		243,30	(24,96)	
03/16/10	08/23/10			3,000	218,34		245,28	(26,94)	
03/11/10	08/23/10			56,000	1,228,73		1,259,38	(30,65)	

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MorganStanley SmithBarney

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

ACTIVITY

JOHN F. BUNNELL & VIRGINIA C. CHAN
CHARLES E. TURNER, JR.

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	03/15/10	08/23/10		75,000	1,645,62	1,734,19	(88,57)	
	03/16/10	08/23/10		2,000	43,88	46,84	(2,96)	
	03/23/10			35,000	767,96	765,87	2,09	
	04/12/10	08/23/10		23,000	504,66	519,13	(14,47)	
	07/02/10	08/23/10		23,000	504,66	498,05	6,61	
	07/08/10	08/23/10		23,000	504,66	497,46	7,20	
	07/14/10	08/23/10		19,000	416,89	458,96	(42,07)	
	07/21/10	08/23/10		7,000	153,59	167,87	(14,28)	
	07/22/10	08/23/10		15,000	329,12	362,20	(33,08)	
COOPER INDUSTRIES PLC CL A	03/01/10	08/23/10		27,000	1,147,48	1,247,47	(99,99)	
COPA HOLDINGS,S.A. CLA A	03/03/10	08/23/10		10,000	424,99	472,44	(47,45)	
CORNING INC	04/07/10	05/10/10		35,000	1,863,68	2,083,01	(219,33)	
	12/17/09	05/07/10		111,000	1,945,00	2,070,85	(125,85)	
	12/17/09	05/10/10		76,000	1,394,19	1,417,88	(23,69)	
	12/28/09	05/10/10		4,000	73,38	77,28	(3,90)	
CORRECTIONS CORP OF AMER NEW	12/17/09	02/10/10		124,000	2,287,81	3,096,02	(808,21)	
	12/28/09	02/10/10		10,000	184,50	249,78	(65,28)	
CREE RESEARCH INC	02/19/10	08/11/10		4,000	241,95	263,04	(21,09)	
	02/24/10	08/11/10		23,000	1,391,23	1,506,70	(115,47)	
	07/23/10	08/11/10		3,000	181,47	216,40	(34,93)	
	07/23/10	08/12/10		24,000	1,399,88	1,731,19	(331,31)	
CROWN HLDGS INC (HOLDING CO)	06/28/10	08/23/10		79,000	2,264,89	1,981,48	283,41	
	07/13/10	08/23/10		11,000	315,36	285,81	29,55	
CUMMINS INC	03/03/10	07/15/10		10,000	725,61	592,67	132,94	
	03/03/10	08/23/10		39,000	3,013,08	2,311,42	701,66	
CVS CAREMARK CORP	12/17/09	03/24/10		66,000	2,359,70	2,057,03	302,67	
DEVON ENERGY CORP NEW	12/17/09	01/06/10		20,000	1,522,67	1,380,28	142,39	
	12/17/09	01/14/10		21,000	1,553,91	1,449,30	104,61	
DIAGEO PLC SPON ADR NEW	12/17/09	08/23/10		82,000	5,542,28	5,536,97	5,31	
DIGITAL REALTY TRUST INC	12/17/09	08/04/10		12,000	747,18	584,40	162,78	
	12/17/09	08/23/10		30,000	1,739,66	1,461,00	278,66	
	12/28/09	08/23/10		1,000	57,99	49,85	8,14	
DISCOVERY COMMUNICATIONS SER A	12/17/09	08/23/10		87,000	3,302,46	2,755,28	547,18	
	12/28/09	08/23/10		5,000	189,80	155,95	33,05	
DOLBY CLA A COM STK	05/27/10	08/23/10		15,000	824,84	985,41	(160,57)	
	06/03/10	08/23/10		15,000	824,84	1,017,03	(192,19)	
DOW CHEMICAL CO	12/17/09	02/08/10		115,000	3,078,21	3,062,22	15,99	
	12/17/09	05/14/10		38,000	1,042,47	1,011,86	30,61	

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CLIENT STATEMENT | For the Period November 1 - December 31, 2010

**MorganStanley
SmithBarney**

ACTIVITY

LAWSON'S PRIVATE INVESTIGATIVE
CONSULTANT FOUNDATION
FEDERAL BUREAU OF INVESTIGATION

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	12/17/09	06/08/10	32,000	788.26	852.10	(63.84)	
	12/17/09	06/25/10	13,000	328.01	346.16	(18.15)	
	12/17/09	08/04/10	99,000	2,478.55	2,636.17	(157.62)	
	12/17/09	08/13/10	32,000	797.95	882.10	(54.15)	
	12/17/09	08/23/10	121,000	2,928.49	3,221.99	(293.50)	
	12/17/09	08/23/10	110,000	2,661.95	2,929.08	(267.13)	
	12/23/09	08/23/10	13,000	314.59	358.25	(43.66)	
	05/04/10	08/23/10	52,000	1,258.53	1,567.57	(309.04)	
DR REDDY'S LABORATORIES LTD	12/17/09	06/10/10	24,000	768.40	601.02	167.38	
	12/17/09	06/14/10	20,000	613.49	500.85	112.64	
	12/17/09	08/23/10	55,000	1,563.07	1,377.34	185.73	
	12/28/09	08/23/10	4,000	113.68	101.11	12.57	
	01/06/10	08/23/10	16,000	454.71	417.99	36.72	
	01/06/10	08/23/10	14,000	397.87	364.77	33.10	
DREAMWORKS ANIMATION SKG INC	04/19/10	05/27/10	4,000	116.64	166.08	(49.44)	
	04/19/10	08/23/10	22,000	671.64	913.43	(241.79)	
	04/20/10	08/23/10	4,000	122.12	170.97	(48.85)	
DU PONT E.I. DE NEMOURS & CO	03/24/10	08/23/10	83,000	3,364.84	3,212.32	152.52	
	04/26/10	08/23/10	77,000	3,121.59	3,150.09	(28.50)	
EASTMAN CHEMICAL COMPANY	12/17/09	03/01/10	14,000	832.95	837.30	(4.35)	
	12/17/09	03/02/10	8,000	481.45	478.46	2.99	
	12/17/09	03/10/10	8,000	491.47	478.46	13.01	
	12/17/09	03/12/10	5,000	308.92	299.04	9.88	
	12/17/09	05/14/10	3,000	187.48	179.42	8.06	
	12/17/09	06/08/10	11,000	633.39	657.88	(24.49)	
	12/17/09	06/15/10	9,000	547.65	538.26	9.39	
	12/17/09	06/21/10	7,000	442.44	418.65	23.79	
	12/17/09	06/28/10	17,000	972.18	1,016.72	(44.54)	
	12/23/09	06/28/10	5,000	285.93	304.82	(18.89)	
EATON CORPORATION	12/17/09	05/27/10	44,000	3,072.43	2,828.21	244.22	
	03/19/10	08/23/10	75,000	1,753.54	2,069.87	(316.33)	
	04/14/10	08/23/10	44,000	1,028.74	1,185.24	(156.50)	
EXPEDITORS INT'L WASH INC	08/04/10	08/23/10	70,000	2,883.95	3,057.76	(173.81)	
EXPRESS SCRIPTS INC COMMON	12/17/09	04/14/10	69,000	6,903.37	5,759.33	1,144.04	
	12/17/09	08/23/10	116,000	5,330.23	4,841.17	489.06	
	07/09/10	08/23/10	36,000	1,654.21	1,681.65	(27.44)	
	07/12/10	08/23/10	27,000	1,240.66	1,289.53	(48.87)	
EXXON MOBIL CORP	12/17/09	07/07/10	27,000	1,561.31	1,855.11	(293.80)	

