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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No. 1545-0052

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 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 THE LUMPKIN FAMILY FOUNDATION C/O S.L. GRISSOM		A Employer identification number 23-7423640
Number and street (or P.O. box number if mail is not delivered to street address) 121 S. 17TH STREET	Room/suite	B Telephone number (217) 235-4410
City or town, state, and ZIP code MATTOON, IL 61938		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		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) \$ 41,178,026.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(Part I, column (d) must be on cash basis.)		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		202,500.		N/A	
2 Check ☐ If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		6,382.	6,382.		STATEMENT 1
4 Dividends and interest from securities		996,309.	996,309.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		716,050.			
b Gross sales price for all assets on line 6a 11,849,549.					
7 Capital gain net income (from Part IV, line 2)			716,050.		
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		51,325.	37,898.		STATEMENT 3
12 Total. Add lines 1 through 11		1,972,566.	1,756,639.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages		287,758.	0.		287,758.
15 Pension plans, employee benefits		57,816.	0.		57,816.
16a Legal fees					
b Accounting fees STMT 4		7,500.	0.		7,500.
c Other professional fees STMT 5		267,261.	193,386.		73,875.
17 Interest					
18 Taxes STMT 6		57,386.	32,683.		3,638.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		62,864.	0.		62,864.
22 Printing and publications		1,097.	0.		1,097.
23 Other expenses STMT 7		29,821.	761.		29,060.
24 Total operating and administrative expenses. Add lines 13 through 23		771,503.	226,830.		523,608.
25 Contributions, gifts, grants paid		1,349,382.			1,349,382.
26 Total expenses and disbursements. Add lines 24 and 25		2,120,885.	226,830.		1,872,990.
27 Subtract line 26 from line 12		<148,319.>			
b Excess of revenue over expenses and disbursements			1,529,809.		
c Net investment income (if negative, enter -0-)					
d 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			
	2 Savings and temporary cash investments	3,981,571.	1,804,555.	1,804,555.
	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 9	241,168.	0.	0.
	b Investments - corporate stock STMT 10	24,937,975.	27,145,400.	31,125,562.
	c Investments - corporate bonds STMT 11	3,601,154.	4,094,491.	4,306,787.
11 Investments - land, buildings, and equipment: basis ▶	124,000.			
Less: accumulated depreciation ▶	124,000.	124,000.	144,700.	
12 Investments - mortgage loans				
13 Investments - other STMT 12	4,090,533.	3,587,874.	3,796,422.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	36,976,401.	36,756,320.	41,178,026.	
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 ▶ ☐			
	24 Unrestricted and complete lines 24 through 28 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	15,876,012.	16,007,103.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	21,100,389.	20,749,217.	
30 Total net assets or fund balances	36,976,401.	36,756,320.		
31 Total liabilities and net assets/fund balances	36,976,401.	36,756,320.		

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	36,976,401.
2 Enter amount from Part I, line 27a	2	<148,319.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	36,828,082.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	71,762.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	36,756,320.

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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 PUBLICLY TRADED SECURITIES			
b OPEN PRAIRIE VENTURE I, LP	P		
c CLASS ACTION PROCEEDS	P		
d UNDISTRIBUTED LONG TERM CAPITAL GAIN	P		
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 11,844,789.		11,133,974.	710,815.
b			475.
c 4,573.			4,573.
d 187.			187.
e			

(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			710,815.
b			475.
c			4,573.
d			187.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	716,050.
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	3,320,521.	34,299,593.	.096809
2008	2,451,933.	43,152,161.	.056821
2007	2,555,654.	49,716,300.	.051405
2006	2,374,544.	46,374,251.	.051204
2005	2,160,327.	44,374,721.	.048684

2 Total of line 1, column (d)	2	.304923
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	.060985
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	37,628,106.
5 Multiply line 4 by line 3	5	2,294,750.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,298.
7 Add lines 5 and 6	7	2,310,048.
8 Enter qualifying distributions from Part XII, line 4	8	1,872,990.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	30,596.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	30,596.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	30,596.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	27,456.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d	65.	
7 Total credits and payments. Add lines 6a through 6d	7	27,521.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,075.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be credited to 2011 estimated tax	11		

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
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ 0. (2) On foundation managers. ► \$ 0.		
3 Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 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
4b 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) ►		
IL		
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

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? Website address ► LUMPKINFUNDATION.ORG	13	X	
14	The books are in care of ► S.L. GRISSOM, ASSISTANT TREASURER Telephone no ► 217-235-4410 Located at ► 121 SOUTH 17TH STREET, MATTOON, IL ZIP+4 ► 61938			
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	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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
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?		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 ►	☐ Yes ☒ 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	
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?	☐ Yes ☒ 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)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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

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?

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

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
SEE STATEMENT 13		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
BRUCE KARMAZIN	EXECUTIVE DIRECTOR*			
121 SOUTH 17TH ST., MATTOON IL 61938		149,250.	17,172.	7,400.
ANDREA HERNANDEZ	PROGRAM OFFICER*			
121 SOUTH 17TH ST., MATTOON IL 61938		76,821.	7,496.	3,120.
*DENOTES FULL-TIME				

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."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NEUBERGER BERMAN 190 S LASALLE ST, 23RD FLR, CHICAGO, IL 60603	INVESTMENT SERVICES	74,286.
R. W. BAIRD & COMPANY 777 E. WISCONSIN, MILWAUKEE, WI 53202	INVESTMENT SERVICES	51,863.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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	36,347,826.
b	Average of monthly cash balances	1b	1,853,297.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	38,201,123.
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	38,201,123.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	573,017.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,628,106.
6	Minimum investment return. Enter 5% of line 5	6	1,881,405.

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	1,881,405.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	30,596.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	30,596.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,850,809.
4	Recoveries of amounts treated as qualifying distributions	4	13,427.
5	Add lines 3 and 4	5	1,864,236.
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	1,864,236.

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	1,872,990.
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	1,872,990.
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	1,872,990.

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				1,864,236.
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				
b From 2006				
c From 2007				
d From 2008				
e From 2009	470,698.			
f Total of lines 3a through e	470,698.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$	1,872,990.			
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				1,864,236.
e Remaining amount distributed out of corpus	8,754.			
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:	479,452.			
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 instructions			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	479,452.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	470,698.			
e Excess from 2010	8,754.			

Form 990-PF (2010)

23-7423640

Page 10

N/A

- ☐ 4942(i)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

SEE ATTACHED STATEMENT

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED STATEMENT				1349382.
Total				▶ 3a 1349382.
b Approved for future payment NONE				
Total				▶ 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	6,382.		
4 Dividends and interest from securities			14	996,309.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14	37,898.		
8 Gain or (loss) from sales of assets other than inventory			18	716,050.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a GRANT RECOVERIES			01	13,427.		
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		1,770,066.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	1,770,066.

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

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

[illegible]

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

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

[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 | |
| | N/A | |
| | N/A | |
| | | |
| | | |

**Sign
Here**

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

Steven L. Sussman
Signature of officer or trustee

Date 5/13/11

ASSISTANT TREASURER

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

CH	
----	--

Check ☐ self-employed

PTIN

STEVEN A. HUEFFNER *Stu*
Firm's name ▶ DELOITTE TAX LLP
111 SOUTH WACKER DRIVE

Firm's EIN ▶

Phone no (312) 486-1000

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

THE LUMPKIN FAMILY FOUNDATION
C/O S.L. GRISSOM

Employer identification number

23-7423640

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 foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) 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
THE LUMPKIN FAMILY FOUNDATION
C/O S.L. GRISSOM

Employer identification number

23-7423640

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BENJAMIN I. LUMPKIN 121 SOUTH 17TH STREET MATTOON, IL 61938	\$ 100,000.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	ELIZABETH L. CELIO 121 SOUTH 17TH STREET MATTOON, IL 61938	\$ 100,000.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

THE LUMPKIN FAMILY FOUNDATION
C/O S.L. GRISSOM

Employer identification number

23-7423640

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
1	3,500 SHS OF VERISIGN, INC.	\$ 99,015.	06/10/10
2	4,200 SHS OF VERISIGN, INC.	\$ 97,398.	02/02/10
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

**THE LUMPKIN FAMILY FOUNDATION
C/O S.L. GRISSOM**

Employer identification number

23-7423640

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	AMOUNT
FIRST MID-ILLINOIS BANK & TRUST	3,426.
FIRST MID-ILLINOIS BANK & TRUST - CASH MANAGEMENT	2,602.
HARRIS TRUST & SAVINGS BANK	345.
U.S. TRUST BANK OF AMERICA	6.
U.S. TRUST BANK OF AMERICA - BRANDES	1.
U.S. TRUST BANK OF AMERICA - HARRIS	1.
U.S. TRUST BANK OF AMERICA - NEUBERGER BERMAN	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6,382.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST MID-IL BANCSHARES INC.	87,737.	0.	87,737.
OPEN PRAIRIE VENTURES I, LLP	1.	0.	1.
U.S. TRUST BANK OF AMERICA - BRANDES	245,448.	0.	245,448.
U.S. TRUST BANK OF AMERICA - HARRIS	372,672.	0.	372,672.
U.S. TRUST BANK OF AMERICA - KLD	44,703.	0.	44,703.
2500 INDEX FUND	44,703.	0.	44,703.
U.S. TRUST BANK OF AMERICA - NEUBERGER BERMAN	209,184.	0.	209,184.
U.S. TRUST BANK OF AMERICA - TRILLIUM	36,564.	0.	36,564.
TOTAL TO FM 990-PF, PART I, LN 4	996,309.	0.	996,309.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
HARRIS TRUST	37,898.	37,898.	
GRANT RECOVERIES	13,427.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	51,325.	37,898.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	7,500.	0.		7,500.
TO FORM 990-PF, PG 1, LN 16B	7,500.	0.		7,500.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES - ROBERT W. BAIRD, INC.	51,863.	51,863.		0.
INVESTMENT FEES - FIRST MID-IL BANK & TRUST	560.	560.		0.
INVESTMENT FEES - HARRIS BANK & TRUST	20,970.	20,970.		0.
INVESTMENT FEES - NEUBERGER BERMAN	74,286.	74,286.		0.
INVESTMENT FEES - TRILLIUM	14,037.	14,037.		0.
INVESTMENT FEES - U.S. TRUST BANK OF AMERICA	31,670.	31,670.		0.
CONSULTING FEES - JACQUELINE GREEN PUBLIC RELATIONS	5,000.	0.		5,000.
CONSULTING FEES - DR. GREGORY CAJETE	5,000.	0.		5,000.
CONSULTING FEES - MAX TEACHINGS, INC.	42,500.	0.		42,500.
CONSULTING FEES - OMNI COMMUNICATIONS GROUP	6,675.	0.		6,675.
CONSULTING FEES - MARY EDDY	3,020.	0.		3,020.
CONSULTING FEES - FAT ATOM INTERNET MARKETING	6,030.	0.		6,030.
CONSULTING FEES - RUSSELL FRIEDEWALD	1,750.	0.		1,750.
CONSULTING FEES - COMMUNITY MEDIA WORKSHOP	3,000.	0.		3,000.
CONSULTING FEES - EALY'S REAL ESTATE APPRAISAL	900.	0.		900.
TO FORM 990-PF, PG 1, LN 16C	267,261.	193,386.		73,875.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	32,683.	32,683.		0.
REAL ESTATE TAXES - REAL ESTATE HELD FOR CHARITABLE PURPOSES	3,638.	0.		3,638.
FIT - ESTIMATED PAYMENTS	21,000.	0.		0.
INCOME TAX WITHHELD - KLD	65.	0.		0.
TO FORM 990-PF, PG 1, LN 18	57,386.	32,683.		3,638.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & PUBLICATIONS	15,949.	0.		15,949.
POSTAGE/SHIPPING	970.	0.		970.
PASS-THRU EXPENSE FROM OPEN PRAIRIE VENTURES I, L.P. K-1	545.	545.		0.
SUPPLIES	2,689.	0.		2,689.
WEBSITE MAINTENANCE	215.	0.		215.
ANNUAL REPORT FILING FEES	25.	0.		25.
OTHER	144.	0.		144.
REPAIRS AND MAINTENANCE	1,129.	0.		1,129.
INSURANCE	2,962.	216.		2,746.
SOFTWARE	4,100.	0.		4,100.
VIDEO PRODUCTION	1,093.	0.		1,093.
TO FORM 990-PF, PG 1, LN 23	29,821.	761.		29,060.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
OPEN PRAIRIE VENTURES I, L.P. - BOOK TO TAX ADJUSTMENT DIFFERENCE BETWEEN TAX BASIS CAPITAL GAIN AND BOOK BASIS CAPITAL LOSS	353. 71,409.
TOTAL TO FORM 990-PF, PART III, LINE 5	71,762.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTE - SEE STMT	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE STMT	27,145,400.	31,125,562.
TOTAL TO FORM 990-PF, PART II, LINE 10B	27,145,400.	31,125,562.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE STMT	4,094,491.	4,306,787.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,094,491.	4,306,787.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE STMT	COST	3,587,874.	3,796,422.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,587,874.	3,796,422.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SUSAN K. DE WYNGAERT 121 SOUTH 17TH STREET MATTOON, IL 6193	TRUSTEE 5.00	0.	0.	0.
BARBARA S. FEDERICO 121 SOUTH 17TH STREET MATTOON, IL 6193	PRESIDENT* 10.00	0.	0.	0.
RICHARD ANTHONY LUMPKIN 121 SOUTH 17TH STREET MATTOON, IL 6193	TREASURER 5.00	0.	0.	0.
S.L. GRISSOM 121 SOUTH 17TH STREET MATTOON, IL 6193	SECRETARY & ASSIS. TREAS.* 5.00	0.	0.	0.
KARLA KOEBELE 121 SOUTH 17TH STREET MATTOON, IL 6193	ASSISTANT SECRETARY 5.00	0.	0.	0.
RICHARD DE WYNGAERT 121 SOUTH 17TH STREET MATTOON, IL 6193	VICE-PRESIDENT* 5.00	0.	0.	0.
CHRISTINA DUNCAN 121 SOUTH 17TH STREET MATTOON, IL 6193	TRUSTEE 5.00	0.	0.	0.
BENJAMIN I. LUMPKIN 121 SOUTH 17TH STREET MATTOON, IL 6193	TRUSTEE 5.00	0.	0.	0.
ELIZABETH L. CELIO 121 SOUTH 17TH STREET MATTOON, IL 6193	TRUSTEE 5.00	0.	0.	0.

