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

2010Department of the Treasury
Internal Revenue Service

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

For calendar year 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 DR. HARRY Z. & RUTH M. MARX FOUNDATION		A Employer identification number 23-7044558
Number and street (or P.O. box number if mail is not delivered to street address) 6320 AVENIDA CRESTA	Room/suite	B Telephone number 858-459-6284
City or town, state, and ZIP code LA JOLLA, CA 92037		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,332,487. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		66,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		20,982.	12,738.		STATEMENT 1
4 Dividends and interest from securities		10,811.	10,570.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		25,830.			
b Gross sales price for all assets on line 6a	285,659.				
7 Capital gain net income (from Part IV, line 2)			25,830.		
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		<4,828.>	<4,828.>		STATEMENT 3
12 Total. Add lines 1 through 11		118,795.	44,310.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees	STMT 4	3,950.	3,950.		0.
17 Interest					
18 Taxes	STMT 5	313.	313.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		3,481.	0.		3,481.
22 Printing and publications					
23 Other expenses	STMT 6	9,941.	9,941.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		17,685.	14,204.		3,481.
25 Contributions, gifts, grants paid		102,000.			102,000.
26 Total expenses and disbursements. Add lines 24 and 25		119,685.	14,204.		105,481.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<890.>			
b Net investment income (if negative, enter -0-)			30,106.		
c Adjusted net income (if negative, enter -0-)				N/A	

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			
	2 Savings and temporary cash investments	28,325.	32,148.	32,148.
	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	104.	35.	35.
	10a Investments - U.S. and state government obligations STMT 7	106,929.	109,735.	111,274.
	b Investments - corporate stock STMT 8	275,358.	329,086.	378,990.
	c Investments - corporate bonds STMT 9	63,366.	76,488.	83,297.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	735,043.	726,743.	726,743.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 11)	66,000.	0.	0.	
16 Total assets (to be completed by all filers)	1,275,125.	1,274,235.	1,332,487.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	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	551,194.	551,194.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	723,931.	723,041.		
30 Total net assets or fund balances	1,275,125.	1,274,235.		
31 Total liabilities and net assets/fund balances	1,275,125.	1,274,235.		

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	1,275,125.
2 Enter amount from Part I, line 27a	2	<890.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,274,235.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,274,235.

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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 285,659.		259,829.	25,830.

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			
b			
c			
d			
e			25,830.

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	25,830.
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	116,056.	1,242,555.	.093401
2008	22,000.	847,628.	.025955
2007	136,774.	915,742.	.149359
2006	128,265.	949,932.	.135025
2005	131,254.	1,019,355.	.128762

2 Total of line 1, column (d)	2	.532502
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	.106500
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,291,072.
5 Multiply line 4 by line 3	5	137,499.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	301.
7 Add lines 5 and 6	7	137,800.
8 Enter qualifying distributions from Part XII, line 4	8	105,481.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	602.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	602.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	602.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	919.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6d		
b Exempt foreign organizations - tax withheld at source	7	919.	
c Tax paid with application for extension of time to file (Form 8868)	8		
d Backup withholding erroneously withheld	9		
7 Total credits and payments. Add lines 6a through 6d	10	317.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	11	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 317. Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► THE FOUNDATION Telephone no. ► 858-459-6284
 Located at ► 6320 AVENIDA CRESTA, LA JOLLA, CA ZIP+4 ► 92037

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? Yes No
 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 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?	<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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<u>N/A</u>	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 <u>X</u>
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 ► _____ , _____ , _____		
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.) <u>N/A</u>		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 <u>X</u>
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a <u>X</u>
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 <u>X</u>

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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

6b

X

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
BEVERLY R. GRANT	PRESIDENT			
6320 AVENIDA CRESTA				
LA JOLLA, CA 92037	0.00	0.	0.	0.
RENNE A. NEUZILL	TRUSTEE			
1026 W. EL NORTE PKWY, #142				
ESCONDIDO, CA 92026	0.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)

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	1,282,873.
b	Average of monthly cash balances	1b	27,860.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,310,733.
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	1,310,733.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,661.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,291,072.
6	Minimum investment return. Enter 5% of line 5	6	64,554.

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	64,554.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	602.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	602.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	63,952.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	63,952.
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	63,952.

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	105,481.
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	105,481.
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	105,481.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				63,952.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	81,157.			
b From 2006	83,451.			
c From 2007	92,826.			
d From 2008				
e From 2009	54,009.			
f Total of lines 3a through e	311,443.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 105,481.				
a Applied to 2009, but not more than line 2a			0.	
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				63,952.
e Remaining amount distributed out of corpus	41,529.			
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:	352,972.			
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	81,157.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	271,815.			
10 Analysis of line 9:				
a Excess from 2006	83,451.			
b Excess from 2007	92,826.			
c Excess from 2008				
d Excess from 2009	54,009.			
e Excess from 2010	41,529.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 12				
Total			3a	102,000.
b Approved for future payment				
NONE				
Total			3b	0.

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. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.

Date _____

Title

Print/Type preparer's name

MARK E. LEINENWEBER
CPA

Preparer's signature, _____

• Mark E. J.