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Morgan Stanley SmithBarney

CLIENT STATEMENT | For the Period November 1- December 31, 2010

ACCDNLY

JOHN LEWIS FOUNDATION
LUCILLE LUMMUS FOUNDATION
MAURICE R. KERKOFF FOUNDATION
MERRILL MCGHIE FOUNDATION
ROBERT T. SPENCE FOUNDATION

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FEDEX CORP	12/17/09	08/23/10		81,000	4,854.24	5,565.34	(711.10)	
FIBRIA CELULOSE SA-SPON ADR	12/17/09	02/08/10		37,000	2,816.79	3,142.41	(325.62)	
FMC TECHNOLOGIES INC	01/05/10	03/07/10		94,000	1,762.89	2,246.63	(483.74)	
GILEAD SCIENCES INC	12/17/09	05/20/10		9,000	505.00	515.07	(10.07)	
GIVAUDAN SA ADR	12/17/09	06/07/10		9,000	478.26	515.07	(36.81)	
FORD MOTOR CO NEW	12/28/09	08/23/10		35,000	2,180.81	2,003.05	177.76	
FREEPORT MCMORAN CP&GLD	04/26/10	05/07/10		2,000	124.62	117.92	6.70	
GANNETT COMPANY INC DE	02/25/10	08/23/10		122,000	1,423.72	1,438.04	(14.32)	
GENERAL ELECTRIC CO	03/01/10	08/23/10		238,000	2,777.41	2,916.33	(138.92)	
GENERAL MILLS INC	12/29/09	08/23/10		119,000	1,388.71	1,542.24	(153.53)	
GOLDMAN SACHS GRP INC	03/29/10	08/23/10		116,000	1,353.70	1,573.45	(219.75)	
HONEYWELL INTERNATIONAL INC	04/21/10	08/23/10		113,000	1,318.69	1,581.99	(263.30)	
JPMORGAN CHASE & CO	12/17/09	01/19/10		39,000	3,279.63	2,980.77	298.86	
KELLOGG COMPANY INC	12/29/09	01/19/10		5,000	420.46	413.58	6.88	
LAM Research Corp	12/17/09	01/25/10		21,000	1,578.97	1,604.98	(26.01)	
LENORE'S INC	12/17/09	01/26/10		19,000	1,400.28	1,452.12	(51.84)	
LIBERTY BUDGET INC	12/17/09	02/05/10		42,000	2,865.30	3,209.96	(344.66)	
LIBERTY BUDGET INC	12/17/09	04/28/10		18,000	313.71	253.04	60.67	
LIBERTY BUDGET INC	12/17/09	04/29/10		81,000	1,416.74	1,138.70	278.04	
LIBERTY BUDGET INC	12/17/09	05/05/10		21,000	328.78	295.22	33.56	
LIBERTY BUDGET INC	12/17/09	05/07/10		101,000	1,524.15	1,419.86	104.29	
LIBERTY BUDGET INC	03/16/10	05/21/10		163,000	2,659.36	2,953.32	(293.96)	
LIBERTY BUDGET INC	03/16/10	05/25/10		100,000	1,533.00	1,811.85	(278.85)	
LIBERTY BUDGET INC	03/18/10	05/25/10		69,000	1,057.77	1,255.49	(197.72)	
LIBERTY BUDGET INC	03/18/10	06/02/10		19,000	305.91	345.71	(39.80)	
LIBERTY BUDGET INC	03/24/10	06/02/10		79,000	1,271.96	1,478.18	(206.22)	
LIBERTY BUDGET INC	04/15/10	06/02/10		167,000	2,688.82	3,275.99	(587.17)	
LIBERTY BUDGET INC	12/17/09	08/23/10		80,000	2,837.63	2,750.65	86.98	
LIBERTY BUDGET INC	04/14/10	08/23/10		48,000	1,702.58	1,695.52	7.06	
LIBERTY BUDGET INC	12/17/09	06/03/10		32,000	2,173.90	2,195.11	(21.21)	
LIBERTY BUDGET INC	12/17/09	06/08/10		85,000	5,296.67	5,830.75	(534.08)	
LIBERTY BUDGET INC	12/17/09	01/08/10		112,000	5,030.81	4,790.07	240.74	
LIBERTY BUDGET INC	03/03/10	07/16/10		93,000	3,067.14	4,427.12	(1,359.98)	
LIBERTY BUDGET INC	12/17/09	08/23/10		193,000	3,439.19	3,145.90	293.29	
LIBERTY BUDGET INC	12/28/09	08/23/10		12,000	213.84	195.00	18.84	
LIBERTY BUDGET INC	12/17/09	01/22/10		12,000	1,898.52	1,944.12	(45.60)	
LIBERTY BUDGET INC	12/17/09	01/25/10		13,000	2,035.87	2,106.13	(70.26)	

CONTINUED

Morgan Stanley SmithBarney

CLIENT STATEMENT | For the Period November 1- December 31, 2010

ACTIVITIES

**INVESTMENT PORTFOLIO
GENERAL ACCOUNT
CASH & CASH EQUIVALENTS
INVESTMENT IN EQUITY SECURITIES**

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	12/28/09	01/25/10	1,000	156.60	164.64	(8.04)	
	12/17/09	03/29/10	15,000	2,587.32	2,430.02	157.30	
	12/17/09	04/30/10	33,000	4,852.58	5,346.04	(493.46)	
	12/17/09	05/07/10	32,000	4,580.86	5,184.04	(603.18)	
	12/17/09	08/11/10	10,000	1,510.96	1,620.04	(109.08)	
	12/17/09	08/12/10	50,000	7,375.38	8,100.20	(724.82)	
	03/31/10	08/23/10	8,000	1,180.06	1,365.92	(185.86)	
	04/07/10	08/23/10	10,000	1,475.08	1,772.66	(297.58)	
	07/29/10	08/23/10	18,000	2,655.14	2,743.34	(88.20)	
	08/02/10	08/23/10	10,000	1,475.07	1,529.04	(53.97)	
GOODYEAR TIRE & RUBBER	12/17/09	02/18/10	14,000	200.54	198.94	1.60	
	12/17/09	02/24/10	24,000	309.52	341.04	(31.52)	
	12/17/09	03/10/10	27,000	364.82	383.67	(18.85)	
	12/28/09	03/10/10	3,000	40.54	43.62	(3.08)	
	12/17/09	03/16/10	8,000	4,508.48	4,764.08	(255.60)	
	12/17/09	03/24/10	5,000	2,704.72	2,977.55	(272.83)	
	12/17/09	04/26/10	5,000	2,652.03	2,977.55	(325.52)	
	12/17/09	08/23/10	15,000	7,000.83	8,932.65	(1,931.82)	
	06/03/10	08/23/10	2,000	933.44	1,015.53	(82.09)	
	07/13/10	08/23/10	3,000	1,400.17	1,451.90	(51.73)	
	07/23/10	08/23/10	3,000	1,400.17	1,466.04	(65.87)	
GREENHILL & CO INC	12/17/09	08/23/10	13,000	960.29	1,049.61	(89.32)	
	04/14/10	08/23/10	12,000	886.42	1,036.46	(150.04)	
HAIN CELESTIAL GROUP INC	06/03/10	08/23/10	45,000	930.58	1,020.78	(90.20)	
HARMAN INTL IND'S NEW	12/17/09	05/19/10	18,000	578.81	650.16	(71.35)	
	12/17/09	05/20/10	6,000	183.52	216.72	(33.20)	
	12/17/09	05/25/10	9,000	281.13	325.08	(43.95)	
	12/17/09	06/28/10	19,000	616.39	686.28	(69.89)	
	12/28/09	06/28/10	3,000	97.32	107.58	(10.26)	
HASBRO INC	12/17/09	06/23/10	40,000	1,644.13	1,261.56	382.57	
	12/17/09	08/23/10	114,000	4,854.45	3,995.45	1,259.00	
	12/17/09	08/23/10	100,000	4,258.29	3,153.87	1,104.42	
	12/28/09	08/23/10	3,000	127.75	96.60	31.15	
	07/21/10	08/23/10	8,000	340.66	321.63	19.03	
	07/26/10	08/23/10	6,000	255.50	253.07	2.43	
 HDFC BANK LTD ADR	12/17/09	01/27/10	4,000	476.91	491.68	(14.77)	
	12/17/09	02/09/10	12,000	1,352.08	1,475.04	(122.96)	
 HESS CORPORATION	12/17/09	08/23/10	119,000	6,139.34	6,707.34	(568.00) D	