* ALSO SERVES AS TRUSTEE

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

THE LUMPKIN FAMILY FOUNDATION

23-7423640

SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010
Part II Balance Sheets

U.S. AND STATE GOVERNMENT OBLIGATIONS

<u>DESCRIPTION</u>	<u>US</u>	<u>OTHER</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
	<u>GOV'T</u>	<u>GOV'T</u>		
TOTAL TO FORM 990-PF, PART II, LINE 10A			-	-

CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
5,330 000 3M Co	375 581 30	459,979 00
140 000 AARONS INC	2,142 61	2,854 60
90 000 ABM INDS INC	1,908 00	2,367 00
70 000 ACACIA RESH CORP	1,061 20	1 815 80
207 000 ACADIA RLTY TR	5,436 35	3 775 68
60 000 ACME PACKET INC	1,666 80	3,189 60
80 000 ACORDA THERAPEUTICS INC	2,471 24	2,180 80
140 000 ACTUANT CORP	4,472 12	3,726 80
260 000 ADC TELECOMMUNICATIONS INC	3,131 37	3,312 40
910 000 Advanced Auto Pts Inc	51 486 53	60,196 50
160 000 ADVANCED AUTO PTS INC	6,811 00	10,584 00
90 000 ADVANCED ENERGY INDS	1,238 60	1,227 60
1,070 000 ADVANCED MICRO DEVICES INC	5,525 32	8,752.60
40 000 ADVENT SOFTWARE INC	1,071 08	2,316 80
30 000 ADVISORY BRD CO	1,719 15	1,428 90
15,566 000 Aegon	207,859 44	95,419 58
260 000 AFC ENTERPRISES INC	2,644 63	3 614 00
140 000 AFFYMETRIX INC	627 19	704 20
120.000 AIRGAS INC	5,743 20	7,495 20
815 000 Akzo Nobel	22,840 47	50,825 03
170 000 ALBERTO-CULVER CO NEW	4 151 60	6,296 80
20,025 000 Alcatel-Lucent	235,383 46	59,274 00
150 000 ALERE INC	4,607 60	5,490 00
110 000 ALEXANDER & BALDWIN INC	5,676 07	4,403 30
12 000 ALLEGHANY CORP DEL	3,559 04	3,676 44
170.000 ALLEGHENY TECHNOLOGIES INC	5,911 76	9,380 60
1,930 000 Alliant Corp	64,153 68	70,966 10
210 000 ALLIANT CORP	7 911 42	7 721 70
150.000 ALLIED NEV GOLD CORP	3,708 07	3,946 50
150 000 ALNYLAM PHARMACEUTICALS INC	2,301 00	1,479 00
11,850 000 Altera Corp	216 121 02	421,623 00
4,350 000 Altera Corp	84,866 80	154,773 00
320 000 AMB PROPERTY CORP	8,325 37	10,147 20
50 000 AMCOL INTL CORP	1,335 00	1,550 00
140 000 AMERICAN AXLE & MFG HLDGS INC	1,309 60	1 800.40
128.000 AMERICAN CAMPUS CMNTYS INC	3,387 34	4,065 28
630 000 AMERICAN CAP LTD	3 465 00	4,762 80
370 000 AMERICAN EAGLE OUTFITTERS NEW	8,593 30	5,413 10
140 000 AMERICAN EQUITY INVT LIFE HLDG	726 42	1 757 00
90 000 AMERICAN GREETINGS CORP	1 071 90	1 994.40

**SUPPLEMENTARY STATEMENT
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Part II Balance Sheets

150.000	AMERICAN MED SYS HLDGS INC	2,775 80	2,829 00
40.000	AMERICAN PUB ED INC	1,622 12	1,489 60
100.000	AMERICAN SUPERCONDUCTOR CORP	2,505 26	2,859.00
330.000	AMERICAN WTR WKS CO INC	7,682.47	8,345 70
100.000	AMERIGROUP CORP	3,737 00	4,392 00
300 000	AMETEK INC NEW	8,102 33	11,775 00
270.000	AMYLIN PHARMACEUTICALS INC	6,582 87	3,971 70
130.000	ANADIGICS INC	566 77	900 90
2,795 000	Analog Devices Inc	79,641.35	105,287 65
1,965.000	Angiodynamics Inc	31,784 84	30,202 05
50 000	ANGIODYNAMICS INC	797 00	768 50
7,555.000	Anixter Intl Inc	512,445 33	451,260.15
120 000	ANNTAYLOR STORES CORP	4,252 20	3 286 80
170.000	ANSYS INC	4,820 35	8 851 90
1 000	AON CORP	29 12	46 01
3 000	APACHE CORP	188 03	357 69
60.000	APOGEE ENTERPRISES INC	769 20	808 20
80 000	APPLIED INDL TECHNOLOGIES INC	1,596 80	2 598 40
130 000	APTARGROUP INC	4,786 60	6 184.10
280 000	AQUA AMERICA INC	5,482 55	5,844 80
60.000	ARBITRON INC	1,575 10	2,491 20
90 000	ARCH CAP GROUP LTD	6,818 42	7 924 50
60 000	ARCH CHEMICALS INC	1,707 00	2 275 80
240.000	ARIAD PHARMACEUTICALS INC	865 80	1,224 00
180.000	ARIBA INC	1,704 60	4,228 20
70.000	ARKANSAS BEST CORP DEL	1 895 60	1,919 40
410 000	ART TECHNOLOGY GROUP INC	1,218 93	2 451 80
170.000	ARVINMERITOR INC	721 91	3,488 40
160 000	ASPEN INS HLDGS LTD	3 751 10	4,579 20
320 000	ASSOCIATED BANC CORP	7 687 46	4,848 00
210 000	ASSURANT INC	5,085 37	8 089 20
60 000	ASTEC INDS INC	1,883 17	1,944 60
2,070 000	Astellas Pharma Inc	69,420 65	78,991 20
3,050 000	Astrazenca	134,986 61	140,879 50
150.000	ATLAS ENERGY INC	5,483 60	6,595 50
840 000	ATMEL CORP	5,924 42	10,348 80
60 000	ATMI INC	1 138 20	1,196.40
170.000	ATMOS ENERGY CORP	4 782 08	5,304 00
10 000	ATRION CORP	1 739 10	1,794 60
120 000	ATWOOD OCEANICS INC	3 558 46	4,484 40
970 000	Atwood Oceanics Inc.	32,929 95	36,248.90
440 000	AUTODESK INC	13,348 16	16,808 00
100 000	AUXILIUM PHARMACEUTICALS INC	2,584 04	2,110 00
190.000	AVERY DENNISON CORP	6,868 13	8,044 60
80 000	AVID TECHNOLOGY INC	929 60	1 396 80
815 000	Avista Corp	14,617 48	18,353 80
220 000	AXIS CAP HLDGS LTD	7,077 38	7,893 60
30 000	AZZ INC	1,157 10	1,200 30
90 000	B & G FOODS INC	983 81	1 235 70
90 000	BALDOR ELEC CO	3 488 46	5 673 60
170 000	BALL CORP	10,077 80	11,566 50
100 000	BANK HAWAII CORP	4,330 89	4,771 00
14,615 000	Bank New York Mellon Corp	459,242 75	441 373 00

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Part II Balance Sheets

300.000	BANKFINANCIAL CORP	4,598 85	2,925 00
3,805 000	Barclays Plc	129,721 78	62 858 60
110 000	BARNES & NOBLE INC	4,264.70	1,556 50
90.000	BARNES GROUP INC	1,467.00	1,860 30
130 000	BEACON ROOFING SUPPLY INC	1,780 20	2,323 10
5,145 000	Becton Dickinson & Co	399,088 72	434,855 40
210 000	BEMIS INC	6,535 99	6,858 60
120 000	BENCHMARK ELECTRS INC	2,793 60	2,179 20
1,055.000	Berkley W R Corp	34,330 78	28,885 90
260 000	BERKLEY W R CORP	6,866 57	7,118 80
6,030 000	BG Group Plc	450 678 36	611,767 82
40 000	BIO RAD LABS INC	3,564 80	4,154 00
240 000	BIOMED RLTY TR INC	5,312 10	4,476 00
40 000	BJS RESTAURANTS INC	1,436 80	1,417 20
40 000	BLACK BOX CORP DEL	1,432 00	1,531.60
90 000	BLACKBAUD INC	2,154 60	2,331 00
70 000	BLACKBOARD INC	2,844 35	2,891 00
2,070 000	Blackrock Inc	342,834 44	394,500 60
50 000	BLUE NILE INC	1,844 65	2,853 00
120.000	BOISE INC	890 10	951 60
210 000	BORG WARNER INC	8,253 10	15,195 60
140 000	BOSTON PRIVATE FINL HLDGS INC	978 35	917 00
410 000	Boston Properties Inc	19,185 72	35,301 00
1,390 000	BP P L C	63,123 86	61,396 30
110 000	BRADY CORP	1,988 25	3,587 10
250 000	BRANDYWINE RLTY TR	4,618 43	2,912 50
271 000	Brasil Telecom SA	4,584 36	2,436 29
479 000	Brasil Telecom SA Pfd	15,196 80	10,504 47
120.000	BRE PROPERTIES INC	5,733 58	5,220 00
120 000	BRIGGS & STRATTON CORP	1,652 39	2,362 80
220 000	BRIGHAM EXPL CO	1 889 20	5,992 80
130 000	BRIGHTPOINT INC	889 53	1,134 90
90 000	BRINKS CO	2,865 91	2,419.20
260.000	BROADRIDGE FINL SOLUTIONS INC	4,297 92	5,701 80
200 000	BROOKDALE SENIOR LIVING INC	3,279 98	4 282 00
90 000	BROWN SHOE INC NEW	1,008 00	1,253 70
350 000	BRYN MAWR BK CORP	6,337 30	6,107 50
80 000	BUCKEYE TECHNOLOGIES INC	1 061 60	1,680 80
60 000	BUCKLE INC	1,645 20	2,266 20
50 000	CABOT MICROELECTRONICS CORP	2 030 00	2,072 50
200 000	CABOT OIL & GAS CORP	7,441 12	7,570 00
270 000	CAL DIVE INTL INC DEL	2 130 95	1,530 90
140.000	CALGON CARBON CORP	2,640 46	2,116 80
130.000	CALLAWAY GOLF CO	899 59	1,049 10
670 000	CALPINE CORP	7 280 96	8,937 80
450 000	CAMERON INTL CORP	17,705 70	22,828 50
3,920 000	Canadian Natl Railway	215,511 41	260,562 40
755.000	Canadian Pac Ry Ltd	35,911 83	48 931 55
3,605.000	Canon Inc.	133,498 69	185 080 70
30 000	CAPELLA ED CO	2,517.30	1,997 40
10.000	CAPITAL SOUTHWEST CORP	1,199 92	1 038 00
500 000	CAPLEASE INC	4,701 13	2 910 00

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140 000	CAPSTEAD MTG CORP	1,744 30	1,762 60
40.000	CARBO CERAMICS INC	2,341.60	4,141.60
420.000	CARMAX INC	10,902 11	13,389 60
90 000	CARPENTER TECHNOLOGY CORP	4,991 74	3,621.60
17,420.000	Carrefour SA	145,360 56	144,185 34
70 000	CARRIZO OIL & CO INC	2,615 98	2,414.30
70 000	CASEYS GEN STORES INC	1,894 80	2,975 70
160 000	CATHAY GENERAL BANCORP	1,506 98	2,672 00
2,850 000	CB Richard Ellis Group Inc	52,468 50	58,368 00
250 000	CBL & ASSOC PPTYS INC	1,406 90	4,375 00
290 000	CELANESE CORP DEL	8,357 74	11,939.30
320 000	CELERA CORP	3,922 40	2,016.00
10,578 000	Cemex	102,009 77	113,290 38
100.000	CENTENE CORP	2,172 50	2,534 00
760.000	CENTERPOINT ENERGY INC	10,398 80	11,947 20
6,340 000	Centrais Eletricas Brasileiras	55,910 45	87,175 00
110 000	CEPHEID	1,324 83	2,502 50
60 000	CH ENERGY GROUP INC	2,687 20	2,933 40
50.000	CHEMED CORP	3,069 00	3,175 50
60 000	CHEMICAL FINL CORP	1,222 80	1 329 00
360 000	CHICOS FAS INC	2 851 65	4,330 80
295.000	Chipotle Mexican Grill Inc	21,360 95	62,734 70
60 000	CHOICE HOTELS INTL INC	1,334 32	2,296 20
800 000	Church & Dwight Co Inc	17,468 11	55,216 00
150.000	CIMAREX ENERGY CO	6,078.00	13,279 50
2,591.000	Cimarex Energy Co	142,152 81	229,381 23
380 000	CINCINNATI BELL INC	973 50	1,064 00
290 000	CINCINNATI FINL CORP	8,166 08	9,190 10
130 000	CINEMARK HLDGS INC	2,419 00	2,241 20
40 000	CIRCOR INTL INC	1,206 40	1 691 20
30 000	CITI TRENDS INC	715 50	736.50
790 000	CITIZENS REPUBLIC BANCORP	721 34	485 85
100 000	CLARCOR INC	3,602 45	4,289 00
100 000	CLEAN ENERGY FUELS CORP	1,502 80	1,384 00
30 000	CLEARWATER PAPER CORP	1,404 30	2,349 00
120 000	CLECO CORP NEW	3,794 40	3,691 20
260 000	CLIFFS NAT RES INC	17 642 81	20,282 60
650.000	COCA-COLA ENTERPRISES INC	16,150 84	16,269 50
50 000	CODEXIS INC	493 25	530 00
180 000	COEUR D ALENE MINES CORP IDAHO	3 421 63	4,917 60
90.000	COGENT COMMUNICATIONS GROUP INC	843 30	1,272 60
80 000	COGNEX CORP	1,782 80	2,353 60
50 000	COHERENT INC	2,275 00	2,257 00
60 000	COINSTAR INC	1,926 60	3,386 40
120 000	COLLECTIVE BRANDS INC	1,555 19	2,532 00
130 000	COLONIAL PPTYS TR	2,164 84	2,346 50
80 000	COLUMBIA BKG SYS INC	1,643 40	1,684 80
40 000	COLUMBUS MCKINNON CORP N Y	804 80	812 80
17,357 000	Comcast Corp	307,457 59	361,199 17
340 000	COMERICA INC	9,292 15	14,361 60
70 000	COMFORT SYS USA INC	877 10	921 90
138 000	COMMERCE BANCSHARES INC	4,380 94	5 482.74
220 000	COMMERCIAL METALS CO	7,216 60	3 649 80