Date _____

7.8.11

Check ☐ self-employed

PTIN	
------	--

Firm's name ▶ **LEINENWEBER & ASSOCIATES, CPAS, INC.**

Firm's EIN ▶

Firm's address ► 7755 FAY AVENUE, SUITE D
LA JOLLA, CA 92037

Phone no. **858-459-6284**

Form **990-PF** (2010)

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

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

OMB No 1545-0047

2010

Name of the organization

DR. HARRY Z. & RUTH M. MARX FOUNDATION

Employer identification number

23-7044558

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

DR. HARRY Z. & RUTH M. MARX FOUNDATION

23-7044558

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	RUTH MARX CHARITABLE LEAD TRUST 6320 AVENIDA CRESTA LA JOLLA, CA 92037	\$ 66,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

DR. HARRY Z. & RUTH M. MARX FOUNDATION

23-7044558

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

DR. HARRY Z. & RUTH M. MARX FOUNDATION**23-7044558**

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
1			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
2			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
3			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
4			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED STATEMENT	P	VARIOUS	12/31/10
b	SEE ATTACHED STATEMENT	P	VARIOUS	12/31/10
c	SEE ATTACHED STATEMENT	P	VARIOUS	12/31/10
d	SEE ATTACHED STATEMENT	P	VARIOUS	12/31/10
e	ACCRETION ADJUSTMENTS		VARIOUS	12/31/10
f	SHORT TERM CAPITAL GAIN VIA RMM K-1	P	VARIOUS	12/31/10
g	LONG TERM CAPITAL GAIN VIA RMM K-1	P	VARIOUS	12/31/10
h				
i				
j				
k				
l				
m				
n				
o				

(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 72,988.		65,349.	7,639.
b 46,224.		53,304.	<7,080.>
c 115,345.		95,278.	20,067.
d 40,093.		44,527.	<4,434.>
e		1,371.	<1,371.>
f 2,031.			2,031.
g 8,978.			8,978.
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			7,639.
b			<7,080.>
c			20,067.
d			<4,434.>
e			<1,371.>
f			2,031.
g			8,978.
h			
i			
j			
k			
l			
m			
n			
o			

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

25,830.

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

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

SOURCE	AMOUNT
MERRILL LYNCH-14890	8,545.
MERRILL LYNCH-14890 ACCRUED INTEREST PAID	<565.>
MERRILL LYNCH-14890 TREASURY OID	70.
VIA RMM MANAGEMENT CO., LLC K-1	4,688.
VIA RMM MANAGEMENT CO., LLC K-1	8,244.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	20,982.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH-14890	7,140.	0.	7,140.
MERRILL LYNCH-14890	241.	0.	241.
VIA RMM MANAGEMENT CO., LLC K-1	3,430.	0.	3,430.
TOTAL TO FM 990-PF, PART I, LN 4	10,811.	0.	10,811.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
VIA RMM MANAGEMENT CO., LLC	<4,828.>	<4,828.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<4,828.>	<4,828.>	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROFESSIONAL FEES	3,950.	3,950.		0.	
TO FORM 990-PF, PG 1, LN 16C	3,950.	3,950.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES	313.	313.		0.	
TO FORM 990-PF, PG 1, LN 18	313.	313.		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	
INVESTMENT FEES	9,941.	9,941.		0.	
TO FORM 990-PF, PG 1, LN 23	9,941.	9,941.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH- TREASURY NOTES	X		109,735.	111,274.
TOTAL U.S. GOVERNMENT OBLIGATIONS			109,735.	111,274.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			109,735.	111,274.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH- COMMON STOCK	329,086.	378,990.
TOTAL TO FORM 990-PF, PART II, LINE 10B	329,086.	378,990.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH- BONDS	76,488.	83,297.
TOTAL TO FORM 990-PF, PART II, LINE 10C	76,488.	83,297.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN RMM MANAGEMENT CO., LLC	COST	726,743.	726,743.
TOTAL TO FORM 990-PF, PART II, LINE 13		726,743.	726,743.

FORM 990-PF	OTHER ASSETS	STATEMENT 11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DUE FROM MARX CHARITABLE LEAD TRUST	66,000.	0.	0.
TO FORM 990-PF, PART II, LINE 15	66,000.	0.	0.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT 12
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CASA DE AMPARO 3355 MISSION AVE., SUITE 238 OCEANSIDE, CA 92058	NONE		10,000.
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE		25,000.
PARTNERS IN HEALTH 888 COMMONWEALTH AVE BOSTON, MA 02215	NONE		1,000.
HOME OF GUIDING HANDS 1825 GILLESPIE WAY, SUITE 200 EL CAJON, CA 92020	NONE		10,000.
PLANNED PARENTHOOD 1075 CAMINO DEL RIO SOUTH SAN DIEGO, CA 92108	NONE		25,000.
SNAPSHOTS MUSIC & ARTS FOUNDATION PO BOX 178979 SAN DIEGO, CA 92177	NONE		1,000.