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Morgan Stanley SmithBarney

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

ACTIVITY

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
HEWITT ASSOCIATES INC	12/17/09	04/15/10	11,000	445,17	472,56	(27,39)	
	12/17/09	04/23/10	5,000	204,61	214,80	(10,19)	
	12/17/09	04/26/10	5,000	208,70	214,80	(6,10)	
	12/17/09	04/29/10	6,000	248,01	257,76	(9,75)	
	12/17/09	05/03/10	5,000	204,26	214,80	(10,54)	
	12/17/09	05/13/10	23,000	897,66	988,08	(90,42)	
	12/28/09	05/13/10	3,000	117,09	130,74	(13,65)	
HEWLETT PACKARD	12/17/09	01/28/10	53,000	2,535,37	2,681,72	(146,35)	
	12/17/09	08/23/10	219,000	8,582,98	11,081,07	(2,498,09)	
	12/21/09	08/23/10	40,000	1,567,67	2,085,47	(517,80)	
HOME DEPOT INC	03/04/10	05/19/10	45,000	1,539,47	1,419,30	120,17	
	03/04/10	08/23/10	31,000	864,88	977,74	(112,86)	
	03/24/10	08/23/10	39,000	1,088,08	1,263,79	(175,71)	
	03/30/10	08/23/10	13,000	362,69	423,63	(60,94)	
	07/07/10	08/23/10	55,000	1,534,47	1,526,31	8,16	
HONEYWELL INTERNATIONAL INC	05/26/10	08/23/10	73,000	2,952,21	3,107,07	(154,86)	
	08/11/10	08/23/10	39,000	1,577,21	1,647,54	(70,33)	
ICICI BANK LTD	12/17/09	01/06/10	16,000	619,13	546,05	73,08	
	12/17/09	01/07/10	9,000	350,46	307,15	43,31	
	12/17/09	01/12/10	6,000	219,19	204,77	14,42	
	12/17/09	01/27/10	16,000	534,49	546,05	(11,56)	
	12/17/09	02/09/10	43,000	1,483,08	1,467,50	15,58	
IHS INC CLA COM	12/17/09	03/23/10	8,000	417,57	414,40	3,17	
	12/17/09	04/01/10	13,000	689,91	673,40	16,51	
	12/17/09	04/14/10	6,000	313,34	310,80	2,54	
	12/17/09	04/22/10	6,000	317,47	310,80	6,67	
	12/17/09	04/23/10	4,000	211,29	207,20	4,09	
	12/17/09	04/27/10	3,000	157,29	155,40	1,89	
	12/17/09	05/03/10	5,000	261,56	259,00	2,56	
	12/17/09	05/12/10	17,000	902,22	880,60	21,62	
	12/28/09	05/12/10	1,000	53,07	54,68	(1,61)	
INFOSYS TECH LIMITED	12/17/09	01/07/10	6,000	327,60	326,03	1,57	
	12/17/09	07/13/10	30,000	1,800,05	1,630,15	169,90	
	12/17/09	08/23/10	30,000	1,784,36	1,630,15	154,21	
INTEL CORP	12/17/09	08/23/10	304,000	5,733,34	5,814,91	(81,57)	
INTL BUSINESS MACHINES CORP	12/17/09	01/12/10	8,000	1,034,28	1,021,36	12,92	
	12/17/09	01/14/10	6,000	791,37	766,01	25,36	

CONTINUED

Morgan Stanley SmithBarney

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

ACTIVITY

INVESTMENT ACTIVITIES

INVESTMENT ACTIVITIES

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	12/17/09	01/15/10		1,000	131.51	127.67	3.84	
	12/17/09	01/28/10		18,000	2,234.08	2,298.02	(63.94)	
	12/17/09	03/15/10		5,000	637.13	638.35	(1.22)	
	12/17/09	03/23/10		4,000	514.18	510.68	3.50	
	12/17/09	04/08/10		15,000	1,914.55	1,915.05	(0.50)	
	12/28/09	04/08/10		1,000	127.64	131.84	(4.20)	
	12/17/09	04/14/10		14,000	1,827.38	1,787.35	40.03	
	12/17/09	04/21/10		38,000	4,891.33	4,851.37	39.96	
	12/17/09	08/23/10		61,000	7,751.14	7,787.72	(36.58)	
	12/17/09	08/23/10		29,000	3,684.96	3,702.36	(17.40)	
	06/23/10	08/23/10		22,000	2,795.49	2,814.67	(79.18)	
	06/23/10	08/23/10		14,000	1,778.95	1,822.60	(43.65)	
	06/24/10	08/23/10		1,000	127.07	129.23	(2.16)	
	07/28/10	08/23/10		12,000	1,524.81	1,550.94	(26.13)	
	12/17/09	08/04/10		61,000	2,789.52	2,493.68	295.84	
	12/28/09	08/04/10		4,000	182.92	165.71	17.21	
	12/17/09	02/05/10		17,000	1,762.15	1,802.63	(80.48)	
	12/17/09	02/08/10		11,000	1,151.78	1,192.29	(40.51)	
	12/28/09	02/08/10		1,000	104.71	108.26	(3.55)	
	12/17/09	08/23/10		22,000	1,235.72	1,458.38	(222.66)	
	02/19/10	08/23/10		6,000	337.01	396.28	(59.27)	
	07/30/10	08/23/10		8,000	449.35	522.95	(73.60)	
	12/17/09	06/29/10		9,000	328.60	410.22	(81.62)	
	12/17/09	07/06/10		11,000	405.91	501.38	(95.47)	
	12/17/09	07/16/10		16,000	530.20	729.28	(199.08)	
	12/17/09	07/19/10		10,000	330.63	455.80	(125.17)	
	12/17/09	07/20/10		12,000	404.43	546.96	(142.53)	
	12/17/09	07/21/10		7,000	241.18	319.06	(77.88)	
	12/28/09	07/21/10		4,000	137.82	184.08	(46.26)	
	12/17/09	08/23/10		115,000	6,790.73	7,401.17	(610.44)	
	02/11/10	08/23/10		28,000	1,653.40	1,750.56	(97.16)	
	01/25/10	05/20/10		18,000	495.72	548.54	(52.82)	
	01/25/10	05/25/10		7,000	185.92	213.32	(27.40)	
	01/25/10	08/23/10		42,000	1,182.40	1,219.93	(97.53)	
	04/23/10	08/23/10		13,000	365.98	457.22	(91.24)	
	07/26/10	08/23/10		35,000	985.33	1,016.26	(30.93)	
	01/26/10	08/23/10		13,000	365.98	377.47	(11.49)	
	12/17/09	01/21/10		51,000	2,108.99	2,058.21	50.78	