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137.000	COMMONWEALTH REIT	5,220.45	3,494.87
80 000	COMMVAULT SYS INC	2,049.60	2,289.60
70.000	COMPASS MINERALS INTL INC	5,288.70	6,248.90
50 000	COMPELLENT TECHNOLOGIES INC	882.50	1,379.50
120 000	COMPLETE PRODTN SVCS INC	955.20	3,546.00
450 000	COMPUWARE CORP	5,428.75	5,251.50
120 000	CONCEPTUS INC	2,042.80	1,656.00
170 000	CONCHO RES INC	14,358.15	14,903.90
450 000	CONNECTICUT WTR SVC INC	9,573.68	12,546.00
60 000	CONSTANT CONTACT INC	1,099.20	1,859.40
250 000	CONVERGYS CORP	2,164.97	3,292.50
300 000	COOPER INDS PLC	13,367.97	17,487.00
110 000	COOPER TIRE & RUBR CO	986.70	2,593.80
70 000	CORPORATE EXECUTIVE BRD CO	4,504.85	2,628.50
130 000	CORPORATE OFFICE PPTYS TR	4,815.21	4,543.50
40 000	COSTAR GROUP INC	2,099.00	2,302.40
4,050 000	Costco Whsl Corp	262,358.60	292,450.50
250 000	COURIER CORP	4,673.09	3,880.00
2 000	COUSINS PPTYS INC	15.11	16.68
10,110 000	Covidien Ltd	476,701.50	461,622.60
700 000	Cree Inc	23,630.60	46,123.00
3,745 000	CRH Plc	65,530.76	77,896.00
180 000	CROCS INC	1,194.40	3,081.60
80 000	CROSSTEX ENERGY INC	706.40	708.80
550 000	CROWN CASTLE INTL CORP	23,133.65	24,106.50
310 000	CROWN HLDGS INC	8,826.17	10,347.80
70 000	CSG SYS INTL INC	1,538.60	1,325.80
110 000	CULLEN FROST BANKERS INC	5,950.06	6,723.20
60 000	CYBERONICS INC	1,335.60	1,861.20
60 000	CYMER INC	2,310.90	2,704.20
290 000	CYPRESS SEMICONDUCTOR CORP	3,423.34	5,388.20
4,345 000	Dai Nippon Prtg Ltd Japan	65,576.45	59,252.77
4,015 000	Daiichi Sankyo Kabushiki	86,874.96	87,968.65
70 000	DAKTRONICS INC	834.40	1,114.40
14,105 000	Danaher Corp	535,509.73	665,332.85
240 000	DARDEN RESTAURANTS INC	10,682.13	11,145.60
240 000	DARLING INTL INC	1,443.12	3,187.20
735 000	Deckers Outdoor Corp	22,912.70	58,608.90
70 000	DECKERS OUTDOOR CORP	2,319.84	5,581.80
370 000	DEL MONTE FOODS CO	4,630.14	6,956.00
380 000	DELTA AIR LINES INC DEL	4,272.80	4,788.00
732.000	DENBURY RES INC	11,645.19	13,973.88
1,807 000	Deutsche Bk Ag	107,872.96	94,054.35
16,425 000	Deutsche Telekom Ag	269,285.82	209,722.95
120 000	DEVRY INC DEL	4,783.90	5,757.60
50 000	DIAMOND FOODS INC	2,147.37	2,659.00
309 000	DIAMONDROCK HOSPITALITY CO	6,499.02	3,708.00
60.000	DICE HLDGS INC	841.80	861.00
170 000	DIGITAL RLTY TR INC	6,627.26	8,761.80
30 000	DINEEQUITY INC	824.76	1,481.40
70 000	DIODES INC	871.01	1,889.30
40 000	DIONEX CORP	3,403.40	4,720.40

**SUPPLEMENTARY STATEMENT
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250 000	DISCOVERY COMMUNICATIONS INC	5,146 72	10,425.00
260.000	DISCOVERY COMMUNICATIONS INC	4,982 52	9,539 40
120 000	DOLAN CO	1,266 26	1,670 40
50.000	DOLLAR THRIFTY AUTOMOTIVE GP	780 00	2,363.00
90 000	DOMTAR CORP	7,991 74	6 832 80
400.000	Donaldson Inc	13,428 16	23,312 00
240.000	DONEGAL GROUP INC	4,303.50	3 475 20
390 000	DONNELLEY R R & SONS CO	8,056 36	6,813 30
30 000	DORMAN PRODS INC	1,262 10	1,087 20
210.000	DOUGLAS EMMETT INC	2,534 27	3,486 00
340.000	DOVER CORP	16,748 37	19,873 00
140 000	DREAMWORKS ANIMATION INC	3,219 35	4,125.80
160 000	DRESSER-RAND GROUP INC	5,035.11	6,814 40
70 000	DRIL-QUIP INC	3,289 12	5,440 40
320.000	DTE ENERGY CO	15,183 24	14,502.40
80 000	DTS INC	1,764 40	3,924 00
480.000	DUKE RLTY CORP	12,488 43	5,980 80
100 000	DUN & BRADSTREET CORP DEL NEW	6,859 00	8,209 00
430 000	E TRADE FINL CORP	6,083 06	6 880 00
210 000	EARTHLINK INC	1,602 30	1,806 00
270.000	EAST WEST BANCORP INC	8,479 10	5,278 50
60 000	EASTGROUP PPTY INC	2 252 32	2,539 20
140 000	EASTMAN CHEM CO	5,097 64	11 771 20
650 000	EASTMAN KODAK CO	7,982 34	3,484 00
220 000	EATON VANCE CORP	6,497 09	6,650 60
1,330.000	EL PASO CORP	16,308 60	18,300 80
200 000	ELECTRONICS FOR IMAGING INC	5,826 00	2,862 00
130 000	EMCOR GROUP INC	4,814 87	3,767 40
120 000	EMPLOYERS HLDGS INC	1,796.60	2,097 60
805 000	Enbridge Inc	27,408 56	45,402 00
4,425 000	Endo Pharmaceuticals Hldgs Inc	100,361 46	158 016.75
220.000	ENDO PHARMACEUTICALS HLDGS INC	7,667 82	7 858 20
90 000	ENDURANCE SPECIALITY HLDGS LTD	3,127 43	4,146 30
140 000	ENER1 INC	608 99	530 60
90 000	ENERGY CONVERSION DEVICES INC	470 70	414 00
50 000	ENERNOC INC	1,487 00	1 195 50
3,955 000	ENI S P A	179 510 25	172,991 70
40 000	ENPRO INDS INC	1,113 60	1,662 40
290 000	ENTEGRIIS INC	839 57	2,166 30
270 000	EQT CORP	9,474 67	12,106 80
240 000	EQUIFAX INC	7,317 60	8,544 00
89 000	EQUINIX INC	7,828.78	7,232 14
11 765 000	Ericsson L M Tel Co	173,633 16	135,650 45
60 000	ERIE INDY CO	2,856 00	3,928 20
70 000	ESCO TECHNOLOGIES INC	2,777 11	2,648 80
50 000	ETHAN ALLEN INTERIORS INC	779 50	1,000 50
40 000	EVERCORE PARTNERS INC	266 28	1,360 00
100 000	EVEREST RE GROUP LTD	8,206 99	8,482 00
565 000	Expeditors Intl Washington Inc	10,321 14	30,849 00
390 000	EXPEDITORS INTL WASHINGTON INC	16,715 40	21,294 00
30 000	EXPONENT INC	1,032 30	1,126 20
127 000	EXTERRAN HLDGS INC	6 709 86	3,041 65

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Part II Balance Sheets

545.000	F5 Networks Inc	28,336.02	70,937 20
245.000	Factset Resh Sys Inc	16,141.97	22,971 20
90.000	FACTSET RESH SYS INC	6,208 23	8,438.40
250.000	FASTENAL CO	12,287 45	14,977 50
40 000	FBL FINL GROUP INC	1,055 00	1,146 80
120.000	FEDERAL REALTY INVT TR	6,959 69	9,351 60
180 000	FEDERATED INVS INC PA	5,612 92	4,710 60
80 000	FEI CO	1,400 80	2,112 80
190 000	FELCOR LODGING TR INC	1,360 16	1 337 60
170 000	FERRO CORP	1,212 06	2,488 80
1,490 000	FIFTH THIRD BANCORP	11,193 09	21,873 20
117 000	FINISAR CORP	1,172 81	3,473 73
500 000	FIRST BUSEY CORP	3 811 00	2,350 00
200.000	FIRST COMWLTH FINL CORP PA	1,049 98	1,416 00
475.575	FIRST HORIZON NATL CORP	9,606 37	5,602 27
110 000	FIRST INDUSTRIAL REALTY TRUST	876 39	963 60
100.000	First Mid-IL Bancshares Pfd Stk	500,000 00	500,000 00
112,467 000	First Mid-Illinois Bancshares	565,696 56	1 940 055 75
390 000	FIRST NIAGARA FINL GROUP INC	4,834 10	5,452 20
4,655 000	Flextronics	42,161.73	36,541 75
160.000	FLOWERS FOODS INC	3,601 10	4,305 60
330 000	FLUOR CORP	16,566 87	21,865 80
220.000	FMC TECHNOLOGIES INC	14,660 60	19,560 20
290 000	FOOT LOCKER INC	6,344 20	5,689.80
1,600 000	Forest City Enterprises Inc	19,415 60	26,704 00
230 000	FOREST CITY ENTERPRISES INC	9,426 85	3,838 70
120 000	FORESTAR GROUP INC	3,003 97	2,316 00
80 000	FORWARD AIR CORP	2,072 35	2,270 40
100 000	FOSSIL INC	3,603 55	7,048 00
230 000	FOSTER WHEELER AG	5,351 92	7,939 60
7 548 000	France Telecom	190,271 06	159,111 84
40 000	FRANKLIN ELEC INC	1,308 00	1 556 80
200 000	FRANKLIN STR PPTYS CORP	3,293 12	2 850 00
1,830 000	FRONTIER COMMUNICATIONS CORP	16,502 83	17,805 90
90 000	FTI CONSULTING INC	3,822 38	3 355 20
40.000	FUEL SYS SOLUTIONS INC	1 359 00	1 175 20
1,240 000	Fuji Heavy Inds LTD	59,949 91	96,319 48
2,360 000	Fujifilm Holdings Corp	76,667 24	85,432 00
130 000	FULLER H B CO	3 853 85	2 667 60
200 000	GALLAGHER ARTHUR J & CO	4,390 62	5 816 00
270 000	GAMESTOP CORP	5,132 00	6 177 60
100 000	GARDNER DENVER INC	3,823 35	6,882 00
1,180 000	Gardner Denver Machy Inc	51,097.78	81,207 60
210 000	GARMIN LTD	6,640 16	6 507 90
150 000	GARTNER GROUP INC NEW	3,606 72	4,980 00
60 000	GAYLORD ENTMT CO NEW	1,246 98	2,156 40
90 000	GEN PROBE INC	4,845 24	5 251 50
100 000	GENERAL CABLE CORP DEL NEW	5,830 90	3,509 00
160 000	GENERAL MARITIME CORP	719 98	520 00
120 000	GENERAL MOLY INC	656 39	777 60
80 000	GENESEE & WYO INC	2,702 67	4,236 00
1,420 000	GENON ENERGY INC	5,226 12	5,410 20