DR. HARRY Z. & RUTH M. MARX FOUNDATION

23-7044558

WOUNDED WARRIOR PROJECT NONE
7020 AC SKINNER PKWY, SUITE 100
JACKSONVILLE, FL 32256

25,000.

A REASON TO SURVIVE (ARTS FOUNDATION) NONE
2820 ROOSEVELT ROAD, STE 106
SAN DIEGO, CA 92106

5,000.

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

102,000.

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BANK OF AMERICA (MLTC)

2010 ANNUAL STATEMENT SUMMARY

Your Tax Reporting Statement information that follows is a personal summary of your account activity and is not reported to the IRS.

The Capital Gain and Loss Transaction section is provided to facilitate your review and the preparation of your tax return. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that an election was in effect to amortize the premium paid on the purchase of taxable bonds. The gain (loss) information may not include return of capital, sales load deferral or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains. The Cost Basis for these securities may not have been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount (OID) obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

Data from Forms 1099 (reportable Dividend and Interest) is also repeated in this summary for your convenience. Additionally, we have included items such as margin interest and select account fees if applicable. Please discuss the deductibility of these items with your tax advisor. For select clients, we have also included a summary of Visa charges and checking activity.

Merrill Lynch is neither a tax return preparer nor tax advisor. Please see your tax advisor for more information.

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
SHORT TERM CAPITAL GAINS								
GENL ELEC CAP COR 2 80% 13	1000 0000(B)	01/11/10	08/26/10	(0 24) (A)	(0 24) (A)	1 027 31	1 000 92 (C)	26 39
SHELL INT'L FIN 4 30% 2019	1000 0000(B)	09/25/09	08/26/10	(0 19) (A)	(0 25) (A)	1 077 24	1 003 13 (C)	74 11
US TSY 3 625% FEB 15 2020	2000 0000	03/16/10	08/26/10			2 193 74	1 991 49	202 25
US TSY 2 125% JAN 31 2010	6000 0000(B)	07/13/09	01/11/10	(4 17) (A)	(54 30) (A)	6 005 39	6 005 02 (C)	0 37
US TSY 2 375% AUG 31 2014	11000 0000(B)	09/25/09	06/11/10	(1 45) (A)	(2 24) (A)	11 259 10	11 014 12 (C)	244 98
	1000 0000(B)	09/25/09	06/26/10	(0 20) (A)	(0 27) (A)	1 043 80	1 001 22 (C)	42 58
	Security Subtotal					12,308.90	12,015.34	293.56
US TSY 3.500% MAY 15 2020	1000 0000(B)	06/11/10	10/14/10	(0 52) (A)	(0 52) (A)	1 091 87	1 020 48 (C)	71 39
FEDERAL NATL MTG ASSOC	1000 0000(B)	10/13/09	06/11/10	(12 22) (A)	(17 70) (A)	1 035 06	1 031 17 (C)	3 89
	1000 0000(B)	10/21/09	06/11/10	(11.87) (A)	(16.49) (A)	1 035 07	1 030 26 (C)	4 81
	Security Subtotal					2,070.13	2,061.43	8 70
ARCHER DANIELS MIDL	42 0000	02/10/09	01/11/10			1,296 67	1 200 51	96 16
	13 0000	02/10/09	01/12/10			396 34	371 58	24 76
	13 0000	02/10/09	01/13/10			397 79	371 58	26 21
	10 0000	02/10/09	01/14/10			307 57	285 83	21 74
	1 0000	04/13/09	04/06/10			28 29	25 76	2 53
	Security Subtotal					2,426.66	2,255.26	171 40
CITIGROUP INC	270 0000	06/29/10	10/14/10			1,091 05	1 078 03	13 02



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BANK OF AMERICA (MLTC)