CONTINUED

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

**MorganStanley
SmithBarney**

Activity

11/17/10 11/18/10 11/19/10 11/20/10 11/21/10 11/22/10 11/23/10 11/24/10 11/25/10 11/26/10 11/27/10 11/28/10 11/29/10 11/30/10 12/01/10 12/02/10 12/03/10 12/04/10 12/05/10 12/06/10 12/07/10 12/08/10 12/09/10 12/10/10 12/11/10 12/12/10 12/13/10 12/14/10 12/15/10 12/16/10 12/17/10 12/18/10 12/19/10 12/20/10 12/21/10 12/22/10 12/23/10 12/24/10 12/25/10 12/26/10 12/27/10 12/28/10 12/29/10 12/30/10 12/31/10

11/17/10 11/18/10 11/19/10 11/20/10 11/21/10 11/22/10 11/23/10 11/24/10 11/25/10 11/26/10 11/27/10 11/28/10 11/29/10 11/30/10 12/01/10 12/02/10 12/03/10 12/04/10 12/05/10 12/06/10 12/07/10 12/08/10 12/09/10 12/10/10 12/11/10 12/12/10 12/13/10 12/14/10 12/15/10 12/16/10 12/17/10 12/18/10 12/19/10 12/20/10 12/21/10 12/22/10 12/23/10 12/24/10 12/25/10 12/26/10 12/27/10 12/28/10 12/29/10 12/30/10 12/31/10

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Sales Proceeds	Org / Adj Total Cost	Realized Gain/(Loss)	Comments
KELLOGG CO	12/17/09	08/23/10	239,000	8,865.32	9,645.35	(780.03)		
KIMBERLY CLARK CORP	12/17/09	08/23/10	168,000	6,231.30	6,779.99	(548.69)		
KOHL'S CORPORATION WISC	12/17/09	03/10/10	22,000	816.00	1,040.17	(224.17)		
KRAFT FOODS INC CL A	05/10/10	08/23/10	124,000	4,599.29	5,941.53	(1,342.24)		
KROGER CO	06/09/10	08/23/10	31,000	1,648.86	1,629.32	19.54		
LOCKHEED MARTIN CORP	12/17/09	01/27/10	74,000	4,401.92	4,747.63	(345.71)		
MARKET VECTORS GOLD MINERS	12/17/09	03/03/10	86,000	4,628.93	4,623.23	5.70		
MASTERCARD INC CL A	05/10/10	08/23/10	98,000	2,862.92	2,983.05	(120.13)		
MC DONALD'S CORP	08/23/10	06/02/10	38,000	1,110.11	1,104.11	6.00		
MEDCO HEALTH SOLUTIONS INC	12/17/09	02/09/10	12,000	350.56	345.15	5.41		
MEDTRONIC INC	07/15/10	08/23/10	75,000	1,607.15	1,537.28	69.87		
MERCK & CO INC NEW COM	12/17/09	01/27/10	74,000	1,611.52	1,516.78	94.74		
MERCK & CO INC NEW COM	12/17/09	02/09/10	105,000	2,353.58	2,152.19	201.39		
MERCK & CO INC NEW COM	12/17/09	05/05/10	16,000	1,361.91	1,218.50	143.41		
MERCK & CO INC NEW COM	12/17/09	08/23/10	183,000	13,318.69	13,936.54	(617.85)		
MERCK & CO INC NEW COM	02/03/10	08/23/10	15,000	1,091.68	1,145.09	(53.41)		
MERCK & CO INC NEW COM	02/09/10	08/23/10	30,000	2,183.36	2,271.90	(88.54)		
MERCK & CO INC NEW COM	12/17/09	02/05/10	41,000	1,659.60	1,868.37	(208.77)		
MERCK & CO INC NEW COM	12/17/09	02/09/10	23,000	962.96	1,048.11	(85.15)		
MERCK & CO INC NEW COM	12/28/09	02/09/10	5,000	209.34	234.80	(25.46)		
MERCK & CO INC NEW COM	05/12/10	07/13/10	20,000	1,021.64	1,077.58	(55.94)		
MERCK & CO INC NEW COM	05/2/10	07/14/10	27,000	1,357.76	1,454.74	(96.98)		
MERCK & CO INC NEW COM	05/12/10	07/16/10	11,000	536.77	592.67	(55.90)		
MERCK & CO INC NEW COM	05/14/10	08/23/10	8,000	1,656.37	1,728.26	(71.89)		
MERCK & CO INC NEW COM	05/19/10	08/23/10	8,000	1,656.37	1,658.07	(1.70)		
MERCK & CO INC NEW COM	08/13/10	08/31/10	38,000	2,706.71	2,743.95	(37.24)		
MERCK & CO INC NEW COM	08/23/10	08/31/10	39,000	2,777.93	2,874.44	(96.51)		
MERCK & CO INC NEW COM	12/17/09	04/14/10	75,000	4,620.07	4,639.35	(19.28)		
MERCK & CO INC NEW COM	12/17/09	08/23/10	63,000	2,824.99	3,897.05	(1,072.06)		
MERCK & CO INC NEW COM	07/15/10	08/23/10	43,000	1,928.17	2,461.87	(533.70)		
MERCK & CO INC NEW COM	12/17/09	08/23/10	164,000	5,768.21	6,982.64	(1,214.43)		
MERCK & CO INC NEW COM	08/18/10	08/23/10	47,000	1,653.08	1,707.59	(54.51)		
MERCK & CO INC NEW COM	12/17/09	01/14/10	68,000	2,681.68	2,547.76	133.92		
MERCK & CO INC NEW COM	12/17/09	04/14/10	55,000	1,983.66	2,060.69	(77.03)		
MERCK & CO INC NEW COM	12/17/09	04/15/10	135,000	4,876.34	5,058.06	(181.72)		
MERCK & CO INC NEW COM	06/15/10	08/23/10	80,000	2,813.78	2,866.35	(52.57)		
MERCK & CO INC NEW COM	07/12/10	08/23/10	39,000	1,371.72	1,406.33	(34.61)		
MERCK & CO INC NEW COM	07/15/10	08/23/10	81,000	2,848.96	2,937.80	(88.84)		

