Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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 Peggy and Jack Baskin Foundation

A Employer identification number: 26-0677825

Number and street (or P O box number if mail is not delivered to street address): P O Box 350 | Room/suite:

B Telephone number (see page 10 of the instructions): 440-239-8900

City or town, state and ZIP code: Aptos, California 95001

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 774,989 78

J Accounting method. ☑ Cash ☐ Accrual
☐ Other (specify)
(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) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	49,811 59	49,811 59		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(8,200 07)			
	b Gross sales price for all assets on line 6a 797,584 93				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	41,611 52	49,811 59		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	12,899 08			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	14,646 32			
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	2,685 63			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	1,475 00			
	23 Other expenses (attach schedule)	4,200 34			
	24 **Total operating and administrative expenses.** Add lines 13 through 23	35,906 37			
	25 Contributions, gifts, grants paid	520,073 00			520,073 00
	26 **Total expenses and disbursements.** Add lines 24 and 25	555,979 37			520,073 00
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	(514,367 85)			
	b **Net investment income** (if negative, enter -0-)		49,811 59		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	22,542 67	62,799 57	62,799 57
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 (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	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 (attach schedule)	172,083 32	52,515 35	51,424 01
b	Investments—corporate stock (attach schedule)	574,155 25	542,257 30	595,059 94
c	Investments—corporate bonds (attach schedule)		60,130 70	58,689 90
11	Investments—land, buildings and equipment basis ▶			
	Less. accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	469,641 71	6,644 21	7,016 36
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,238,422 95	724,347 13	774,989 78
Liabilities				
17	Accounts payable and accrued expenses	2,674 55	2,966 58	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	2,674 55	2,966 58	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	1,235,748 40	721,380 55	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	1,235,748 40	721,380 55	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,238,422 95	724,347 13	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,235,748 40
2	Enter amount from Part I, line 27a	2	(514,367 85)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	721,380 55
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	721,380 55

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** (8,200 07)

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 . . . . **3**

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	60,000 00	1,083,685 91	0 0554
2008	10,500 00	984,429 74	0 0107
2007			
2006			
2005			

2	**Total** of line 1, column (d)	2	0 0660
3	Average distribution ratio for the 5-year base period--divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 0330
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,069,207 37
5	Multiply line 4 by line 3	5	35,301 31
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	498 12
7	Add lines 5 and 6	7	35,799 42
8	Enter qualifying distributions from Part XII, line 4	8	520,073 00

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

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

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	498 12
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	
3	Add lines 1 and 2	3	498 12
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	498 12
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a		
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		
7	Total credits and payments. Add lines 6a through 6d	7	
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	498 12
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** ▶ | **Refunded** ▶	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?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		✓
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ________ **(2)** On the foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		✓
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	✓	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ California			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	✓	
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 on page 27)? *If "Yes," complete Part XIV*	9		
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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

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

14 The books are in care of ▶ CTAC Telephone no ▶ 440-239-8900
Located at ▶ Plaza South Two, 7261 Engle Road, Suite 202, Cleveland, Ohio 44130 ZIP+4 ▶ 44130

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	## Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	## Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	## Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	## Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	## 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			
	## 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20___, 20___, 20___, 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 22 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___, 20___, 20___, 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		✓

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)—(5), did **any** of the transactions fail to qualify under the exceptions described Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** ✓

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ✓

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? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Peggy Downes Baskin P O Box 350, Aptos, California 95001	President			
Bob Ridino P O Box 350, Aptos, California 95001	Treasurer			

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	942,462 52
b	Average of monthly cash balances	1b	143,027 20
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,085,489 71
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,085,489 71
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	16,282 35
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,069,207 37
6	**Minimum investment return.** Enter 5% of line 5	6	53,460 37

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

1	Minimum investment return from Part X, line 6			1	53,460 37
2a	Tax on investment income for 2010 from Part VI, line 5	2a	498 12		
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	498 12
3	Distributable amount before adjustments Subtract line 2c from line 1			3	52,962 25
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	52,962 25
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	52,962 25

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	520,073 00
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	520,073 00
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	498 12
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	519,574 88