2010 ANNUAL STATEMENT SUMMARY
2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization or Accretion Year-to-Date Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
CHECK POINT SOFTWARE TECH	39 0000	05/20/09	02/16/10		1,274.04	936.27	337.77
	43 0000	05/20/09	02/17/10		1,411.96	1,032.30	379.66
	21 0000	05/20/09	02/18/10		687.11	504.16	182.95
Security Subtotal					3,373.11	2,472.73	900.38
COCA COLA ENTERPRISES	77 0000	06/17/09	06/01/10		2,009.67	1,324.62	685.05
	82 0000	06/17/09	06/02/10		2,122.26	1,310.64	711.62
Security Subtotal					4,131.93	2,735.26	1,396.67
DISCOVER FINL SVCS	88 0000	11/09/09	03/29/10		1,348.22	1,344.52	3.70
	35 0000	11/10/09	03/29/10		536.23	536.18	0.05
Security Subtotal					1,884.45	1,880.70	3.75
EATON CORP	22 0000	02/08/10	09/08/10		1,667.01	1,377.79	289.22
	17 0000	02/08/10	09/08/10		1,288.15	1,081.62	206.53
	2 0000	02/09/10	09/08/10		153.71	127.25	26.46
	10 0000	02/09/10	10/14/10		835.79	636.25	199.54
Security Subtotal					3,944.66	3,222.91	721.75
FAMILY DOLLAR STORES	20 0000	10/21/09	04/14/10		776.01	572.20	203.81
FREEMPT-MCMRAN CPR & GLD	10 0000	04/16/10	10/14/10		992.38	810.80	181.58
FLOWSERVE CORP	23 0000	09/10/09	08/09/10		2,340.70	2,195.62	145.08
	7 0000	09/10/09	08/10/10		701.39	658.23	33.16
Security Subtotal					3,042.09	2,863.85	178.24
GARMIN LTD (KAYMAN IS)	24 0000	09/03/09	05/14/10		795.85	759.89	35.96
	27 0000	09/03/09	06/15/10		885.75	854.88	30.87
Security Subtotal					1,681.60	1,614.77	66.83
HERSHEY COMPANY	20 0000	10/11/10	10/25/10		1,000.78	982.68	18.10
HEWLETT PACKARD CO DEL	15 0000	08/25/10	09/14/10		591.01	573.85	17.16
LAUDER ESTEE COS INC A	18 0000	01/11/10	06/21/10		1,069.64	886.13	183.51
	1 0000	01/12/10	06/21/10		59.43	49.84	9.59
	16 0000	01/12/10	06/22/10		936.41	797.41	141.00
	17 0000	01/13/10	06/22/10		597.06	846.41	150.65
	8 0000	01/14/10	06/22/10		469.21	399.19	70.02
	5 0000	01/14/10	06/23/10		284.96	249.50	35.46
	1 0000	01/14/10	10/14/10		63.78	49.90	13.88
	14 0000	01/25/10	10/14/10		921.05	745.06	175.99
	4 0000	01/25/10	12/13/10		307.27	212.87	94.40


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BANK OF AMERICA (MLTC)

 2010 ANNUAL STATEMENT SUMMARY
2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
LAUDER ESTEE COS INC A								
	31 0000	01/25/10	12/13/10			2,381.37	1,662.07	719.30
	1 0000	04/15/10	12/13/10			76.82	67.55	9.27
	14 0000	04/15/10	12/14/10			1,101.84	945.70	156.14
	10 0000	10/13/10	12/14/10			787.03	666.50	120.53
	Security Subtotal					8,459.87	7,578.13	1,881.74
L MITED BRANDS INC								
	45 0000	06/01/10	10/14/10			1,307.68	1,140.49	167.19
NEWS CORP CL A								
	40 0000	08/30/10	10/14/10			562.00	495.54	66.46
SARA LEE CORP COM								
	45 0000	06/21/10	10/14/10			666.44	664.14	2.30
TJX COS INC NEW								
	30 0000	12/14/09	10/14/10			1,334.38	1,137.36	197.02
TARGET CORP COM								
	22 0000	03/01/10	10/14/10			1,179.18	1,145.12	34.06
	3 0000	03/02/10	10/14/10			160.80	155.28	5.52
	Security Subtotal					1,339.98	1,300.40	39.58
ACE LIMITED								
	6 0000	04/16/10	10/14/10			358.32	320.64	37.68
WALGREEN CO								
	32 0000	06/02/10	10/11/10			1,077.81	1,037.23	40.58
	1 0000	06/02/10	10/12/10			33.86	32.41	1.45
	15 0000	06/03/10	10/12/10			508.03	484.19	23.84
	17 0000	06/14/10	10/12/10			575.78	505.93	69.85
	31 0000	06/14/10	10/13/10			1,076.86	922.57	154.29
	32 0000	06/15/10	10/13/10			1,111.61	959.18	152.43
	31 0000	06/15/10	10/14/10			1,059.56	929.21	130.35
	Security Subtotal					5,443.51	4,870.72	572.79
WILLIAMS COMPANIES DEL								
	20 0000	06/30/10	10/14/10			423.59	369.03	54.56
XILINX INC								
	20 0000	04/15/10	11/08/10			553.98	545.20	8.78
	15 0000	08/26/10	11/08/10			415.49	367.45	48.04
	15 0000	10/13/10	11/09/10			412.32	398.70	13.62
	Security Subtotal					1,381.79	1,311.35	70.44
	Short Term Capital Gains Subtotal					72,987.87	65,348.65	7,639.22