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MorganStanley SmithBarney

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

Activity

RECEIVED FROM MORGAN STANLEY & SMITH BARNEY
570-011-13624
2010-11-01 13:52:24

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Proceeds	Sales	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
METLIFE INCORPORATED	12/17/09	04/28/10	40,000	1,770,73	1,436,72	334,01		
	12/17/09	05/14/10	39,000	1,611,95	1,400,80	211,15		
	12/17/09	08/23/10	185,000	6,936,07	6,644,83	291,24		
	08/03/10	08/23/10	68,000	2,549,27	2,898,21	(348,94)		
MICROCHIP TECHNOLOGY INC	12/17/09	06/23/10	142,000	4,065,57	4,043,46	22,11		
	12/28/09	08/23/10	6,000	171,78	175,20	(3,42)		
MICROSOFT CORP	12/17/09	03/18/10	88,000	2,600,08	2,606,38	(6,30)		
	12/17/09	04/19/10	42,000	1,297,56	1,243,96	53,60		
	12/17/09	04/21/10	43,000	1,346,32	1,273,57	72,75		
	12/28/09	04/21/10	2,000	62,62	62,00	0,62		
	12/17/09	05/07/10	280,000	7,805,25	8,293,04	(487,79)		
<u>MONSANTO CO</u> NEW	12/17/09	02/25/10	12,000	875,74	968,52	(92,78)		
	12/17/09	03/11/10	8,000	568,27	645,68	(77,41)		
	12/17/09	04/06/10	8,000	560,07	645,68	(85,61)		
	12/17/09	04/14/10	5,000	336,06	403,55	(67,49)		
	12/28/09	04/14/10	2,000	134,43	165,38	(30,95)		
<u>MONSTER WORLDWIDE INC</u>	12/17/09	08/20/10	64,000	687,00	1,068,62	(381,62)		
	12/17/09	08/23/10	227,000	2,434,23	3,790,24	(1,356,01)		
	12/17/09	08/23/10	34,000	364,76	567,70	(202,94)		
	12/28/09	08/23/10	11,000	117,96	189,51	(71,55)		
<u>NALCO HOLDING COMPANY</u>	01/05/10	08/23/10	20,000	456,07	527,88	(71,81)		
	01/06/10	08/23/10	22,000	501,68	580,18	(78,50)		
	01/11/10	08/23/10	22,000	501,68	575,66	(73,98)		
	04/15/10	08/23/10	9,000	205,23	229,03	(23,80)		
	07/02/10	08/23/10	17,000	387,66	360,41	27,25		
	07/08/10	08/23/10	23,000	524,48	515,87	8,61		
	07/14/10	08/23/10	14,000	319,25	326,42	(7,17)		
	12/17/09	05/20/10	17,000	611,05	760,87	(149,82)		
	12/17/09	06/01/10	15,000	519,12	671,36	(152,24)		
	12/17/09	06/02/10	12,000	408,96	537,08	(128,12)		
	12/17/09	08/23/10	24,000	929,38	1,074,17	(147,79)		
	12/28/09	08/23/10	4,000	154,40	180,16	(25,76)		
	01/06/10	08/23/10	36,000	1,389,61	1,686,89	(297,28)		
	01/07/10	08/23/10	1,000	38,60	47,35	(8,75)		
	01/14/10	08/23/10	37,000	1,428,21	1,733,37	(305,16)		
	01/15/10	08/23/10	2,000	77,20	92,00	(14,80)		
	03/11/10	08/23/10	25,000	965,01	1,092,33	(127,32)		
	05/05/10	08/23/10	30,000	1,158,01	1,315,74	(157,73)		

CONTINUED

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

ACTIVITY

AMOUNTS IN MILLIONS OF DOLLARS
CHARTERED TRUST FUND

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orng Adj Total Cost	Realized Gain/(Loss)	Comments
NATL FUEL GAS CO	12/17/09	08/23/10	70,000	3,121.24	3,449.08	(327.84)	
	12/28/09	08/23/10	2,000	89.18	103.08	(13.90)	
	06/04/10	08/23/10	8,000	356.71	394.79	(38.08)	
NESTLE SPOON ADR REP REG SHR	12/17/09	03/24/10	35,000	1,762.22	1,655.50	106.72	
12/17/09	08/23/10	114,000	5,752.34	5,392.20	360.14		
NEWMONT MINING CORP (NEW)	12/17/09	01/21/10	33,000	1,490.65	1,577.73	(87.08)	
12/17/09	01/21/10	28,000	1,264.78	1,338.68	(73.90)		
12/23/09	01/21/10	7,000	316.20	338.23	(22.03)		
NIKE INC B	12/17/09	04/21/10	23,000	1,762.73	1,457.44	305.29	
	12/17/09	07/07/10	22,000	1,483.41	1,394.08	89.33	
12/17/09	08/23/10	10,000	715.89	633.67	82.22		
01/27/10	08/23/10	10,000	715.89	636.35	79.54		
01/28/10	08/23/10	14,000	1,002.24	900.76	101.48		
02/17/10	08/23/10	3,000	214.77	193.27	21.50		
02/18/10	08/23/10	21,000	1,503.36	1,352.82	150.54		
NOBLE CORP NEW	06/15/10	08/23/10	57,000	1,801.79	1,762.08	39.71	
08/04/10	08/23/10	48,000	1,517.29	1,725.28	(207.99)		
NORTHROP GRUMMAN CP(HLDG CO)	12/17/09	03/03/10	17,000	1,058.66	942.01	116.65	
	12/17/09	08/23/10	176,000	9,956.50	9,752.54	203.96	
NOVO NORDISK A/S ADR	06/14/10	08/23/10	25,000	2,113.96	2,024.57	89.39	
06/21/10	08/23/10	11,000	930.14	940.67	(10.53)		
07/15/10	08/23/10	3,000	253.68	265.02	(11.34)		
08/13/10	08/23/10	7,000	839.98	838.00	1.98		
08/19/10	08/23/10	8,000	959.98	1,003.33	(43.35)		
NVIDIA CORPORATION	12/17/09	04/19/10	45,000	757.45	752.63	4.82	
12/17/09	04/19/10	10,000	168.32	167.25	1.07		
12/17/09	05/05/10	127,000	1,861.55	2,124.09	(262.54)		
12/17/09	01/05/10	35,000	893.47	890.33	3.14		
12/17/09	07/14/10	21,000	579.97	534.20	45.77		
12/17/09	08/23/10	43,000	1,245.69	1,093.83	151.86		
12/28/09	08/23/10	5,000	144.85	129.80	15.05		
04/14/10	08/23/10	43,000	1,245.69	1,407.59	(161.90)		
OCCIDENTAL PETROLEUM CORP DE	12/17/09	01/13/10	26,000	2,067.58	2,036.06	31.52	
	12/17/09	08/23/10	133,000	10,131.49	10,414.84	(283.35)	
ORACLE CORP	12/17/09	08/23/10	299,000	6,859.54	6,873.56	(14.02)	
12/17/09	08/23/10	288,000	6,607.76	6,620.28	(12.52)		
02/10/10	08/23/10	53,000	1,216.01	1,225.93	(9.92)		
04/07/10	08/23/10	61,000	1,399.44	1,582.82	(183.38)		