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450.000	Gen-Probe Inc	26,328.97	26,257.50
260 000	GENTEX CORP	5,127 20	7,685.80
290 000	GENUINE PARTS CO	12,719 34	14,888.60
2,500 000	Genworth Finl Inc	33,147 75	32,850.00
930 000	GENWORTH FINL INC	8,285 10	12,220 20
50 000	GEOEYE INC	1,614 00	2 119 50
240 000	GERON CORP	1,207 92	1,245 00
70 000	GIBRALTAR INDS INC	904 40	949.90
40.000	G-III APPAREL GROUP LTD	802 00	1,406 00
190.000	GLACIER BANCORP INC	3,220 12	2 870 90
90 000	GLATFELTER	1,031 40	1,104 30
4,295 000	Glaxosmithkline	198,399 31	168,449 90
160 000	GLIMCHER RLTY TR	971 54	1,344 00
250 000	GLOBAL INDS LTD	5,749 85	1,732 50
160 000	GLOBAL PMTS INC	5,875 20	7,393 60
50 000	GOODRICH PETE CORP	670 50	882.00
30 000	GORMAN RUPP CO	836 40	969 60
120.000	GRACO INC	3,935 61	4,734 00
250 000	GRAFTECH INTL LTD	4,244 58	4,960.00
2,070.000	Grainger W W Inc	227,623 25	285,887 70
630 000	Grainger W W Inc	32,141 10	87,009 30
120 000	GRAINGER W W INC	13,330 76	16 573.20
100 000	GRANITE CONSTR INC	5,048 90	2,743 00
110 000	GREAT LAKES DREDGE & DOCK CORP	640 20	810 70
690 000	Green Mountain Coffee Roasters	5,910 42	22,673 40
215 000	GREEN MOUNTAIN COFFEE ROASTERS	2,445 95	7,064 90
50 000	GREENHILL & CO INC	3 346 80	4,084 00
90 000	GULFPORT ENERGY CORP	1,239 90	1 951 20
4,070 000	H Lundbeck A/S ADR	101,742 04	77,663 74
50 000	HAEMONETICS CORP	2,681 50	3,159.00
90.000	HAIN CELESTIAL GROUP INC	1,638 95	2,435.40
100 000	HANCOCK HLDG CO	2,730 70	3,486.00
180 000	HANESBRANDS INC	4,699 75	4,572 00
90 000	HANOVER INS GROUP INC	4,099 50	4,204 80
150 000	HANSEN NAT CORP	6,588 33	7,842 00
935 000	Hartford Finl Svcs Group Inc	7,059 25	24,768 15
240 000	HASBRO INC	10,399 15	11,323 20
200 000	HAWAIIAN ELEC INDUSTRIES	4,565 85	4,558 00
80 000	HAYNES INTL INC	5,016 50	3,346 40
4,410 000	HCC Inc Hldgs Inc	119,824 34	127,625 40
1,125 000	HCP Inc	26,731 42	41,388 75
580 000	HCP INC	21,422 84	21,338 20
280 000	HEALTH CARE REIT INC	13,164 37	13,339 20
470 000	HEALTH MGMT ASSOC INC NEW	2,225 45	4,483 80
120 000	HEALTHCARE RLTY TR	2,891 79	2 540 40
160 000	HEALTHWAYS INC	2,692 80	1,785 60
100 000	HEIDRICK & STRUGGLES INTL INC	5,146 50	2,865 00
150 000	HENRY JACK & ASSOC INC	3,902 10	4,372 50
280 000	HERSHA HOSPITALITY TR	1,540 13	1,848 00
190 000	HEXCEL CORP NEW	3,423 76	3 437 10
120 000	HILL ROM HLDGS INC	3,364 17	4,724 40
120.000	HILLENBRAND INC	2,766 56	2,497 20

**SUPPLEMENTARY STATEMENT
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Part II Balance Sheets

50 000	HMS HLDGS CORP	1,962.00	3,238 50
90 000	HNI CORP	2,651 20	2,808 00
6,625 000	Hologic Inc	139,379 18	124,682.50
100 000	HOME FEDERAL BANCORP INC	1,284 95	1,227 00
5,860 000	Horace Mann Educators Corp	68,401 64	105,714 40
80.000	HORACE MANN EDUCATORS CORP NEW	1,401 60	1,443 20
140.000	HORMEL FOODS CORP	4,250 43	7,176 40
50.000	HORNBECK OFFSHORE SVCS INC	949 50	1,044 00
310.000	HOSPIRA INC	16,761 64	17,263.90
7,520.000	Hospira Inc	429,643 62	418,788 80
1,247.000	HOST HOTELS & RESORTS INC	11,299 60	22,283 89
80.000	HSN INC DEL	786 40	2,452 00
90 000	HUB GROUP INC	1,752 30	3,162 60
880 000	HUDSON CITY BANCORP	10,999 91	11,211 20
180 000	HUNT J B TRANS SVCS INC	5,545 03	7,345 80
210 000	HURCO CO	3,220 71	4,966 50
40 000	HURON CONSULTING GROUP INC	1,061 20	1,058 00
9,735 000	ICF Intl Inc	256,944 10	250,384 20
40 000	ICF INTL INC	1 049 20	1,028 80
180 000	ICONIX BRAND GROUP INC	2,376 20	3,475 80
100 000	IDACORP INC	3,608 96	3,698 00
162 000	IDEX CORP	3,578 95	6,337 44
110 000	IDEXX LABS INC	4,686 46	7,614 20
60 000	IGATE CAPITAL CORP	982 80	1,182 60
140 000	IMMUNOGEN INC	1,279 14	1,296 40
130 000	IMMUNOMEDICS INC	475 79	465 40
220 000	INCYTE CORP	866 20	3,643 20
160 000	INDEPENDENT BANK CORP MASS	4,815 20	4,328 00
160 000	INFINERA CORP	1,464 00	1,652 80
170 000	INFORMATICA CORP	2,544 62	7,485 10
310 000	INGRAM MICRO INC	5,187 47	5,917.90
40 000	INNOPHOS HLDGS INC	1,261 20	1,443 20
80 000	INSITUFORM TECHNOLOGIES INC	1,759 20	2,120 80
80 000	INSULET CORP	988 80	1,240 00
50 000	INTEGRA LIFESCIENCES HLDGS CORP	1,641 00	2,365 00
320 000	INTEGRATED DEVICE TECHNOLOGY	1,900 80	2,131 20
150 000	INTEGRYS ENERGY GROUP INC	7,521 50	7,276 50
30 000	INTERACTIVE INTELLIGENCE INC	831 30	784 80
120 000	INTERCONTINENTAL EXCHANGE INC	12,237 56	14,298 00
80 000	INTERDIGITAL INC PA	2,606 00	3,331 20
100 000	INTERFACE INC	602 92	1,568 00
200 000	INTERMEC INC	5,257 00	2,532 00
130 000	INTERNATIONAL BANCSHARES CORP	1,944 80	2,603 90
150 000	INTERNATIONAL FLAVORS&FRAGRANC	4,531 10	8,338 50
160 000	INTERVAL LEISURE GROUP INC	1,444 80	2,582 40
4,490 000	Intesa Sanpaolo	176,739 87	73,366 60
4,420.000	Intuit	111,542 85	217,906 00
60 000	INVACARE CORP	1,454 40	1,809 60
860 000	INVESCO LTD	17 189 15	20,691 60
120 000	INVESTMENT TECHNOLOGY GRP NEW	4,296 61	1,964 40
220 000	ION GEOPHYSICAL CORP	1,804 01	1,865 60
30 000	IPC THE HOSPITALIST CO	1 079 70	1,170 30
50 000	IROBOT CORP	873 00	1 244 00

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

Part II Balance Sheets

340 000	IRON MTN INC PA	7,143 37	8,503 40
4,310 000	Italcementi Fabbriche Riunite	60,763 24	36,570.35
100 000	ITC HLDGS CORP	4,637 57	6,198 00
1,465.000	Itron Inc	100,054 95	81,234 25
80 000	ITRON INC	7,084 21	4,436 00
30 000	J & J SNACK FOODS CORP	1,468 80	1,447 20
5,025 000	J Sainsbury	110,195 23	118,419 15
90 000	J2 GLOBAL COMMUNICATIONS INC	2,060 68	2,605 50
370.000	JABIL CIRCUIT INC	4,335 26	7,433 30
140 000	JACK IN THE BOX INC	3,084 20	2,958 20
350 000	JANUS CAP GROUP INC	3,948 22	4 539 50
1,465 000	Jarden Corp	28,639 66	45,224 55
80 000	JDA SOFTWARE GROUP INC	1,572 00	2,240 00
60.000	JOHN BEAN TECHNOLOGIES CORP	1,045 80	1,207 80
80 000	JONES LANG LASALLE INC	4,579 60	6,713 60
970 000	Kansas City Southern	35 744 44	46,424.20
190 000	KANSAS CITY SOUTHERN	6,916 00	9 093 40
70 000	KAPSTONE PAPER & PACKAGING CORP	1,050 70	1,071 00
210.000	KB HOME	2,853 90	2,832 90
70 000	KBW INC	1,701 70	1,954 40
60.000	KELLY SVCS INC	1,008 40	1,128 00
40.000	KENEXA CORP	739 60	871 60
300 000	KEY ENERGY SVCS INC	1,526 30	3,894 00
1,640 000	KEYCORP NEW	13,059 29	14,514 00
150 000	KFORCE INC	1,528 95	2,427 00
100.000	KILROY RLTY CORP	5,920 34	3,647 00
770 000	KIMCO REALTY CORP	7,970 52	13,890 80
122 000	KINDER MORGAN MGMT LLC	7 346 30	8,159.36
130 000	KINETIC CONCEPTS INC	5,256 88	5,444 40
12,420 000	Kingfisher Plc	88,296 46	102,440 16
100 000	KIRBY CORP	3,497 66	4,405 00
180 000	KNIGHT CAP GROUP INC	2,302 48	2,482.20
90 000	KNOLL INC	1,255 50	1,505 70
180 000	KNOLOGY INC	1,017 84	2,813 40
8,493 000	Koninklijke Ahold	77,249 53	112,523 76
5,440 000	Korea Elec Pwr Corp	55,802.36	73,494 40
90 000	KORN FERRY INTL	2,342 70	2,079 90
1,855 000	KT Corp (Korea Telecom Corp)	33,557 21	38,584 00
140 000	LA Z BOY INC	604 49	1,262 80
300 000	LAKELAND BANCORP INC	3,837 54	3,291 00
100 000	LANDSTAR SYS INC	4,906 00	4 094 00
745 000	LaSalle Hotel Pptys	18 087 63	19,668 00
130 000	LASALLE HOTEL PPTYS	3,948 55	3,432 00
220 000	LATTICE SEMICONDUCTOR CORP	1,016 40	1 333 20
220 000	LAUDER ESTEE COS INC	8,734 11	17,754 00
260 000	LAWSON SOFTWARE INC	2,559 63	2,405 00
40 000	LAYNE CHRISTENSEN CO	992 40	1,376 80
300 000	LEGG MASON INC	7,568 62	10,881 00
280 000	LEXINGTON REALTY TR	1,358 00	2,226 00
150 000	LEXMARK INTL NEW	5,376 20	5,223 00
240 000	LIBERTY GLOBAL INC	3,809 87	8,491 20
230 000	LIBERTY GLOBAL INC	3,535 27	7,794 70

**SUPPLEMENTARY STATEMENT
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1,070,000	LIBERTY MEDIA HLDG CORP	6,523 89	16,873 90
220,000	LIBERTY PPTY TR	8,072.51	7,022 40
332 000	LIFE TECHNOLOGIES CORP	15,177 74	18,426 00
70,000	LIFE TIME FITNESS INC	2,644 80	2,869 30
100 000	LIFEPOINT HOSPITALS INC	2,685 86	3,675 00
520,000	LIMITED BRANDS INC	7,755 62	15,979 60
695,000	Lincoln Elec Hldgs	37,414 98	45,362 65
80,000	LINCOLN ELEC HLDGS INC	3,330 25	5 221 60
900,000	Lincoln Natl Corp	6,361 20	25,029.00
590,000	LINCOLN NATL CORP IND	10,228 69	16 407.90
40 000	LINDSAY MANUFACTURING COMPANY	2,154 60	2,377 20
50,000	LITTELFUSE INC	1,365 00	2,353 00
90 000	LIVEPERSON INC	707 30	1,017 00
300,000	LIZ CLAIBORNE INC	11,363 49	2,148 00
260 000	LKQ CORP	3,434 50	5,907 20
250,000	LOUISIANA PAC CORP	2 885 94	2,365 00
96,000	LTX-CREDENCE CORP	719 90	710.40
130,000	LUBRIZOL CORP	7,926 75	13,894 40
70 000	LUFKIN INDS INC	1,648 65	4,367 30
80 000	LULULEMON ATHLETICA INC	2,810 40	5,473 60
80 000	LUMINEX CORP DEL	1,221 40	1,462 40
253 000	MACERICH CO	12,148 33	11,984 61
780 000	MACYS INC	16,444 24	19 734 00
60 000	MAGELLAN HEALTH SVCS INC	2,749 20	2 836 80
50 000	MAIDENFORM BRANDS INC	1,053 50	1,188 50
160 000	MANPOWER INC	8,598 32	10 041 60
745 000	Markel Corp	196,429 05	281,706 85
20 000	MARKEL CORP	7,330 30	7,562 60
16,070 000	Marks and Spencer Ltd	180,570 39	185 672 78
930 000	MARSHALL & ILSLEY CORP	8,862 52	6,435 60
90 000	MARTIN MARIETTA MATLS INC	7,307 15	8,301 60
670 000	MASCO CORP	8,415 94	8,482 20
100 000	MASIMO CORP	3,298 93	2 907 00
1,795 000	Mastercard Inc	371,891 05	402,277 45
680 000	MATTEL INC	14,975 73	17,292 40
50 000	MAXWELL TECHNOLOGIES INC	791 30	944 50
270 000	MAXYGEN INC	1,609 16	1,061 10
110 000	MB FINL INC	2 267 10	1,905 20
6,065 000	McCormick & Co Inc	245 513 24	282,204 45
230 000	MCCORMICK & CO INC	8,752 00	10 701 90
100 000	MCGRATH RENTCORP	2,408 50	2,622 00
340 000	MDU RES GROUP INC	6,664 01	6,891 80
330 000	MEADWESTVACO CORP	5,696 71	8,632 80
90 000	MEDASSETS INC	1,633 80	1,817 10
210 000	MEDICAL PPTYS TR INC	2,025 86	2 274 30
30 000	MEDIFAST INC	860 50	866 40
300 000	MENTOR GRAPHICS CORP	3,920 01	3,600 00
70 000	MEREDITH CORP	2,337 60	2,425 50
80 000	MERIDIAN BIOSCIENCE INC	1,596 30	1,852 80
60 000	MERITAGE HOMES CORP	1,180 30	1,332.00
60 000	METABOLIX INC	955 20	730 20
470 000	METROPCS COMMUNICATIONS INC	4,626 16	5,936 10
290 000	MF GLOBAL HLDGS LTD	1 579 50	2 424 40