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2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
APOLLO GROUP INC CL A	22 0000	03/31/09	01/11/10		1,312.82	1,723.26	(410.44)
	9 0000	03/31/09	01/12/10		535.96	704.97	(169.01)
	9 0000	03/31/09	01/13/10		534.93	704.97	(170.04)
	5 0000	03/31/09	01/14/10		299.09	391.66	(92.57)
	1 0000	04/13/09	01/14/10		59.83	61.97	(2.14)
		Security Subtotal			2,742.63	3,586.83	(844.20)
AES CORP	192 0000	05/24/09	06/01/10		1,875.18	2,817.38	(942.20)
	213 0000	09/24/09	06/02/10		2,063.00	3,125.55	(1,062.55)
	15 0000	09/24/09	06/03/10		148.78	220.11	(71.33)
	50 0000	04/16/10	06/03/10		495.96	574.50	(78.54)
		Security Subtotal			4,582.92	6,737.54	(2,154.62)
ARCHER DANIELS MIDCO	10 0000	10/21/09	04/06/10		282.99	315.90	(32.91)
BMC SOFTWARE INC	15 0000	04/16/10	08/31/10		543.80	601.05	(57.25)
CARDINAL HEALTH INC OHIO	35 0000	03/01/10	10/14/10		1,165.48	1,220.81	(55.33)
CAPITAL ONE FINL	30 0000	03/29/10	10/14/10		1,205.08	1,274.49	(69.41)
COCA COLA ENTERPRISES	25 0000	04/16/10	06/03/10		650.50	711.50	(61.00)
DISCOVER FINL SVCS	116 0000	11/10/09	03/30/10		1,754.19	1,777.09	(22.90)
DR PEPPER SNAPPLE GROUP	30 0000	07/12/10	10/14/10		1,062.88	1,156.32	(93.44)
ENSCO INTL LTD SPNSR ADR	9 0000	10/19/09	01/04/10		377.71	440.58	(62.87)
FREEMT-MCMRAN CPR & GLD	60 0000	04/13/10	07/26/10		4,266.52	5,057.40	(790.88)
FLOWERVE CORP	5 0000	04/16/10	08/10/10		501.01	578.25	(77.24)
FRONTIER COMMUNICATIONS	4 0000	04/16/10	05/08/10		30.75	30.82	(0.07)
GOLDMAN SACHS GROUP INC	8 0000	06/01/09	05/24/10		1,120.43	1,175.09	(54.66)
	11 0000	06/01/09	05/25/10		1,530.96	1,615.77	(84.81)
	3 0000	07/06/09	05/25/10		417.54	429.15	(11.61)
	19 0000	07/05/09	06/28/10		2,612.22	2,717.98	(105.76)
	5 0000	09/10/09	06/28/10		687.43	871.95	(184.52)
	5 0000	10/21/09	06/28/10		687.43	911.30	(223.87)
	5 0000	04/16/10	06/28/10		687.42	792.05	(104.63)
	10 0000	04/26/10	06/28/10		1,374.87	1,530.91	(156.04)
		Security Subtotal			9,118.30	10,044.20	(925.90)



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Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
GARMIN LTD	25 0000	04/16/10	06/30/10			739 74	909 50	(169 76)
	34 0000	09/03/09	06/30/10			1 052 11	1 076 52	(24 41)
	40 0000	09/03/09	06/30/10			1 189 51	1 266 50	(76 99)
	5 0000	09/03/09	06/30/10			147 94	158 33	(10 39)
						3,129.30	3,410.85	(281.55)
HEWLETT PACKARD CO DEL	11 0000	04/16/10	09/13/10			419 96	595 54	(175 58)
	4 0000	04/16/10	09/14/10			157 60	216 56	(58 96)
						577.56	812.10	(234.54)
MEDCO HEALTH SOLUTIONS I	15 0000	04/16/10	09/27/10			763 02	932 40	(169 38)
MICROSOFT CORP	50 0000	11/09/09	10/25/10			1,262 73	1 440 24	(177 51)
MOTOROLA INC COM	125 0000	09/13/10	10/14/10			999 99	1 022 76	(22 77)
NABORS INDUSTRIES LTD	25 0000	11/23/09	10/14/10			480 49	515 57	(35 08)
PRIDE INTL INC DEL	21 0000	10/19/09	03/01/10			585 63	662 07	(96 44)
	21 0000	10/19/09	03/02/10			586 33	682 07	(95 74)
	14 0000	10/19/09	03 03/10			399 21	454 72	(55 51)
	14 0000	10/19/09	04/05/10			442 02	454 72	(12 70)
	39 0000	10/19/09	04/06/10			1,230 22	1 266 72	(36 50)
	42 0000	10/19/09	04/07/10			1,299 30	1 364 16	(64 86)
	14 0000	10/13/09	04/08/10			429 53	454 72	(25 19)
						4,972.24	5,359.18	(386.94)
PRUDENTIAL FINANCIAL INC	15 0000	05/24/10	10/14/10			811 04	835 17	(24 13)
SANDISK CORP INC	25 0000	08/09/10	10/14/10			958 48	1 152 10	(193 62)
SYMANTEC CORP COM	25 0000	09/27/10	10/14/10			385 49	386 08	(0 59)
SYSCO CORPORATION	15 0000	04/16/10	08/31/10			411 79	445 50	(33 80)
	15 0000	08/25/10	08/31/10			411 71	418 60	(6 89)
						823.47	864.10	(40.63)
WALGREEN CO	47 0000	06/01/10	08/16/10			1,323 81	1 520 95	(197 14)
	16 0000	06/02/10	08/16/10			450 66	518 61	(67 95)
						1,774.47	2,039.56	(265.09)
						46,223.88	53,303.82	(7,079.94)
NET SHORT TERM CAPITAL GAIN (LOSS)								559 28