CONTINUED

Morgan Stanley SmithBarney

CLIENT STATEMENT | For the Period November 1- December 31, 2010

ACTIVITY

NET ASSETS - Q4/Q3/2010
LOUIS F BRANTLEY VINTAGE C BANKE
GENERAL INVESTMENT FUNDATION

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
OWENS CORNING INC	07/23/10	08/23/10		43,000	986.58	1,055.77	(69.19)	
	12/17/09	06/08/10		15,000	441.11	390.56	50.55	
	12/17/09	07/01/10		27,000	771.67	703.01	68.66	
	12/17/09	07/06/10		11,000	307.96	286.41	21.55	
	12/17/09	08/13/10		26,000	674.31	676.97	(2.66)	
	12/17/09	08/23/10		76,000	2,143.91	1,978.85	165.06	
PEABODY ENERGY CORP	06/25/10	08/23/10		8,000	225.68	210.16	15.52	
	08/02/10	08/23/10		67,000	3,041.81	2,874.72	167.09	
PENN NATIONAL GAMING	12/17/09	02/09/10		52,000	2,360.80	2,519.60	(158.80)	
	12/17/09	02/11/10		42,000	977.29	1,146.46	(169.17)	
	12/17/09	02/19/10		17,000	395.28	464.04	(68.76)	
	12/28/09	02/19/10		11,000	250.04	300.26	(50.22)	
	12/28/09	02/19/10		6,000	136.38	167.58	(31.20)	
PEPSICO INC NC	12/17/09	08/23/10		69,000	4,494.58	4,162.08	332.50	
PERRIGO CO	12/17/09	08/23/10		53,000	3,087.19	2,034.14	1,053.05	
PETROLEO BRAS SA ADS	12/17/09	01/14/10		1,000	58.25	39.50	18.75	
	12/28/09	01/14/10		42,000	1,922.43	1,971.90	(49.47)	
PETROLEO BRASILEIRO SA ADR	12/17/09	01/14/10		3,000	137.32	143.40	(6.08)	
	12/28/09	01/14/10		39,000	1,596.10	1,638.39	(42.29)	
	12/28/09	01/14/10		3,000	122.78	127.89	(5.11)	
PFIZER INC	12/17/09	02/10/10		105,000	1,867.51	1,903.24	(35.73)	
	12/17/09	03/03/10		176,000	3,048.97	3,190.37	(141.40)	
	01/20/10	03/03/10		87,000	1,507.16	1,737.66	(230.50)	
	01/20/10	03/03/10		85,000	1,472.51	1,697.71	(225.20)	
	12/17/09	04/14/10		99,000	1,680.84	1,794.48	(113.64)	
	12/17/09	08/23/10		357,000	5,756.17	6,471.02	(714.85)	
PG&E CORPORATION	12/17/09	08/18/10		36,000	1,633.17	1,617.41	15.76	
	12/17/09	08/23/10		114,000	5,277.30	5,121.79	155.51	
PHILIP MORRIS INTL INC	12/17/09	04/22/10		34,000	1,728.93	1,686.67	42.26	
	12/17/09	04/28/10		63,000	3,085.12	3,125.31	(40.19)	
	12/17/09	08/23/10		254,000	13,180.08	12,600.43	579.65	
	08/10/10	08/23/10		55,000	2,853.90	2,888.04	(34.14)	
	08/12/10	08/23/10		37,000	1,919.90	1,910.84	9.06	
	08/13/10	08/23/10		18,000	934.00	934.63	(0.63)	
PLEXUS CORP	12/17/09	08/13/10		16,000	408.62	446.02	(37.40)	
	12/17/09	08/23/10		55,000	1,308.97	1,533.18	(224.21)	
	12/28/09	08/23/10		3,000	71.40	87.57	(16.17)	
	01/20/10	07/14/10		32,000	1,955.77	1,869.40	86.37	

CONTINUED

**Morgan Stanley
SmithBarney**

CLIENT STATEMENT | For the Period November 1- December 31, 2010

INVESTMENT COMPANY
SUBSIDIARY OF MORGAN STANLEY
GENERAL INFORMATION
SIC CODE 3731 - BUSINESS SERVICES
TAX ID 4173-322
RATING: A-
Last Audit: Dec 2009
MATERIAL AND NON-MATERIAL
INVESTMENTS

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
POLY RALPH LAUREN CORP CL A	12/17/09	06/29/10	3,000	221.38	237.03	(15.65)		
	12/17/09	07/19/10	12,000	877.82	948.12	(70.30)		
	12/17/09	08/12/10	6,000	485.19	474.06	11.13		
POTASH CP OF SASKATCHEWAN INC	12/17/09	01/05/10	12,000	999.10	948.12	50.98		
	12/28/09	01/05/10	13,000	1,509.48	1,480.05	29.43		
PPG INDUSTRIES INC	12/17/09	01/20/10	21,000	1,318.36	1,226.97	91.39		
	12/17/09	04/14/10	38,000	2,627.42	2,220.23	407.19		
PRAXAIR INC	12/17/09	08/23/10	89,000	5,811.60	5,200.01	611.59		
	12/17/09	01/27/10	34,000	2,581.81	2,747.54	(165.73)		
PRECISION CASTPARTS CORP	12/17/09	08/10/10	17,000	2,068.52	1,881.05	187.47		
	12/17/09	08/23/10	31,000	3,658.24	3,430.15	228.09		
PROSHARES SHORT RUSSELL2000	12/21/09	08/23/10	16,000	1,888.13	1,815.96	72.17		
	01/19/10	04/28/10	25,000	933.45	1,068.42	(134.97)		
PROSHARES SHORT S&P500	01/19/10	04/28/10	25,000	933.45	1,086.10	(152.65)		
	01/19/10	04/28/10	21,000	1,019.05	1,073.84	(54.79)		
PROSHARES TR ULSH MSCI EURP	05/14/10	05/28/10	21,000	1,019.05	1,085.38	(66.33)		
	05/14/10	05/28/10	16,000	411.21	415.40	(4.19)		
	05/14/10	05/28/10	24,000	621.52	623.11	(1.59)		
	05/14/10	05/28/10	13,000	336.65	337.51	(0.86)		
	05/14/10	06/03/10	7,000	175.07	181.74	(6.67)		
	05/19/10	06/03/10	13,000	325.14	350.64	(25.50)		
	05/19/10	06/04/10	2,000	55.40	53.95	1.45		
	05/20/10	06/04/10	17,000	470.90	483.53	(12.63)		
PROSHARES ULTRASHORT QQQ ETF	06/25/10	07/01/10	8,000	160.53	143.40	17.13		
	06/25/10	08/23/10	47,000	845.61	842.46	3.15		
	08/11/10	08/23/10	73,000	1,313.39	1,276.94	36.45		
	08/12/10	08/23/10	102,000	1,835.15	1,835.69	(0.54)		
PROSHARES ULTRASHORT RUSSELL20	01/21/10	02/11/10	22,000	579.94	538.88	41.06		
	01/22/10	02/11/10	20,000	527.22	494.12	33.10		
	01/28/10	02/11/10	25,000	659.03	651.52	7.51		
	01/28/10	02/19/10	8,000	193.88	208.48	(14.60)		
	02/05/10	02/19/10	15,000	363.52	416.37	(52.85)		
							CONTINUED	

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period November 1 - December 31, 2010