**SUPPLEMENTARY STATEMENT
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Part II Balance Sheets

50.000	MGE ENERGY INC	1,921 30	2,138 00
350 000	MGIC INVT CORP WIS	3,046 90	3,566 50
140 000	MICROMET INC	950 38	1,136 80
160 000	MICROS SYS INC	4,851.95	7,017.60
30 000	MICROSTRATEGY INC	1,655 79	2,564 10
50 000	MID-AMER APT CMNTYS INC	3,175.00	3,174 50
505 000	Middleby Corp	30,519 23	42,632 10
40 000	MIDDLEBY CORP	1,897 49	3,376 80
11,365 000	Miller Herman Inc	179,504 50	287,534 50
100.000	MILLER HERMAN INC	2,339 72	2,530 00
40 000	MINERALS TECHNOLOGIES INC	1,593 50	2,616 40
1,970 000	Minerals Technologies Inc	119,732 90	128,857 70
21,425 000	Mitsubishi UFJ Finl Group Inc	197,629 82	115,909 25
9,900.000	Mitsui Sumitomo Ins Group Hldgs	185,625 00	124,195 50
22,295 000	Mizuho Finl Group	246,309 51	83,606 25
90.000	MKS INSTRUMENT INC	1,713 90	2,205 00
170 000	MOBILE MINI INC	2,368 10	3,347 30
90 000	MODINE MFG CO	1 391 34	1 395 00
150.000	MOLEX INC	2 143 75	2,830 50
120 000	MOLEX INC	1,979 00	2,726 40
80 000	MOMENTA PHARMACEUTICALS INC	965 81	1 197 60
640 000	MONMOUTH REAL ESTATE INVT CORP	4 563 52	5,440 00
60 000	MONRO MUFFLER BRAKE INC	2,114 00	2,075 40
170.000	MONTPELIER RE HLDGS LTD	2,899 35	3,389 80
40 000	MOVADO GROUP INC	644 80	645 60
90 000	MSC INDL DIRECT INC	4,963 66	5,822 10
30 000	MTS SYS CORP	1 060 10	1,123 80
260 000	NALCO HLDG CO	6,895 20	8,304 40
70 000	NARA BANCORP INC	660 10	689.85
240.000	NASDAQ OMX GROUP	4,559 98	5,695 20
30 000	NASH FINCH CO	1,174 20	1,275 30
130 000	NATIONAL CINEMEDIA INC	1,669 20	2,588.30
80 000	NATIONAL FINL PARTNERS CORP	627.80	1,072 00
600 000	National Fuel Gas Co	23 470 86	39,372 00
11,435.000	National Instrs Corp	255,807 84	430,413 40
100 000	NATIONAL INSTRS CORP	2,290 98	3,764 00
280 000	NATIONAL PENN BANCSHARES INC	1,548 40	2,248 40
10 000	NATIONAL WESTN LIFE INS CO	1,727 00	1,667 20
90 000	NAVIGANT CONSULTING INC	935 10	828 00
180 000	NEKTAR THERAPEUTICS	1,109 65	2 313 00
30 000	NEOGEN CORP	1,092 30	1 230 90
2,110 000	Netgear Inc	49,075 75	71,064 80
60 000	NETGEAR INC	1,370 40	2,020 80
50 000	NETSCOUT SYS INC	1,043 00	1 150 50
100 000	NEUROCRINE BIOSCIENCES INC	574 99	764 00
130 000	NEUSTAR INC	3,832 60	3,386 50
120.000	NEUTRAL TANDEM INC	2 016 39	1 732 80
750 000	NEW YORK CMNTY BANCORP INC	12,254 92	14 137 50
240 000	NEW YORK TIMES CO	4,969.32	2,352 00
7,865 000	Newfield Expl Co	399 095 26	567 145 15
240 000	NEWFIELD EXPL CO	12,427 78	17,306 40
80 000	NICOR INC	3,730 40	3,993 60

**SUPPLEMENTARY STATEMENT
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Part II Balance Sheets

310.000	NII HLDGS INC	6,824.92	13,844.60
9,160.000	Nippon Teleg & Tel	192,570.99	210,130.40
520.000	NISOURCE INC	6,247.80	9,162.40
6,320.000	Nissan Motors	108,579.50	120,471.84
3,435.000	Noble Energy Inc	243,558.20	295,684.80
11,100.000	Nokia Corp	158,336.60	114,552.00
50.000	NORDSON CORP	2,555.75	4,594.00
770.000	Nordstrom Inc	25,162.10	32,632.60
320.000	NORDSTROM INC	10,718.05	13,561.60
320.000	NORTHEAST UTILS	9,418.42	10,201.60
100.000	NORTHERN OIL & GAS INC NEV	1,094.37	2,721.00
131.000	NORTHSTAR RLTY FIN CORP	585.36	622.25
650.000	NOVELL INC	5,106.07	3,848.00
2,625.000	Novo-Nordisk	170,681.96	295,496.25
1,020.000	Novozymes	80,067.99	142,675.56
190.000	NSTAR	6,133.81	8,016.10
120.000	NU SKIN ENTERPRISES INC	2,336.60	3,631.20
4,700.000	NV Energy Inc	58,470.82	66,035.00
440.000	NV ENERGY INC	7,725.40	6,182.00
70.000	NXSTAGE MED INC	926.63	1,741.60
250.000	O REILLY AUTOMOTIVE INC	12,606.57	15,105.00
100.000	OCEANEERING INTL INC	4,721.37	7,363.00
96.000	OCLARO INC	1,016.43	1,262.40
550.000	OFFICE DEPOT INC	1,093.51	2,970.00
180.000	OFFICEMAX INC DELAWARE	1,027.50	3,186.00
90.000	OIL STS INTL INC	3,727.80	5,768.10
180.000	OLD NATL BANCORP IND	2,046.60	2,140.20
80.000	OM GROUP INC	2,135.96	3,080.80
100.000	OMNIVISION TECHNOLOGIES INC	2,251.70	2,961.00
60.000	ON ASSIGNMENT INC	516.60	489.00
800.000	ON SEMICONDUCTOR CORP	5,803.95	7,904.00
980.000	Oneok Inc	45,253.45	54,360.60
180.000	ONEOK INC NEW	8,054.77	9,984.60
110.000	ONYX PHARMACEUTICALS INC	3,986.18	4,055.70
30.000	OPLINK COMMUNICATIONS INC	570.90	554.10
130.000	OPTIMER PHARMACEUTICALS INC	1,730.80	1,470.30
120.000	OWENS & MINOR INC NEW	2,793.20	3,531.60
210.000	OWENS CORNING INC	5,222.32	6,541.50
300.000	OWENS ILL INC	8,380.04	9,210.00
50.000	P F CHANGS CHINA BISTRO INC	2,043.50	2,423.00
200.000	PACKAGING CORP AMER	4,827.40	5,168.00
250.000	PAETEC HLDG CORP	1,114.70	935.00
210.000	PALL CORP	9,845.16	10,411.80
1,080.000	Panera Bread Co	79,530.32	109,306.80
50.000	PANERA BREAD CO	2,182.75	5,060.50
490.000	PARKER DRILLING CO	4,765.47	2,239.30
140.000	PARKWAY PPTYS INC	5,927.61	2,452.80
130.000	PARTNERRE LTD BERMUDA	9,948.89	10,445.50
210.000	PDL BIOPHARMA INC	1,175.98	1,308.30
40.000	PEGASYSTEMS INC	1,171.60	1,465.20
180.000	PENTAIR INC	6,947.81	6,571.80
1,800.000	Pentair Industres Inc	62,355.12	65,718.00
680.000	PEOPLES UTD FINL INC	8,751.53	9,526.80

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Part II Balance Sheets

140 000	PEP BOYS MANNY MOE & JACK	1,278 20	1,880.20
410 000	PEPCO HLDGS INC	11,060 98	7,482 50
210 000	PERKINELMER INC	3 668 72	5,422.20
570 000	PETROHAWK ENERGY CORP	9,171 60	10,402 50
3,335 000	Petroleo Brasileiro	103,873 14	113,956.95
40.000	PETROLEUM DEV CORP	1,201 60	1,690 00
220.000	PETSMART INC	7,045 50	8,760 40
60 000	PHARMASSET INC	1 165 10	2,613 60
100.000	PHH CORP	1,482 17	2,315.00
120 000	PHILLIPS VAN HEUSEN CORP	6,814 00	7,561 20
600.000	PHOENIX COS INC	4,928 43	1,524 00
130 000	PIEDMONT NAT GAS INC	3,888 29	3,634 80
230 000	PIER 1 IMPORTS INC	1,001 20	2,415 00
50 000	PINNACLE FINL PARTNERS INC	568 50	679.00
200 000	PINNACLE WEST CAP CORP	8,185 60	8,290 00
100 000	PIONEER DRILLING CO	587 99	881 00
210 000	PIONEER NAT RES CO	5,981 60	18,232 20
370 000	PITNEY BOWES INC	7,344.46	8,946 60
260 000	PLAINS EXPL & PRODTN CO	6,515 57	8,356 40
90 000	PLANTRONICS INC NEW	2,489 60	3,349 80
80 000	PLATINUM UNDERWRITERS HLDGS LTD	3,318 40	3,597 60
90 000	PLEXUS CORP	1,866 57	2,784 60
310 000	PMI GROUP INC	1,847 13	1,023 00
160 000	PNM RES INC	1,868 78	2,083 20
150 000	POLYCOM INC	5,019 13	5 847 00
50 000	POLYPORE INTL INC	1 249 60	2,036 50
90 000	POOL CORP	3,163 95	2 028 60
1,940.000	POPULAR INC	5,150 98	6 091 60
140.000	PORTLAND GEN ELEC CO	2,846 19	3,038 00
10,108 000	Portugal Telecom	102,772 86	115,837 68
90 000	POST PTYS INC	2,184 30	3,267.00
70 000	POTLATCH CORP	2,332 74	2,278 50
50 000	POWER INTEGRATIONS INC	1,614 57	2,008 00
170 000	POWER ONE INC	1,492 06	1,734 00
6,280 000	Powershares Dyn Biotechnology	98 427 90	137,469 20
4,010 000	Powershares Global Clean Energy	116,290 00	55,979 60
6,280 000	Powershares Wilderhill Clean En	89 940 16	65,249 20
3,545 000	Powershares Wilderhill Progr	101,238 86	99,720 85
3,505 000	Praxair Inc	223,760 81	334,622 35
330 000	PRIDE INTL INC	8,797 74	10 890 00
590 000	PRINCIPAL FINL GROUP INC	11,739 14	19,210 40
60 000	PROASSURANCE CORP	3,616 80	3,636 00
7,765 000	Procter & Gamble Co	483,007 16	499,522 45
80 000	PROGRESS SOFTWARE CORP	1,840 00	3,392 00
21,545 000	Progressive Corp Ohio	404,800 43	428 099 15
1,020 000	PROLOGIS	11,063 62	14,728 80
10,190 000	Promise Co Ltd	217,950 89	29,337 01
1,280 000	Prosperity Bancshares Inc	40,926 72	50,278 40
200 000	PROTECTIVE LIFE CORP	4,760 62	5,328 00
360 000	PROVIDENT NEW YORK BANCORP	4,845 60	3,776 40
30 000	PS BUSINESS PKS INC CALIF	1,621 20	1,671 60

**SUPPLEMENTARY STATEMENT
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Part II Balance Sheets

150 000	PSS WORLD MED INC	2,813.25	3,390 00
1 000	PULTE GROUP INC	15 26	7 52
330 000	QEP RES INC	10,461.83	11,982 30
210.000	QLOGIC CORP	3,597 30	3,574 20
90.000	QUANEX BLDG PRODS CORP	1,684 20	1,707 30
390 000	QUANTA SVCS INC	7 326 34	7 768 80
450.000	QUANTUM CORP	1,138 50	1,674 00
220 000	QUICKSILVER RESOURCES INC	2,826.98	3,242 80
170 000	RACKSPACE HOSTING INC	3,622 70	5,339 70
250 000	RADIAN GROUP INC	2,068 98	2,017 50
70 000	RADIANT SYSTEMS INC	1,322 20	1,369 90
230 000	RADIOSHACK CORP	7,671 40	4,252.70
100 000	RALCORP HLDGS INC NEW	5,681 26	6,501 00
1,105.000	Range Res Corp	39,874 48	49 702 90
290 000	RANGE RES CORP	10,448 91	13,044 20
30 000	RAVEN INDS INC	1,054.80	1,430 70
150 000	REGENCY CTRS CORP	4,907 58	6 336 00
2,290 000	REGIONS FINL CORP	12,827 20	16,030 00
120 000	REGIS CORP MINN	3,363 12	1,992 00
130 000	RELiance STEEL & ALUMINUM CO	7,216 11	6,643 00
430 000	RENTECH INC	554 66	524 60
270.000	RESMED INC	6,529 67	9,352 80
80 000	RESOURCES CONNECTION INC	920 80	1 487 20
40 000	RETAIL VENTURES INC	642 00	652 00
470 000	RF MICRODEVICES INC	2,169 10	3 454 50
40 000	RIGHTNOW TECHNOLOGIES INC	1 090 40	946 80
50 000	ROBBINS & MYERS INC	1,241 50	1,789 00
260 000	ROBERT HALF INTL INC	6,623 28	7,956 00
10,610.000	Roche Hldg Ltd	434 438 49	389,864 45
70 000	ROCK-TENN CO	2,885 20	3,776 50
260 000	ROCKWELL AUTOMATION INC	14,602 72	18,644 60
50 000	ROFIN SINAR TECHNOLOGIES INC	891 50	1,772 00
160 000	ROPER INDS INC NEW	9,841 55	12 228 80
140 000	ROSETTA RES INC	2,977 10	5,269 60
90 000	ROYAL GOLD INC	3,956 96	4,916 70
85 000	RPC INC	1,507 10	1 540 20
100 000	RUBY TUESDAY INC	707 29	1,306 00
70 000	RUDDICK CORP	2,417 80	2,578 80
40 000	RUSH ENTERPRISES INC	576 40	817 60
90 000	RYDER SYS INC	4,085 03	4,737 60
90 000	S1 CORPORATION	630 00	621 00
32.000	SAFEGUARD SCIENTIFICS INC	501 31	546 56
260 000	SAKS INC	2,061 80	2,782 00
100 000	SALIX PHARMACEUTICALS LTD	1,188 32	4,696 00
190 000	SALLY BEAUTY HLDGS INC	1,871 68	2,760 70
730 000	SANDRIDGE ENERGY INC	4,616 20	5,343 60
70 000	SANGAMO BIOSCIENCES INC	422 80	464 80
4,880 000	Sanofi-Aventis	211,371 99	157,282 40
200 000	SAPIENT CORP	1 234 32	2 420 00
1,170 000	SARA LEE CORP	16,910 22	20,486 70
200 000	SBA COMMUNICATIONS CORP	7 377 98	8,188 00
220 000	SCANA CORP NEW	8,891 85	8 932 00
80 000	SCANSOURCE INC	1 990 10	2 552 00