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Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
LONG TERM CAPITAL GAINS								
AT&T INC 5.50% FEB 01 18	1000 0000	10/08/08	08/26/10			1,148.82	866.97	281.85
	1000 0000	10/08/08	10/14/10			1,167.41	866.97	300.44
						2,316.23	1,733.94	582.29
CREDIT SUISSE FB 4.87% 15	1000 0000	10/06/08	08/26/10			1,092.96	906.41	186.55
CISCO SYSTEMS INC 4.95% 19	2000 0000	02/24/09	08/26/10			2,286.28	1,963.60	322.68
CITIGROUP FUNDING 2.25% 12	1000 0000(B)	08/06/09	08/26/10	(0.25) (A)	(0.40) (A)	1,032.78	1,000.86 (C)	31.92
JPMORGAN CHASE & 5.12% 14	1000 0000	10/08/08	08/26/10			1,085.11	888.77	196.34
PEPSICO INC 5.00% JUN 01 18	1000 0000(B)	04/27/09	08/26/10	(2.63) (A)	(5.24) (A)	1,144.22	1,037.43 (C)	106.79
FEDERAL NATL MTG ASSOC	2000 0000(B)	10/08/08	08/26/10	(7.36) (A)	(20.18) (A)	2,393.27	2,088.67 (C)	304.60
FEDERAL HOME LN MTG CORP	1000 0000(B)	10/08/08	08/26/10	(6.68) (A)	(18.44) (A)	1,121.20	1,034.36 (C)	86.84
U.S. TREASURY NOTE	7000 0000(B)	10/02/08	10/28/10	(195.96) (A)	(478.64) (A)	7,096.77	7,066.87 (C)	29.90
US TSY 5.000% AUG 15 2011	1000 0000(B)	10/08/08	08/26/10	(21.52) (A)	(59.85) (A)	1,045.27	1,031.18 (C)	14.09
	1000 0000(B)	10/08/08	10/28/10	(297.92) (A)	(720.78) (A)	1* 412.03	11,281.69 (C)	130.34
						12,457.30	12,312.87	144.43
U.S. TRSY INFLATION NOTE	1000 0000	02/03/09	08/26/10	9.03 (A)	29.92 (A)	1,198.39	1,027.45 (C)	170.94
US TSY 4.500% FEB 15 2036	2000 0000(B)	06/24/09	08/26/10	(0.39) (A)	(0.67) (A)	2,349.99	2,026.60 (C)	323.39
FEDERAL NATL MTG ASSOC	1000 0000(B)	10/08/08	08/11/10	(2.59) (A)	(9.26) (A)	1,035.06	1,006.69 (C)	28.37
	1000 0000(B)	05/13/09	08/11/10	(10.48) (A)	(24.56) (A)	1,035.05	1,028.73 (C)	6.32
						2,070.11	2,033.42	36.69
FEDERAL NATL MTG ASSOC	1000 0000(B)	04/24/09	08/26/10			1,059.29	1,015.58 (C)	43.71
AT&T INC	20 0000	11/19/08	10/14/10	(3.04) (A)	(6.06) (A)	569.19	509.12	60.07
ARCHER DANIELS MIDCO	88 0000	02/10/09	04/05/10			2,517.57	2,515.38	2.19
BMC SOFTWARE INC	7 0000	10/02/08	07/19/10			257.12	194.26	62.86
	21 0000	02/23/09	07/19/10			771.37	612.04	159.33
	10 0000	02/23/09	07/20/10			364.79	291.44	73.35
	46 0000	02/23/09	08/30/10			1,694.86	1,340.65	354.21
	18 0000	08/17/09	08/30/10			663.21	625.14	38.07
	23 0000	08/17/09	08/31/10			833.81	798.79	35.02
						4,585.16	3,852.32	722.84
CHEVRON CORP	25 0000	06/11/90	10/14/10			2,083.71	384.13	1,699.58
CA INC	65 0000	10/02/08	10/14/10			1,432.14	1,277.90	154.24



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2010 CAPITAL GAIN AND LOSS TRANSACTIONS

8584594941 Merrill Lynch

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Jun 09 2011 12:07:09 16826352788