Activity

CLIENT'S INVESTMENT INVESTMENT ACTIVITIES

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	02/05/10	03/11/10		29.000	613.06	804.98	(191.92)	
	02/05/10	05/26/10		19.000	405.84	527.40	(121.56)	
	04/27/10	05/26/10		24.000	512.65	415.68	96.97	
	04/27/10	06/21/10		25.000	474.34	433.00	41.34	
	04/27/10	08/04/10		12.000	228.88	207.84	21.04	
	04/27/10	08/23/10		9.000	200.53	155.88	44.65	
	04/28/10	08/23/10		119.000	2.651.51	2.125.14	526.37	
	05/04/10	08/23/10		28.000	623.88	516.83	107.05	
	05/05/10	08/23/10		21.000	467.91	398.61	69.30	
	05/06/10	08/23/10		19.000	423.35	365.43	57.92	
	07/06/10	08/23/10		47.000	1.047.24	1.085.35	(38.11)	
PROSHARES ULTRASHORT S&P500	01/21/10	02/11/10		15.000	553.50	518.36	35.14	
	01/22/10	02/11/10		15.000	553.50	525.88	27.62	
	01/28/10	02/11/10		19.000	701.10	692.48	8.62	
	01/28/10	02/19/10		5.000	174.96	182.23	(7.27)	
	02/05/10	02/19/10		13.000	454.90	493.82	(38.92)	
	02/05/10	04/13/10		33.000	979.01	1.253.55	(274.54)	
	04/08/10	04/13/10		1.000	29.67	30.40	(0.73)	
	04/08/10	05/26/10		16.000	560.66	486.47	74.19	
	04/08/10	06/14/10		19.000	633.94	577.68	56.26	
	05/20/10	06/14/10		11.000	367.02	381.07	(14.05)	
	05/20/10	06/21/10		21.000	661.28	727.50	(66.22)	
	05/20/10	08/23/10		98.000	3.325.09	3.394.98	(69.89)	
	06/01/10	08/23/10		5.000	169.65	174.08	(4.43)	
	06/04/10	08/23/10		23.000	780.38	821.69	(41.31)	
PROSHARES ULTRASHORT MSCI EMER	05/14/10	05/27/10		6.000	335.16	324.24	10.92	
	05/14/10	05/28/10		13.000	723.47	702.52	20.95	
	05/14/10	05/28/10		4.000	222.61	216.16	6.45	
	05/14/10	06/03/10		6.000	323.97	324.24	(0.27)	
	05/19/10	06/03/10		3.000	161.98	175.22	(13.24)	
	05/19/10	06/04/10		3.000	175.74	175.22	0.52	
	05/20/10	06/04/10		6.000	351.47	379.13	(27.66)	
PRUDENTIAL FINANCIAL INC	12/17/09	08/23/10		67.000	3.508.79	3.353.85	154.94	
	01/27/10	08/23/10		31.000	1.623.47	1.551.51	71.96	
	02/24/10	08/23/10		6.000	314.22	307.76	6.46	
	02/25/10	08/23/10		24.000	1.256.88	1.224.00	32.88	
PUBLIC SERVICE ENTERPRISE GP	12/17/09	04/07/10		60.000	1.833.72	2.005.11	(171.39)	
	12/17/09	08/23/10		125.000	4.043.79	4.177.31	(133.52)	

CONTINUED

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period November 1- December 31, 2010

ACTIVITY

UNITS OF BANISTER INVESTING SAMPLE
CHARTERED FINANCIAL PLANNERS
SUGARHOUSE GROUP

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Sales Proceeds	Origi / Adj Total Cost	Realized Gain/(Loss)	Comments
RADIOSHACK CORP	04/19/10	08/23/10		86,000	1,604.12	2,012.16	(408.04)	
	07/19/10	08/23/10		78,000	1,454.90	1,694.32	(239.42)	
	07/20/10	08/23/10		14,000	261.14	276.56	(15.42)	
REGAL BELoit CORP	12/17/09	08/23/10		34,000	1,958.70	1,709.52	249.18	
ROBERT HALF INT	05/13/10	08/23/10		77,000	1,701.67	2,119.84	(418.17)	
ROPER IND INC	06/10/10	08/23/10		14,000	309.39	334.09	(24.70)	
	12/17/09	01/05/10		12,000	622.92	649.08	(26.16)	
	12/17/09	01/05/10		7,000	363.37	378.63	(15.26)	
	12/17/09	01/06/10		10,000	519.88	540.90	(21.02)	
	12/17/09	08/23/10		35,000	2,085.26	1,893.15	192.11	
	12/28/09	08/23/10		5,000	297.89	269.44	28.45	
	07/21/10	08/23/10		7,000	417.05	447.30	(30.25)	
SAC, INC.	02/04/10	04/01/10		1,000	17.46	18.51	(1.05)	
	02/05/10	04/01/10		84,000	1,466.29	1,564.75	(88.46)	
	02/05/10	08/23/10		70,000	1,078.68	1,295.62	(216.94)	
	02/10/10	08/23/10		34,000	523.93	626.95	(103.02)	
	02/26/10	08/23/10		13,000	200.33	253.56	(53.23)	
SALESFORCE COM, INC.	12/30/09	08/12/10		17,000	1,649.92	1,248.78	401.14	
	12/30/09	08/23/10		29,000	3,253.74	2,130.27	1,123.47	
SCHLUMBERGER LTD	04/30/10	08/23/10		45,000	2,530.30	3,231.42	(701.12)	
	06/07/10	08/23/10		26,000	1,461.95	1,518.49	(56.54)	
	06/21/10	08/23/10		25,000	1,405.72	1,508.38	(102.66)	
SHAW GROUP INCORPORATED	06/21/10	08/23/10		13,000	424.57	487.81	(63.24)	
	06/22/10	08/23/10		41,000	1,339.03	1,528.15	(189.12)	
	07/14/10	08/23/10		22,000	718.51	761.42	(42.91)	
SHERWIN WILLIAMS COMPANY OHIO	12/17/09	01/06/10		26,000	1,544.54	1,597.07	(52.53)	
	12/17/09	06/30/10		28,000	1,963.10	1,719.93	243.17	
SOTHEBY'S CLA	01/12/10	08/23/10		24,000	718.31	561.25	157.06	
	01/22/10	08/23/10		19,000	568.66	465.41	103.25	
	01/26/10	08/23/10		36,000	1,077.46	906.10	171.36	
SOUTHWESTERN ENERGY COMPANY	12/17/09	03/11/10		12,000	533.60	540.00	(6.40)	
	12/17/09	03/17/10		8,000	341.79	360.00	(18.21)	
	12/17/09	03/19/10		21,000	831.06	945.00	(113.94)	
ST JUDE MEDICAL INC	03/30/10	08/23/10		61,000	2,238.73	2,495.94	(257.21)	
	04/21/10	08/23/10		44,000	1,614.82	1,837.04	(222.22)	
	07/07/10	08/23/10		43,000	1,578.12	1,547.23	30.89	
STANLEY BLACK & DECKER INC	06/30/10	08/23/10		35,000	1,919.02	1,776.99	142.03	
	08/11/10	08/23/10		29,000	1,590.04	1,620.71	(30.67)	

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MorganStanley SmithBarney

CLIENT STATEMENT | For the Period November 1- December 31, 2010



STATEMENT OF ACTUAL AND QUOTED INVESTMENTS
ACTIVITY
Assets & Assets Under Management