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

Part II Balance Sheets

110 000	SCBT FINL CORP	3,024.80	3,602.50
60 000	SCHOLASTIC CORP	1,484.70	1,772.40
35,716 000	Schwab Charles Corp	680,099.21	611,100.76
7,815 000	Scripps Networks Interactive	305,454.97	404,426.25
30 000	SEACOR HLDGS INC	2,431.80	3,032.70
1,130.000	Sealed Air Corp	21,605.26	28,758.50
290 000	SEALED AIR CORP NEW	9,010.40	7,380.50
170 000	SEATTLE GENETICS INC	1,593.85	2,541.50
250 000	SEI INVESTMENTS CO	6,560.31	5,947.50
13,140 000	Seiko Epson Corp	159,913.54	119,889.36
170 000	SELECTIVE INS GROUP INC	3,351.54	3,085.50
2,415 000	Seven & I Hldgs Co	114,837.39	129,229.07
40 000	SHUTTERFLY INC	955.20	1,395.60
220 000	SIGMA ALDRICH CORP	12,194.60	14,643.20
70 000	SIGNATURE BK NEW YORK N Y	1,820.70	3,504.20
100 000	SIMPSON MFG CO INC	2,780.00	3,091.00
7,230 000	SIRIUS XM RADIO INC	13,323.11	11,785.62
80 000	SIRONA DENTAL SYS INC	2,255.60	3,342.40
3 705.000	SK Telecom Ltd	79 196.74	69,024.15
320 000	SKYWORKS SOLUTIONS INC	2,909.78	9,161.60
110 000	SM ENERGY CO	3,976.50	6,482.30
340 000	SMART BALANCE INC	2,432.02	1,472.20
70 000	SMITH A O	2,502.40	2,665.60
50 000	SMITH MICRO SOFTWARE INC	499.50	787.00
275 000	Smucker J M Co	11,817.59	18,053.75
220 000	SMUCKER J M CO	13,275.92	14,443.00
6,175 000	Smucker J M Co	337,010.19	405,388.75
100 000	SNAP ON INC	5,148.81	5,658.00
110 000	SONIC CORP	867.60	1,113.20
80 000	SONIC SOLUTIONS	795.10	1,200.00
2,170 000	Sonoco Prods Co	66,881.79	73,063.90
180 000	SONOCO PRODS CO	7,251.89	6,060.60
3,500 000	Sony Corp New Amer Dep Shs	92,389.79	124,985.00
120 000	SOTHEBYS HLDGS INC	1,850.82	5,400.00
40 000	SOURCEFIRE INC	1,125.20	1,037.20
80 000	SOUTHWEST GAS CORP	2 554.40	2,933.60
200 000	SPIRIT AEROSYSTEMS HLDGS INC	3,902.15	4,162.00
90 000	SPX CORP	4,248.00	6,434.10
90 000	STANCORP FINL GROUP INC	3,930.22	4 062.60
100 000	STANDARD MICROSYSTEMS CORP	2 278.06	2 883.00
200 000	STANDARD PAC CORP NEW	857.80	920.00
350 000	STARWOOD HOTELS & RESORTS	8,414.31	21,273.00
540 000	Starwood Hotels & Resorts WW	21,661.20	32,821.20
80 000	STEC INC	2 220.30	1,412.00
150 000	STEELCASE INC	982.49	1 585.50
20 000	STEINER LEISURE LTD	755.80	934.00
20 000	STEPAN CO	1,377.10	1,525.40
100 000	STERIS CORP	3,054.50	3,646.00
170 000	STERLING BANCSHARES INC	889.07	1,193.40
480 000	STEWART ENTERPRISES INC	3 686.40	3,211.20

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

Part II Balance Sheets

170 000	STILLWATER MNG CO	2,824.80	3,629 50
11,070 000	Stmicroelectronics	174,637 21	115,570 80
20 000	STRAYER ED INC	4,245 63	3,044 40
13,440 000	Sumitomo Mitsui	199,663.34	95,558 40
240 000	SUNOCO INC	8,687 06	9,674 40
120.000	SUNPOWER CORP	6,903 48	1,539 60
100.000	SUNPOWER CORP	2,415 91	1,242 00
226 000	SUNSTONE HOTEL INVS INC	6 110 17	2,334 58
1,400 000	Superior Energy Svcs Inc	29,948 96	48,986 00
150 000	SUPERIOR ENERGY SVCS INC	3,544 99	5,248 50
250 000	SUSQUEHANNA BANCSHARES INC PA	2,237 54	2,420.00
675 000	SVB Finl Group	17,700 55	35,808 75
90.000	SVB FINL GROUP	4,453 87	4,774 50
2,950 000	Swiss Reins Co	174,298 79	159,193 80
2,980 000	Swisscom	74,711.24	131,432 90
70.000	SYKES ENTERPRISES INC	890 40	1,418 20
60 000	SYNAPTICS INC	1,436 61	1 762 80
130 000	SYNIVERSE HLDGS INC	3,057 54	4 010 50
20 000	T-3 ENERGY SVCS INC	692 20	796 60
3,680 000	Takeda Pharmaceutical Co Ltd	93,770 22	90,634 72
70 000	TANGER FACTORY OUTLET CTRS INC	3,339 80	3,583 30
90 000	TAUBMAN CTRS INC	3 166 60	4,543 20
5,755 000	TCF Finl Corp	93,591 40	85 231 55
240 000	TCF FINL CORP	6,402 20	3,554 40
1 020 000	TDK Corp	62,781 71	71,056 26
100 000	TECH DATA CORP	3,462 94	4,402 00
60 000	TECHNE CORP	3,486 85	3,940 20
370 000	TECO ENERGY INC	6,446 46	6,586 00
1,870 000	Tele Norte Leste Participacoes	47,596 70	27,489 00
3,170 000	Telecom Argentina	57,574 52	78,901.30
3,171 000	Telecom Corp New Zealand	41,102 39	26,636 40
14,643 000	Telecom Italia Spa	414,683 39	189,480 42
70 000	Telecom Brasileiras	502 06	465 50
874 000	Telefonica De Espana S A	20,900 27	59,799 08
3,995 000	Telefonos De Mexico	23,957 01	64 479 30
90 000	TELEPHONE & DATA SYS INC	2,789 10	3,289 50
855 000	Televent Grl	17,473.12	22,589 10
680 000	TELLABS INC	3,902 90	4,610 40
200 000	TEMPLE INLAND INC	6,956 18	4,248 00
120.000	TEMPUR-PEDIC INTL INC	3,234 60	4,807 20
30 000	TENNANT CO	1,023 90	1,152 30
110 000	TENNECO INC	1,297 23	4,527 60
330 000	TERADYNE INC	3,015 21	4,633 20
130.000	TERREMARK WORLDWIDE INC	751 76	1,683 50
110 000	TETRA TECH INC NEW	2,427 25	2,756 60
60 000	TEXAS CAP BANCSHARES INC	1,056 00	1,280 40
19,155 000	Texas Instruments Inc	456,399 99	622 537 50
100 000	TEXAS ROADHOUSE INC	1,271 99	1,717 00

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

Part II Balance Sheets

110 000	THERAVANCE INC COM	1,710 60	2,757 70
2,050,000	Thomas & Betts Corporation	89,487 23	99,015 00
90,000	TIDEWATER INC	3,863 29	4,845 60
900 000	Triffany & Co	39,664 80	56,043 00
230,000	TIFFANY & CO NEW	12,183 35	14,322 10
352 000	Tim Participacoes	10,391.60	12,017.28
90,000	TIMBERLAND CO	1,728.90	2,213 10
3,450,000	Timberland Co	37,143 84	84,835 50
150 000	TIMKEN CO	2,860 16	7,159 50
180,000	TITANIUM METALS CORP	1,963 68	2,748 80
3,195 000	Tokio Marine Hldgs Inc	77,700 50	95,607 18
3,185 000	Total S A	173,202 02	170,333 80
1,775 000	Toyota Motor Corp	129,580 55	139,568 25
130 000	TRACTOR SUPPLY CO	3,578 10	6,303 70
60 000	TREEHOUSE FOODS INC	1,722 60	3,065 40
220 000	TRIMBLE NAVIGATION LTD	6,027 89	8,784 60
40 000	TRUE RELIGION APPAREL INC	784.40	890 40
110 000	TRUSTMARK CORP	2,726 88	2,732 40
110 000	TTM TECHNOLOGIES INC	1 295 40	1 641 20
110,000	TUPPERWARE BRANDS CORP	3,235 10	5,243 70
50,000	TUTOR PERINI CORP	1,156 50	1,070 50
260 000	TW TELECOM INC	5,246 25	4,433 00
4,108,000	Tyco Electronics Ltd	143,914 86	145,423 20
50,000	TYLER TECHNOLOGIES INC	1,063 50	1,038 00
130,000	U S G CORP	1,773 20	2,187.90
190 000	U S GOLD CORP	970 88	1 533.30
5,385 000	UBS AG	82,013 55	88,690 95
1 000	UDR INC	28 07	23 52
50 000	ULTA SALON COSMETICS & FRAGRANCE	1,261 89	1,700 00
70 000	ULTIMATE SOFTWARE GROUP INC	2,089 85	3,404 10
280 000	ULTRA PETE CORP	11,542 54	13 375 60
40 000	ULTRATECH INC	840 80	795 20
220 000	UMPQUA HLDGS CORP	1,762 73	2,679 60
60 000	UNDER ARMOUR INC	1,526 28	3,290 40
4,225 000	Unilever N V	88,764 78	132,665 00
81 000	UNISYS CORP	1,267 85	2 097 09
70,000	UNITED BANKSHARES INC WEST VA	1,689 10	2 044 00
1 000	UNITED CONTL HLDGS INC	9 67	23 82
420 000	UNITED FINL BANCORP INC MD	5,789 35	6,413 40
1,575 000	United Nat Foods Inc	49,507 55	57 771 00
80 000	UNITED NAT FOODS INC	2,060 13	2,934 40
300 000	UNITED ONLINE INC	5,068 00	1,980 00
60 000	UNITED STATIONERS INC	3,948 75	3,828 60
260 000	UNITED STS STL CORP	9,107 90	15,189 20
90 000	UNITED THERAPEUTICS CORP DEL	4,444 55	5,689 80
60 000	UNIVERSAL DISPLAY CORP	934 80	1,839 00
60 000	UNIVERSAL FST PRODS INC	1,969 93	2,334 00
200 000	U-STORE-IT TR	1 234 60	1,905 00

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

Part II Balance Sheets

70.000	VAIL RESORTS INC	2,514 40	3,642.80
90.000	VALASSIS COMMUNICATIONS INC	1,328 48	2,911 50
170.000	VALSPAR CORP	4,854 89	5,861 60
290 000	VENTAS INC	15,373 54	15,219.20
200 000	VERISK ANALYTICS INC	5,670.20	6,816.00
30.000	VIAD CORP	489 90	764 10
580 000	VIRGIN MEDIA INC	6,345 61	15,799 20
1 000	VISHAY PRECISION GROUP INC	10 47	18 84
635 000	Vivo Participacoes	15,811 18	20,694 65
180.000	VIVUS INC	988 85	1,686 60
240.000	VULCAN MATLS CO	9,405 20	10 646 40
60 000	W & T OFFSHORE INC	1,017 60	1 072 20
120 000	WABCO HLDGS INC	3,679 36	7,311 60
80 000	WABTEC CORP	3,178 25	4,231 20
80 000	WARNACO GROUP INC	2,502 94	4,405 60
10.000	WASHINGTON POST CO	3,869 60	4,395 00
120 000	WASHINGTON REAL ESTATE INVT TR	2,472 62	3,718 80
900.000	Waters Corp	43,690 73	69 939 00
160 000	WATERS CORP	10,316.75	12,433.60
40 000	WATSCO INC	2,261 75	2,523 20
20 000	WD-40 CO	830 80	805 60
150 000	WEBSTER FINL CORP CONN	1,060.89	2,955 00
60 000	WEIGHT WATCHERS INTL INC	1 780 80	2,249 40
100 000	WERNER ENTERPRISES INC	2,355 99	2,260 00
80 000	WESCO INTL INC	4,749 40	4,224 00
220 000	WESTAR ENERGY INC	5,370 40	5,535 20
120 000	WESTERN ALLIANCE BANCORP	1,009 80	883 20
190 000	WET SEAL INC	647 90	703 00
130 000	WHIRLPOOL CORP	7,884 83	11 547 90
10 000	WHITE MTNS INS GROUP LTD	2,573 23	3,356 00
90.000	WHITING PETE CORP	3,602 82	10,547 10
210 000	WHITNEY HLDG CORP	1,704 48	2,971 50
1,040 000	Whole Foods Mkt Inc	37,700 00	52,613 60
280 000	WHOLE FOODS MKT INC	6,852 01	14,165 20
970 000	Wiley John & Sons Inc	25,479 44	43,882 80
80 000	WILEY JOHN & SONS INC	3,077 27	3,619 20
180 000	WILLIAMS SONOMA INC	5,796 62	6,424 20
890 000	WINDSTREAM CORP	10 647 31	12,406 60
140 000	WINN-DIXIE STORES INC	1,814 40	1,005 20
60 000	WINTRUST FINL CORP	955 58	1,981 80
220 000	WISCONSIN ENERGY CORP	12,623 26	12,949 20
5,595 000	Wolseley Pic	60,473 00	17,920 79
3,567 000	Wolters Kluwer N V	56 166 22	78,477 57
140 000	WORTHINGTON INDS INC	3,196 90	2 576 00
60 000	WRIGHT EXPRESS CORP	1,633 54	2 760 00
70 000	WRIGHT MED GROUP INC	950.60	1,087 10
330 000	WYNDHAM WORLDWIDE CORP	4,755 67	9,886 80
620 000	XL GROUP PLC	9,306 20	13,528 40