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
CHUBB CORP	8 0000	10/03/08	10/14/10			457 91	417 21	40 70
	7 0000	01/12/09	10/14/10			400 68	315 20	85 48
						<u>858.59</u>	<u>732.41</u>	<u>126.18</u>
COMPUTER SCIENCE CORP	13 0000	03/04/09	05/24/10			639 60	466 07	173 53
	22 0000	03/04/09	05/25/10			1,049 42	788 74	260 68
	15 0000	03/04/09	10/14/10			706 19	537 79	168 40
						<u>2,395.21</u>	<u>1,792.60</u>	<u>602.61</u>
CONAGRA FOODS INC	30 0000	06/24/09	10/14/10			680 69	598 77	81 92
DARDEN RESTAURANTS INC	47 0000	04/21/09	04/26/10			2 265 78	1 818 99	446 79
	15 0000	04/21/09	10/14/10			666 44	580 54	85 90
						<u>2,932.22</u>	<u>2,399.53</u>	<u>532.69</u>
DOVER CORP	23 0000	10/02/08	08/09/10			1,125 10	845 48	279 62
	12 0000	10/02/08	08/10/10			591 13	441 12	150 01
	10 0000	10/02/08	10/14/10			538 79	367 60	171 19
						<u>2,255.02</u>	<u>1,654.20</u>	<u>600.82</u>
FAMILY DOLLAR STORES	50 0000	04/06/09	04/12/10			1,697 52	1 671 49	226 03
	60 0000	04/06/09	04/13/10			2,321 37	2 005 80	315 57
	1 0000	04/06/09	04/14/10			38 80	33 44	5 36
	1 0000	04/13/09	04/14/10			38 80	34 29	4 51
						<u>4,296.49</u>	<u>3,745.02</u>	<u>551.47</u>
FOREST LABS INC	22 0000	10/03/08	05/03/10			596 89	589 37	7 52
	25 0000	10/03/08	05/04/10			670 61	669 75	0 86
	17 0000	10/03/08	05/05/10			457 36	455 43	1 93
	25 0000	10/03/08	10/14/10			832 99	669 75	163 24
						<u>2,557.85</u>	<u>2,384.30</u>	<u>173.55</u>
GAP INC DELAWARE	60 0000	10/03/08	10/14/10			1,149 92	1,034 40	115 52
HONEYWELL INTL INC DEL	15 0000	10/03/08	10/14/10			690 29	588 30	101 99
INTL BUSINESS MACHINES	9 0000	10/03/08	06/14/10			1,164 72	970 56	194 16
	11 0000	10/03/08	06/15/10			1 421 18	1 186 24	234 94
	15 0000	10/03/08	10/14/10			2,111 36	1 617 60	493 76
						<u>4,697.26</u>	<u>3,774.40</u>	<u>922.86</u>


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05/04/09 041 Merrill Lynch

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16/02/06 352788

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Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
MCKESSON CORPORATION COM	20 0000	10/03/08	10/14/10			1,249.58	1,013.20	236.38
	25 0000	10/03/08	11/01/10			1,683.02	1,266.51	416.51
	3 0000	10/03/08	11/02/10			201.66	151.98	49.68
	20 0000	03/09/09	11/02/10			1,344.46	779.08	565.38
		Security Subtotal				4,478.72	3,210.77	1,267.95
MARATHON OIL CORP	10 0000	07/05/09	10/14/10			355.29	281.78	73.51
MEDCO HEALTH SOLUTIONS I	22 0000	10/03/08	07/12/10			1,246.20	1,007.44	244.76
	18 0000	10/03/08	07/13/10			1,026.13	819.35	206.77
	12 0000	10/03/08	07/14/10			684.74	546.24	138.50
	42 0000	10/03/08	09/27/10			2,136.45	1,911.85	224.60
		Security Subtotal				5,093.52	4,278.89	814.63
NORTHROP GRUMMAN CORP	20 0000	08/05/09	10/14/10			1,238.18	931.63	306.55
	52 0000	08/05/09	10/18/10			3,206.99	2,422.24	784.75
	12 0000	08/05/09	10/19/10			721.44	558.98	162.46
		Security Subtotal				5,172.61	3,912.85	1,259.76
OCCIDENTAL PETE CORP CAL	10 0000	10/03/08	10/14/10			844.19	546.30	197.89
QWEST COMM INTL INC COM	212 0000	10/03/08	01/25/10			917.36	697.47	219.89
	372 0000	10/03/08	01/26/10			1,576.07	1,223.88	352.19
	160 0000	10/03/08	10/14/10			1,018.04	526.41	491.63
		Security Subtotal				3,511.47	2,447.76	1,063.71
ROSS STORES INC COM	30 0000	10/27/08	10/14/10			1,678.17	857.54	820.63
	31 0000	10/27/08	11/08/10			1,957.14	886.12	1,071.02
	4 0000	10/27/08	11/05/10			252.72	114.34	138.38
		Security Subtotal				3,898.03	1,858.00	2,040.03
SYSCO CORPORATION	2 0000	10/30/08	08/30/10			55.26	50.07	5.19
	90 0000	11/19/08	08/30/10			2,486.97	2,052.42	434.55
	22 0000	11/19/08	08/31/10			603.83	501.70	102.13
		Security Subtotal				3,146.06	2,604.19	541.87
TEXAS INSTRUMENTS	40 0000	10/08/09	10/14/10			1,135.98	902.00	233.98
TRAVELERS COS INC	35 0000	10/02/08	04/26/10			1,826.85	1,426.95	399.90
	20 0000	10/02/08	10/14/10			1,068.18	815.40	252.78
		Security Subtotal				2,895.03	2,242.35	652.68