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Sales	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
Quantity Proceeds							
STAPLES INC	12/17/09	03/03/10		109,000	2,427.02	2,663.96	(236.94)
	12/17/09	03/10/10		84,000	1,915.12	2,052.96	(137.84)
	02/09/10	03/10/10		48,000	1,094.35	1,149.59	(55.24)
STARWOOD HOTELS & RESTS WW INC	05/12/10	08/23/10		60,000	2,830.15	3,134.04	(303.89)
STATE STREET CORP	12/17/09	03/31/10		91,000	4,121.33	3,638.00	483.33
STERICYCLE INC	12/17/09	04/19/10		10,000	555.51	555.50	0.01
	12/17/09	04/23/10		3,000	170.71	166.65	4.06
	12/17/09	04/26/10		4,000	228.63	222.20	6.43
	12/17/09	04/27/10		4,000	226.37	222.20	4.17
	12/17/09	08/23/10		16,000	1,056.46	888.80	167.66
	12/28/09	08/23/10		1,000	66.03	55.56	10.47
06/09/10	08/23/10			7,000	462.20	424.47	37.73
TATA MOTORS LTD	12/17/09	05/14/10		37,000	681.26	573.43	107.83
	12/17/09	05/18/10		24,000	434.11	371.95	62.16
	12/17/09	05/19/10		16,000	261.38	247.97	13.41
	12/17/09	05/19/10		14,000	228.71	216.97	11.74
	12/17/09	05/20/10		17,000	266.00	253.47	2.53
	12/17/09	05/25/10		20,000	308.77	309.96	(1.19)
	12/17/09	08/23/10		4,000	89.64	61.99	27.65
	12/29/09	08/23/10		30,000	672.29	509.05	163.24
	01/06/10	08/23/10		17,000	380.96	305.65	75.31
	01/07/10	08/23/10		25,000	560.24	438.64	121.60
TEVA PHARMACEUTICALS ADR	12/17/09	06/21/10		34,000	1,801.64	1,775.41	26.23
	12/17/09	07/26/10		10,000	501.84	522.18	(20.34)
	12/17/09	08/23/10		32,000	1,613.41	1,670.98	(57.57)
	03/02/10	08/23/10		33,000	1,663.83	2,007.62	(343.79)
	03/23/10	08/23/10		66,000	3,327.66	4,265.96	(938.30)
THE DIRECTV GROUP CL A	12/17/09	08/23/10		245,000	9,254.08	8,020.93	1,233.15
TIME WARNER CABLE INC NEW	08/03/10	08/23/10		50,000	2,662.95	2,902.40	(239.45)
TOTAL FINA ELF SA	12/17/09	02/24/10		29,000	1,636.23	1,792.37	(156.14)
	12/17/09	04/07/10		29,000	1,700.43	1,792.37	(91.94)
	12/17/09	06/15/10		33,000	1,624.03	2,039.60	(415.57)
	12/17/09	07/28/10		31,000	1,550.35	1,915.99	(365.64)
	12/17/09	08/11/10		31,000	1,557.39	1,915.99	(358.60)
TRANSIGM GROUP INC	12/17/09	08/23/10		43,000	2,430.31	2,025.73	404.58
	12/28/09	08/23/10		1,000	56.52	48.15	8.37
TRANSOCEAN LTD	12/17/09	02/24/10		71,000	5,667.05	5,899.29	(232.24)
	12/17/09	05/20/10		72,000	4,187.86	5,982.37	(1,794.51)

CONTINUED

MorganStanley
SmithBarney

CLIENT STATEMENT | For the Period November 1- December 31, 2010

Activity

**JOHN P. FRANCIS, JR., VICE PRESIDENT
CHIEF FINANCIAL OFFICER
MORGAN STANLEY & CO. INC.**

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Date	Quantity	Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
TRAVELERS COMPANIES INC COM	12/17/09	08/23/10		94,000	4,708.65	4,604.79	103.86	
	02/10/10	08/23/10		30,000	1,502.76	1,488.11	14.65	
	02/11/10	08/23/10		1,000	50.09	49.59	0.50	
TREEHOUSE FOODS INC	06/11/10	08/20/10		20,000	839.90	982.49	(142.59)	
	06/14/10	08/23/10		10,000	415.79	499.73	(83.94)	
	06/15/10	08/23/10		10,000	415.79	500.47	(84.68)	
TYCO INTERNATIONAL LTD NEW	12/17/09	08/23/10		128,000	4,965.29	4,578.24	387.05	
	12/23/09	08/23/10		9,000	349.12	318.67	30.45	
ULTRA PETROLEUM CORP	12/17/09	03/17/10		12,000	582.40	610.32	(27.92)	
	12/17/09	03/16/10		6,000	286.13	305.16	(19.03)	
	12/17/09	03/19/10		20,000	890.41	1,017.20	(126.79)	
	12/28/09	03/19/10		1,000	44.52	52.67	(8.15)	
UNION PACIFIC CORP	12/17/09	07/15/10		51,000	3,667.92	3,220.55	447.37	
	12/17/09	08/23/10		100,000	7,325.07	6,314.80	1,010.27	
UNITED PARCEL SERVICE INC CL-B	04/29/10	07/15/10		25,000	1,522.68	1,745.25	(222.57)	
	04/29/10	08/23/10		20,000	1,311.37	1,396.20	(84.83)	
	06/24/10	08/23/10		27,000	1,770.36	1,618.71	151.65	
UNITED TECHNOLOGIES CORP	12/17/09	06/07/10		49,000	3,166.14	3,416.18	(250.04)	
	12/17/09	08/23/10		96,000	6,506.77	6,692.84	(186.07)	
	12/17/09	08/23/10		86,000	5,828.98	5,995.75	(166.77)	
VALE S.A	12/17/09	01/26/10		116,000	3,148.12	3,198.99	(50.87)	
	04/19/10	07/15/10		93,000	2,302.02	3,032.75	(730.73)	
	04/19/10	08/23/10		7,000	191.31	228.27	(36.96)	
	04/28/10	08/23/10		56,000	1,530.45	1,681.69	(151.24)	
	06/21/10	08/23/10		54,000	1,475.79	1,521.50	(45.71)	
VERISK ANALYTICS CL A	05/12/10	08/23/10		36,000	1,001.54	1,059.62	(58.08)	
	05/13/10	08/23/10		35,000	973.71	1,078.16	(104.45)	
VERTEX PHARMACEUTICALS	12/17/09	04/19/10		13,000	521.85	544.70	(22.85)	
	12/17/09	05/05/10		35,000	1,322.98	1,466.50	(142.52)	
	12/28/09	05/05/10		2,000	75.66	86.50	(10.84)	
VISA INC CL A	12/17/09	08/13/10		35,000	2,543.62	3,002.21	(458.59)	
	12/17/09	08/23/10		43,000	3,045.20	3,688.44	(643.24)	
	06/10/10	08/23/10		13,000	920.64	995.09	(74.45)	
	07/12/10	08/23/10		20,000	1,416.37	1,537.95	(121.58)	
VODAFONE GP PLC ADS NEW	12/17/09	08/23/10		282,000	6,675.07	6,414.94	260.13	
WABTEC	12/17/09	08/23/10		54,000	2,307.92	2,117.34	190.58	
WALT DISNEY CO HLDG CO	12/17/09	06/30/10		45,000	1,440.25	1,429.93	10.32	
	12/17/09	08/23/10		176,000	5,825.85	5,592.63	233.22	

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