THE LUMPKIN FAMILY FOUNDATION

23-7423640

SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010

Part II Balance Sheets

32,055 000	Yahoo Inc	467,527 84	533,074 65
320 000	ZIONS BANCORPORATION	7,324 85	7,753 60
290 000	ZOLTEK COS INC	2,775 30	3,355 30
TOTAL TO FORM 990-PF, PART II, LINE 10B		27,145,399 61	31,125,562 38

CORPORATE BONDS

	DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
325,000 000	Abbott Labs Nts 5 875% 5/15/16	333,950 50	375,180 00
150,000 000	Bear Stearns & Co 5 7% 11/15/14	155,166 00	164,812 50
100,000 000	Bellsouth Corp Nts 6% 10/15/11	101,939 00	104,248 00
150,000 000	Bk of America 5 375% 6/15/14	153,391 50	157,683 00
250,000 000	Blackrock Inc 5% 12/10/19	251,125 00	261,055 00
100,000 000	BP Cap Mkts 1 55% 8/11/11	94,750 00	100,452 00
100,000 000	Brown Forman Corp 5% 2/1/14	107,722 00	108,837 00
300,000 000	Burlington N SF 5.75% 3/15/18	324,907 08	338,022 00
150,000 000	Citigroup Inc 6 5% 1/18/11	155,974 50	150,306 00
100,000 000	CME Group Inc.	100,534 00	110,112 00
175,000 000	Costco Whsl Corp 5.5% 3/15/17	177,787 75	199,384 50
100,000 000	Cuyahoga Cnty OH 4.284% 6/1/19	100,422 00	95,793 00
400,000 000	Emerson Elec Nts 5 25% 10/15/18	415,920 00	444,336 00
75,000.000	Exelon Generation Co 5.2% 10/1/	77,156 25	78,461 25
150,000 000	FPL Group Cap Inc 5.35% 6/15/13	163,987 50	162,508.50
100,000 000	Goldman Sachs 5.25% 10/15/13	103,388.00	108,222.00
150,000 000	Goldman Sachs 6 6% 1/15/12	152,391 00	158,619 00
150,000.000	McDonalds Corp Nts 6% 4/15/11	156,255 00	152,368 50
400,000 000	Pfizer Inc 5 35% 3/15/15	414,104 00	449,684.00
100,000 000	SBC Comm. GI Nt 5.625% 8/15/16	99,338 00	112,127 00
100,000 000	Verizon NJ Debentures 5.875%	97,828 00	104,714 00
200,000 000	Wachovia Corp Nt 5 25% 8/1/14	206,454 00	213,298.00
150,000 000	Wells Fargo & Co 3 75% 10/1/14	150,000 00	156,583 50
TOTAL TO FORM 990-PF, PART II, LINE 10C		4,094,491 08	4 306 786 75

OTHER INVESTMENTS

	DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
400,000 000	Fed Natl Mtg 4 375% 3/15/13	429,352 00	431,008 00
100,000.000	Federal Farm Cr 2 625% 4/17/14	99,883 00	104,336.00
150,000 000	Federal Farm Cr 3% 9/22/14	150,424 50	158,079 00
200,000 000	Federal Farm Cr 5 05% 11/15/17	204 538 00	227,900 00
150,000 000	FHLB 4 75% 12/9/11	159,150 00	155,917 50
250,000 000	FHLB 4 75% 9/11/15	247,542 50	278,695 00
225,000 000	FHLB 4 875% 11/18/11	236,630 03	233,745 75
200,000 000	FHLB 5% 11/17/17	202,090 00	226 750 00

THE LUMPKIN FAMILY FOUNDATION

23-7423640

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

Part II Balance Sheets

75,000.000	FHLB 5 375% 5/15/19	78,233.25	85,481.25
100,000.000	FHLB Cons Bd 3 45% 6/9/17	100,000.00	100,789.00
400,000.000	FHLB Cons Bd 3.875% 6/14/13	414,944.00	428,540.00
100,000.000	FHLB Cons Bd 4 25% 3/9/18	98,341.00	107,964.00
150,000.000	FHLB Cons Bd 4 5% 9/14/12	157,839.00	159,688.50
100,000.000	FHLB Cons Bd 4.625% 9/11/20	104,021.00	107,458.00
150,000.000	FHLB Cons Bd 4 75% 12/12/14	158,799.00	167,292.00
425,000.000	FHLB Cons Bd 5% 12/11/15	425,360.50	478,669.00
100,000.000	FHLM Corp 5% 8/15/12	100,778.00	106,897.00
175,000.000	FHLM Nt 4 5% 7/15/13	175,397.25	190,660.75
	Open Prairie Ventures	46,550.88	46,550.88

TOTAL TO FORM 990-PF, PART II, LINE 13

3,587,873.91

3,796,421.63

The Lumpkin Family Foundation
23-7423640
Form 990PF, Part XV
2010

- 2a) Bruce Karmazin, 121 South 17th Street, Mattoon, IL 61938 (217) 234-5915
- 2b) All application submissions must be made on-line by going to the link listed below to register with the system. The following information will be requested: the organization's mission statement; geographic locations that the organization serves; name and contact information for the Executive Director including email; estimated budget of the organization for the current fiscal year; amount the organization is requesting and how the funds will be spent; and a brief description of the project for which funding is being sought and the desired outcomes of the project.
- (<https://www.grantinterface.com/lumpkin/Common/LogOn.aspx>)
- If unable to use the online system, please contact Bruce Karmazin at bruce.karmazin@consolidated.com or 217-234-5915.
- 2c) Deadlines for letters of inquiry to The Lumpkin Family Foundation are February 26, May 7 and August 31 depending on the program area. Deadlines for full grant applications are also dependent on the specific program area. Those deadlines are April 2, June 28 and September 15.
- 2d) Applications will be considered for organizations operated exclusively for one or more of the following purposes: Educational, Environmental, Scientific, Religious, Literary, or Charitable. At the present time no scholarships or grants are given to any individual person or

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

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

<u>NAME ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Albuquerque Youth Symphony Program, Inc Albuquerque, New Mexico	N/A	501(c)(3)	Charitable	5 000 00
Aldrich Contemporary Art Museum Ridgefield, Connecticut	N/A	501(c)(3)	Charitable	5,000 00
All Saints Episcopal Day School Carmel, California	N/A	501(c)(3)	Education	1,000 00
Amnesty International USA, Inc New York, New York	N/A	501(c)(3)	Charitable	2,500 00
Animal Care League Oak Park, Illinois	N/A	501(c)(3)	Charitable	60 00
Arts Connection of Central Illinois Effingham, Illinois	N/A	501(c)(3)	Charitable	5 000 00
Ashville Free Library Ashville, New York	N/A	501(c)(3)	Education	1,000 00
Audubon Canyon Ranch Stinson Beach, California	N/A	501(c)(3)	Charitable	275 00
Aviva, Inc Tucson, Arizona	N/A	501(c)(3)	Charitable	180 00
Bard College Annandale-on-Hudson, New York	N/A	501(c)(3)	Education	8 000 00
Berea College Berea, Kentucky	N/A	501(c)(3)	Education	2,500 00
Bread & Roses Corte Madera, California	N/A	501(c)(3)	Charitable	4,333 00
Bread for the Journey Mill Valley, California	N/A	501(c)(3)	Charitable	500 00
Carmel Bach Festival, Inc Carmel, California	N/A	501(c)(3)	Charitable	500 00
Chautauqua Lake Association Lakewood, New York	N/A	501(c)(3)	Environmental	1,000 00
Chautauqua Watershed Conservancy Lakewood, New York	N/A	501(c)(3)	Environmental	5,110 00
Chicago Community Trust Chicago, Illinois	N/A	501(c)(3)	Charitable	37,500 00
Chicago Symphony Orchestra Chicago Illinois	N/A	501(c)(3)	Charitable	1,000 00

THE LUMPKIN FAMILY FOUNDATION

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SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010

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

<u>NAME</u> <u>ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
City of Mattoon Mattoon, Illinois	N/A	501(c)(3)	Charitable	5,000 00
Coles Co Soil & Water Conservation Dist Charleston Illinois	N/A	501(c)(3)	Environmental	20,000 00
Coles Community Health Program Charleston Illinois	N/A	501(c)(3)	Medical	10,000 00
Coles County CASA Charleston, Illinois	N/A	501(c)(3)	Charitable	7,500 00
Coles County Historical Society Mattoon, Illinois	N/A	501(c)(3)	Charitable	55 943 34
Community Action, Inc Haverhill, Massachusetts	N/A	501(c)(3)	Charitable	1,000 00
Community Fndn of Decatur/Macon Co Decatur, Illinois	N/A	501(c)(3)	Charitable	10,500 00
Community Foundation for Monterey Co Monterey, California	N/A	501(c)(3)	Charitable	100 00
Community Foundation of E. Central IL Champaign, Illinois	N/A	501(c)(3)	Charitable	10 750 00
Community Hospital Foundation Monterey, California	N/A	501(c)(3)	Medical	10,000 00
Concord Academy Concord, Massachusetts	N/A	501(c)(3)	Education	52,000 00
Corazon Community Services Cicero, Illinois	N/A	501(c)(3)	Charitable	5,000 00
Doctors Without Borders New York, New York	N/A	501(c)(3)	Medical	3,500 00
Doe Fund, Inc Philadelphia, Pennsylvania	N/A	501(c)(3)	Charitable	150 00
Don Moyer Boys & Girls Club Champaign, Illinois	N/A	501(c)(3)	Charitable	10 000 00
Donors Forum Chicago, Illinois	N/A	501(c)(3)	Charitable	7,000 00
DrawBndge San Rafael, California	N/A	501(c)(3)	Charitable	24,500 00
Eastern Illinois Foodbank Inc Urbana, Illinois	N/A	501(c)(3)	Charitable	25,000 00
Eastern Illinois Special Education Charleston, Illinois	N/A	501(c)(3)	Education	1,500 00

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

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

<u>NAME ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Eastern Illinois University Foundation Charleston, Illinois	N/A	501(c)(3)	Education	150,000.00
EIU Foundation/Business Solutions Center Charleston, Illinois	N/A	501(c)(3)	Education	100.00
Embarras River Management Association Toledo, Illinois	N/A	501(c)(3)	Environmental	18,000 00
Emerson College Boston, Massachusetts	N/A	501(c)(3)	Education	500 00
EngenderHealth, Inc New York, New York	N/A	501(c)(3)	Charitable	2,000 00
Environment Illinois Research & Education Chicago, Illinois	N/A	501(c)(3)	Environmental	20,000 00
Environmental Law & Policy Center Chicago, Illinois	N/A	501(c)(3)	Environmental	15,000 00
Episcopal Community Services Philadelphia, Pennsylvania	N/A	501(c)(3)	Charitable	500 00
Escuela Del Sol Montessori, Inc Albuquerque, New Mexico	N/A	501(c)(3)	Charitable	2,000 00
Faith In Place Chicago, Illinois	N/A	501(c)(3)	Charitable	16,000 00
Family ReEntry Norwalk, Connecticut	N/A	501(c)(3)	Charitable	3,333 00
Farm Sanctuary Watkins Glen New York	N/A	501(c)(3)	Charitable	120 00
First Southern Baptist Church Greenup, Illinois	N/A	501(c)(3)	Charitable	500 00
Forest Ethics San Francisco, California	N/A	501(c)(3)	Environmental	2 500 00
Friends of Ryerson Woods Deerfield, Illinois	N/A	501(c)(3)	Charitable	1 000 00
Friends of the Mill Valley Library Mill Valley, California	N/A	501(c)(3)	Education	50 00
Friends of the Oak Park Conservatory Oak Park, Illinois	N/A	501(c)(3)	Charitable	1,000 00
Friends of the Oak Park Public Library Oak Park, Illinois	N/A	501(c)(3)	Education	1 000 00
Georgetown University Washington, D C	N/A	501(c)(3)	Education	1,000 00