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Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization or Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
UNUM GROUP	45 0000	10/28/08	04/05/10			1,161.71	656.95	504.76
	27 0000	10/28/08	04/06/10			691.64	385.60	306.04
	45 0000	10/28/08	10/14/10			1,006.63	642.67	363.96
		Security Subtotal				2,859.98	1,685.22	1,174.76
VERIZON COMMUNICATIONS COM	30 0000	04/06/09	10/14/10			974.08	917.07	57.01
ACE LIMITED	25 0000	04/27/09	07/26/10			1,321.64	1,126.51	195.13
	23 0000	05/11/09	07/26/10			1,215.91	986.62	229.29
	9 0000	05/11/09	10/14/10			537.46	389.04	148.42
		Security Subtotal				3,075.01	2,502.17	572.84
WESTN DIGITAL CORP DEL	30 0000	10/02/08	10/14/10			885.29	603.60	281.69
XILINX INC	30 0000	10/03/08	10/14/10			795.59	681.30	114.29
	107 0000	10/03/08	11/08/10			2,963.80	2,429.98	533.82
		Security Subtotal				4,759.39	3,111.28	648.11
WELLPOINT INC	15 0000	10/02/08	10/14/10			855.59	684.60	170.99
		Long Term Capital Gains Subtotal				115,346.45	95,278.44	20,067.01

LONG TERM CAPITAL LOSSES

US TSY 3.500% FEB 15 2039	2000 0000(B)	02/24/09	08/26/10	(0.35) (A)	(0.78) (A)	1,978.66	2,025.16 (C)	(46.50)
AETNA INC NEW	20 0000	10/03/08	10/14/10			633.59	731.00	(97.41)
AMGEN INC COM PV \$0.0001	20 0000	11/04/08	10/14/10			1,099.18	1,202.37	(103.19)
ARCHER DANIELS MIDLD	20 0000	02/10/09	04/06/10			565.96	571.68	(5.72)
CSX CORP	32 0000	10/03/08	02/08/10			1,376.48	1,599.68	(223.20)
	42 0000	10/03/08	02/09/10			1,819.17	2,095.58	(286.41)
	6 0000	10/03/08	02/10/10			258.15	299.94	(41.79)
		Security Subtotal				3,453.80	3,999.20	(545.40)
CONOCOPHILLIPS	30 0000	10/03/08	10/14/10			1,809.87	2,078.10	(268.23)
CHUBB CORP	7 0000	10/03/08	04/05/10			362.17	365.04	(2.87)
	19 0000	10/03/08	04/06/10			974.84	990.85	(16.01)
	14 0000	10/03/08	04/07/10			721.80	730.10	(8.30)
		Security Subtotal				2,058.81	2,085.99	(27.18)
EXXON MOBIL CORP COM	15 0000	10/03/08	10/14/10			975.43	1,204.33	(228.90)


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 2010 ANNUAL STATEMENT SUMMARY
 2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
FRONTIER COMMUNICATIONS	18 0000	04/06/09	05/08/10			138 34	151 54	(13 20)
	10 0000	07 28/09	09/08/10			76 86	80 10	(3 24)
						215.20	231 64	(16 44)
HEWLETT PACKARD CO DEL	139 0000	10/03/08	09/13/10			5,306 70	6 186 90	(880 20)
INTL PAPER CO	50 0000	10/03/08	10/14/10			1,153 48	1 292 00	(138 52)
JOHNSON AND JOHNSON COM	9 0000	10/03/08	05/03/10			587 51	602 37	(14 86)
	10 0000	10/03/08	05/04/10			647 05	669 30	(22 25)
	7 0000	10/03/08	05/05/10			455 04	468 51	(13 47)
	30 0000	10/03/08	10/14/10			1,904 67	2 007 90	(103 23)
						3,594.27	3,748 08	(153 81)
KROGER CO	20 0000	10/03/08	10/14/10			443 99	556 40	(112 41)
LOCKHEED MARTIN CORP	10 0000	10/03/08	10/14/10			705 49	1 054 30	(348 81)
L-3 COMMUNCTNS HLDGS	15 0000	10/02/08	10/14/10			1,062 43	1 420 35	(357 92)
MEDCO HEALTH SOLUTIONS I	23 0000	08/17/09	09/27/10			1 169 96	1,255 75	(85 79)
MICROSOFT CORP	80 0000	10/02/08	10/14/10			2 010 38	2 105 61	(95 23)
	33 0000	10/02/08	10/25/10			833 40	868 56	(35 16)
						2,843.78	2,974 17	(130 39)
NRG ENERGY INC	30 0000	10/02/08	10/14/10			629 09	648 90	(19 81)
PFIZER INC	172 0000	10/02/08	03/01/10			3,050 07	3,242 20	(192 13)
	173 0000	10/02/08	03/02/10			3,063 98	3 261 05	(197 07)
	113.0000	10/02/08	03/03/10			1,966 70	2 130 06	(163 36)
						8,080 75	8,633 31	(552 56)
RAYTHEON CO DELAWARE NEW	25 0000	10/03/08	10/14/10			1,132 73	1 343 75	(211 02)
SAFeway INC NEW	30 0000	10/03/08	10/14/10			648 29	688 20	(39 91)
WAL-MART STORES INC	10 0000	10/03/08	10/14/10			531 79	596 30	(64 51)
						40,093.25	44,526 88	(4,433 63)
Long Term Capital Losses Subtotal								
NET LONG TERM CAPITAL GAIN (LOSS)								15,633 38