THE LUMPKIN FAMILY FOUNDATION

23-7423840

SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010

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

<u>NAME ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Glide Foundation San Francisco, California	N/A	501(c)(3)	Charitable	2,000 00
Global AIDS Interfaith Alliance San Francisco, California	N/A	501(c)(3)	Charitable	2,500 00
Greenpeace International Washington, D C	N/A	501(c)(3)	Environmental	200 00
Harborlight Montessori School Beverly, Massachusetts	N/A	501(c)(3)	Education	3,150 00
Healthy Schools Campaign Evanston, Illinois	N/A	501(c)(3)	Education	42 500 00
Historic St Peter's Church Philadelphia, Pennsylvania	N/A	501(c)(3)	Charitable	250 00
Hope With Sudan San Jose, California	N/A	501(c)(3)	Charitable	300 00
Hope-Howse International, Inc Atlanta, Georgia	N/A	501(c)(3)	Charitable	500 00
Human Rights Watch New York, New York	N/A	501(c)(3)	Charitable	500 00
Illinois Arts Alliance Chicago, Illinois	N/A	501(c)(3)	Charitable	500 00
KCET Escondido, California	N/A	501(c)(3)	Charitable	250 00
Kentfield Schools Foundation Kentfield, California	N/A	501(c)(3)	Education	8,000 00
Keshet Dance Company Albuquerque, New Mexico	N/A	501(c)(3)	Charitable	4,000 00
LandWatch Salinas, California	N/A	501(c)(3)	Charitable	100 00
Latinos Progresando Chicago, Illinois	N/A	501(c)(3)	Education	2,500 00
Lincoln Sargent Farm Foundation Lerna, Illinois	N/A	501(c)(3)	Charitable	5,021 00
Marin Academy Rafael, California	N/A	501(c)(3)	Education	500 00
Mann Arts Council San Rafael, California	N/A	501(c)(3)	Charitable	2 000 00
Mann Community Food Bank Novato, California	N/A	501(c)(3)	Charitable	1 000 00

THE LUMPKIN FAMILY FOUNDATION

23-7423640

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

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

<u>NAME ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Marlborough School Los Angeles, California	N/A	501(c)(3)	Education	300.00
Mattoon Area Community Foundation Mattoon, Illinois	N/A	501(c)(3)	Charitable	500.00
Mattoon Area Family YMCA Mattoon, Illinois	N/A	501(c)(3)	Charitable	228,000 00
Mattoon School District Mattoon, Illinois	N/A	501(c)(3)	Education	13,101 72
Mid-Illinois Big Brothers Big Sisters Mattoon, Illinois	N/A	501(c)(3)	Charitable	5,603 00
Mill Valley Livearts Mill Valley, California	N/A	501(c)(3)	Charitable	100 00
Millikin University Decatur, Illinois	N/A	501(c)(3)	Education	7,500 00
Mural Arts Advocates Philadelphia, Pennsylvania	N/A	501(c)(3)	Charitable	1,000 00
National Center for Family Philanthropy Washington, D C	N/A	501(c)(3)	Charitable	2,500 00
Native American Rights Fund Boulder, Colorado	N/A	501(c)(3)	Charitable	2,500 00
Need In Deed Philadelphia, Pennsylvania	N/A	501(c)(3)	Charitable	1 120 00
Nepal Youth Foundation Sausalito, California	N/A	501(c)(3)	Charitable	10,875 00
New Canaan Historical Society New Canaan, Connecticut	N/A	501(c)(3)	Charitable	2,500.00
Norwalk Tree Alliance Norwalk, Connecticut	N/A	501(c)(3)	Environmental	3,000 00
Oak Park & River Forest Infant Welfare Oak Park, Illinois	N/A	501(c)(3)	Charitable	500 00
Oak Park Education Foundation Oak Park, Illinois	N/A	501(c)(3)	Education	2,000 00
Oak Park River Forest Comm Congregations Oak Park, Illinois	N/A	501(c)(3)	Charitable	1,000 00
Oak Park River Forest Community Fndn Oak Park, Illinois	N/A	501(c)(3)	Charitable	100,000 00
Ocean Research & Conservation Assoc Inc Fort Pierce, Florida	N/A	501(c)(3)	Environmental	100 00

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

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

<u>NAME ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Old Town School of Folk Music, Inc. Chicago, Illinois	N/A	501(c)(3)	Charitable	20,000 00
One Laptop Per Child Association, Inc Cambridge, Massachusetts	N/A	501(c)(3)	Education	90 00
Pacific Repertory Theatre Carmel, California	N/A	501(c)(3)	Charitable	500 00
PADS Mattoon, Illinois	N/A	501(c)(3)	Charitable	100 00
Parkland College Champaign, Illinois	N/A	501(c)(3)	Education	8,513 75
Partners In Health Boston, Massachusetts	N/A	501(c)(3)	Charitable	50 00
PB&J Family Services Albuquerque, New Mexico	N/A	501(c)(3)	Charitable	5,000 00
Pesticide Action Network San Francisco, California	N/A	501(c)(3)	Environmental	100 00
Pesticide Action Network North America San Francisco, California	N/A	501(c)(3)	Environmental	2,000 00
Philadelphia Education Fund Philadelphia, Pennsylvania	N/A	501(c)(3)	Education	3,333 00
Phillips Academy Andover, Massachusetts	N/A	501(c)(3)	Education	50,350 00
Physicians Comm for Responsible Medicine Washington, D C	N/A	501(c)(3)	Medical	1,000 00
Pilgrim School Los Angeles, California	N/A	501(c)(3)	Education	500 00
Planned Parenthood Federation of America New York, New York	N/A	501(c)(3)	Charitable	500 00
Planned Parenthood Mar Monte, Inc Salinas, California	N/A	501(c)(3)	Charitable	1,000 00
Ploughshares Fund San Francisco, California	N/A	501(c)(3)	Environmental	1,000 00
Polaris Project Washington, D C	N/A	501(c)(3)	Charitable	5,000 00
Positive Futures Network Bainbridge Island, Washington	N/A	501(c)(3)	Environmental	250 00
Praine Rivers Network Champaign, Illinois	N/A	501(c)(3)	Environmental	20,000 00

THE LUMPKIN FAMILY FOUNDATION

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SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010

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

<u>NAME ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Project Harambee Berwyn, Illinois	N/A	501(c)(3)	Charitable	6,250 00
Pros Arts Studio Chicago, Illinois	N/A	501(c)(3)	Charitable	2,500 00
Provena United Samaritans Medical Center Danville, Illinois	N/A	501(c)(3)	Medical	5,000 00
Ridgefield Academy Ridgefield, California	N/A	501(c)(3)	Education	4,000 00
Robert Louis Stevenson School Pebble Beach, California	N/A	501(c)(3)	Education	100 00
Roswell Park Alliance Foundation Buffalo, New York	N/A	501(c)(3)	Charitable	4,000 00
Rotary Foundation Mattoon, Illinois	N/A	501(c)(3)	Charitable	100 00
Saint Mary-of-the-Woods College Saint Mary-of-the-Woods, Indiana	N/A	501(c)(3)	Education	2,900 00
Samuel S. Fleisher Art Memorial, Inc Philadelphia, Pennsylvania	N/A	501(c)(3)	Charitable	250 00
San Francisco Night Ministry San Francisco, California	N/A	501(c)(3)	Charitable	500 00
San Francisco Symphony San Francisco, California	N/A	501(c)(3)	Charitable	2,500 00
Sandia Preparatory School Albuquerque, New Mexico	N/A	501(c)(3)	Education	1,000 00
Sangamon Co. Community Foundation Springfield, Illinois	N/A	501(c)(3)	Charitable	10,500 00
Sarah Bush Lincoln Health Foundation Mattoon, Illinois	N/A	501(c)(3)	Medical	5,000 00
Save The Bay Oakland, California	N/A	501(c)(3)	Environmental	50 00
Save The Children Westport, Connecticut	N/A	501(c)(3)	Charitable	400 00
School Year Abroad Lawrence, Massachusetts	N/A	501(c)(3)	Education	2,750 00
Settlement Music School of Philadelphia Philadelphia, Pennsylvania	N/A	501(c)(3)	Charitable	500 00
Seven Generations Ahead Oak Park, Illinois	N/A	501(c)(3)	Environmental	25,000 00

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010
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<u>NAME ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Shelbyville Community Unit School Dist Shelbyville, Illinois	N/A	501(c)(3)	Education	285 27
Silvermine Guild Arts Center New Canaan, Connecticut	N/A	501(c)(3)	Charitable	2,500 00
SingersMann Mill Valley, California	N/A	501(c)(3)	Charitable	250 00
Sisters of Providence Saint Mary-of-the-Woods, Indiana	N/A	501(c)(3)	Charitable	100 00
Southeastern IL Community Foundation Mattoon, Illinois	N/A	501(c)(3)	Charitable	10,500 00
Southern Poverty Law Center Montgomery, Alabama	N/A	501(c)(3)	Charitable	1,000 00
Spartanburg Art Museum Spartanburg, South Carolina	N/A	501(c)(3)	Charitable	1,000 00
SPCA of Monterey County Monterey, California	N/A	501(c)(3)	Charitable	2,000 00
SpectorDance Carmel, California	N/A	501(c)(3)	Charitable	100 00
Spells Writing Center, Inc Philadelphia, Pennsylvania	N/A	501(c)(3)	Education	5,000 00
Springside School Philadelphia, Pennsylvania	N/A	501(c)(3)	Education	1,500 00
St. Andrews School Boca Raton, Florida	N/A	501(c)(3)	Education	2,000 00
St. John's Preparatory School Danvers, Massachusetts	N/A	501(c)(3)	Education	1,500 00
St. Peter's School Philadelphia, Pennsylvania	N/A	501(c)(3)	Education	3 500 00
Suffield Academy Suffield, Connecticut	N/A	501(c)(3)	Education	500 00
Susan G. Komen Breast Cancer Foundation Indianapolis, Indiana	N/A	501(c)(3)	Charitable	50 00
Sustain/FamilyFarmed.org Oak Park, Illinois	N/A	501(c)(3)	Environmental	10,000 00
T. Colin Campbell Foundation Trumansburg, New York	N/A	501(c)(3)	Charitable	500 00
The Bay School of San Francisco San Francisco, California	N/A	501(c)(3)	Education	300 00

THE LUMPKIN FAMILY FOUNDATION

23-7423640

**SUPPLEMENTARY STATEMENT
FOR THE YEAR ENDED 12/31/2010**

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<u>NAME ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
The Big Sur Land Trust Carmel, California	N/A	501(c)(3)	Environmental	2,500 00
The Cathedral School for Boys San Francisco, California	N/A	501(c)(3)	Education	200 00
The Dance Palace Point Reyes Station, California	N/A	501(c)(3)	Charitable	4,666 00
The Doe Fund Philadelphia, Pennsylvania	N/A	501(c)(3)	Charitable	250 00
The Hamlin School San Francisco, California	N/A	501(c)(3)	Education	250 00
The Land Connection Evanston, Illinois	N/A	501(c)(3)	Charitable	5,000 00
The Lionheart Foundation Boston, Massachusetts	N/A	501(c)(3)	Charitable	2,500 00
The New Teacher Project Brooklyn, New York	N/A	501(c)(3)	Education	150 00
The Philadelphia Foundation Philadelphia, Pennsylvania	N/A	501(c)(3)	Charitable	6,519 00
The Thomas Lincoln Cemetery Association Charleston, Illinois	N/A	501(c)(3)	Charitable	5,000 00
Tricklock Repertory Albuquerque, New Mexico	N/A	501(c)(3)	Charitable	8,000 00
U of I Extension - Clark County Marshall, Illinois	N/A	501(c)(3)	Charitable	250 00
U S Dressage Federation Nat'l Educ. Ctr. Lexington, Kentucky	N/A	501(c)(3)	Charitable	2,000 00
Union Catholic High School Scotch Plains, New Jersey	N/A	501(c)(3)	Education	250 00
United Religions Initiative San Francisco, California	N/A	501(c)(3)	Charitable	5 000 00
United States Equestrian Team, Inc Lexington, Kentucky	N/A	501(c)(3)	Charitable	2,000 00
United Way of Coles County Mattoon, Illinois	N/A	501(c)(3)	Charitable	5,350 00
Univ of Pennsylvania School of Medicine Philadelphia, Pennsylvania	N/A	501(c)(3)	Education	250 00
VH1 Save the Music Foundation New York, New York	N/A	501(c)(3)	Charitable	60 00

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FOR THE YEAR ENDED 12/31/2010
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Wellesley College Wellesley, Massachusetts	N/A	501(c)(3)	Education	500 00
Wellesley College Friends of Art Wellesley, Massachusetts	N/A	501(c)(3)	Education	2,000 00
WillMar Center for Bereaved Children Sonoma, California	N/A	501(c)(3)	Charitable	60.00
Wilton Library Association Wilton, Connecticut	N/A	501(c)(3)	Education	2,000.00
WiserEarth c/o Natural Capital Institute Sausalito, California	N/A	501(c)(3)	Environmental	50 00
Women for Women International Central Islip, New York	N/A	501(c)(3)	Charitable	130 00
Yale Alumni Fund New Haven, Connecticut	N/A	501(c)(3)	Education	100 00
Young Imaginations San Rafael, California	N/A	501(c)(3)	Charitable	24,500 00
Youth for Environmental Sanity Soquel, California	N/A	501(c)(3)	Environmental	700 00
Youth in Arts San Rafael, California	N/A	501(c)(3)	Charitable	1,000 00
Youth Music Monterey Monterey, California	N/A	501(c)(3)	Charitable	500 00
				<u>1,349,382 08</u>

☐ VOID ☐ CORRECTED

Name, address, and ZIP code of RIC or REIT

CAPITAL SOUTHWEST CORPORATION
12900 PRESTON ROAD, SUITE 700
DALLAS, TX 75230

NOMINEE.

BANK OF AMERICA ID: 94-1687665

Identification number of RIC or REIT

75-1072796

Shareholder's identifying number

23-7423640

Shareholder's name, address, and ZIP code

LUMPKIN FAMILY FDN - KLD 2500
C/O BANK OF AMERICA
100 S CHARLES ST MD4-325-04-21
BALTIMORE, MD 21201

OMB No 1545-0145

2010

Form **2439**

**Notice to Shareholder of Undistributed
Long-Term Capital Gains**

For calendar year _____, or other tax year of the
regulated investment company (RIC) or the
real estate investment trust (REIT)

beginning _____, 2009, and
ending _____

1a Total undistributed long term capital gains

187.11

1b Unrecaptured section 1250 gain

1c Section 1202 gain

1d Collectibles (28%) gain

2 Tax paid by the RIC or REIT on box 1a gains

65.49

Copy C

For shareholder's
records

Form **2439**

Department of the Treasury - Internal Revenue Service

Account 41 01 100 5861976

10/17-