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				52,962 25
2 Undistributed income, if any, as of the end of 2010.				
a Enter amount for 2009 only			31,896 84	
b Total for prior years: 20 ___ ,20 ___ ,20 ___				
3 Excess distributions carryover, if any, to 2010.				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4. ▶ $ 520,073 00				
a Applied to 2009, but not more than line 2a			31,896 84	
b Applied to undistributed income of prior years (Election required--see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required--see page 26 of the instructions)				
d Applied to 2010 distributable amount				52,962 25
e Remaining amount distributed out of corpus	435,213 91			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	435,213 91			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0 00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	435,213 91			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010 435,213 91				

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

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

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

	Tax Year	Prior 3 Years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter ⅔ of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter. (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UC Santa Cruz		501(c)(3)	General	95,000 00
UC Davis		501(c)(3)	General	20,000 00
G E O Women		501(c)(3)	General	10,000 00
York School		501(c)(3)	General	393,573 00
Girls Inc		501(c)(3)	General	500 00
Leauge of Women Voters of San Fransico		501(c)(3)	General	1,000 00
Total . . . ▶ **3a**				520,073 00
b *Approved for future payment*				
Total . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4 Dividends and interest from securities			14	49,811 59	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	(8,200 07)	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				41,611 52	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 41,611 52

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee | Date 10/28/11 | Title Executive Director

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Eric Seckers		October 27, 2011		P01220140
Firm's name ▶ Charitable Trust Administration Company			Firm's EIN ▶ 34-1817981	
Firm's address ▶ Plaza South Two, 7261 Engle Road, Suite 202, Cleveland, Ohio 44130			Phone no (440) 239-8900	

2010 Form 990-PF Supplementary Statements

Form 990-PF Part I, Line 16c, Column a

Date	Description of Other professional fees	Amount
January 22, 2010	Money management fees	386 11
January 22, 2010	Money management fees	890 91
January 22, 2010	Money management fees	318 66
January 22, 2010	Money management fees	616 14
January 22, 2010	Money management fees	294 50
March 27, 2010	Q1 Administration Fee	764 57
April 23, 2010	Money management fees	467 87
April 23, 2010	Money management fees	1,352 39
April 23, 2010	Money management fees	388 29
April 23, 2010	Money management fees	998 42
April 23, 2010	Money management fees	357 81
April 26, 2010	Money management fees	146 19
June 25, 2010	Q2 Administration Fee	789 82
July 22, 2010	Money management fees	42 61
July 23, 2010	Money management fees	411 26
July 23, 2010	Money management fees	1,140 34
July 23, 2010	Money management fees	352 11
July 23, 2010	Money management fees	963 08
July 23, 2010	Money management fees	313 14
September 23, 2010	Q3 Administration Fee	706 64
October 22, 2010	Money management fees	468 92
October 22, 2010	Money management fees	765 04
October 22, 2010	Money management fees	391 86
October 22, 2010	Money management fees	494 24
October 22, 2010	Money management fees	368 43
November 22, 2010	Money management fees	105 38
December 7, 2010	Q4 Administration Fee	706 15
Total (Part I, Line 16c, Column a)		**$14,646.32**

Form 990-PF Part I, Line 23, Column a

Date	Description of Other expenses	Amount
Various	Miscellaneous expenses	4,200 34
Total (Part I, Line 23, Column a)		**$4,200.34**

Form 990PF Part II, Line 10a, Columns b and c

Government Bonds	End of year Book Value	End of year FMV
82-FHLMC 4 500% 07/15/13	4,420 04	4,357 96
82-FNMA 4 625% 10/15/14	4,568 37	4,448 92
82-FNMA 5 250% 09/15/16	4,801 86	4,579 24
82-USTN 2 625% 11/15/20	3,735 95	3,773 12

82-USTN 4 000% 11/15/12	5,367 20	5,323 05
82-USTN 4 250% 08/15/14	5,657 24	5,515 65
82-USTN 4 250% 11/15/17	4,609 86	4,409 68
82-USTN 4 500% 02/15/16	5,846 11	5,598 85
82-USTN 4 500% 02/28/11	3,039 15	3,020 04
82-USTN 4 875% 02/15/02	5,286 74	5,250 60
82-USTN 5 000% 08/15/11	5,182 83	5,146 90
Total (Form 990PF Part II, Line 10a, Columns b and c)	**$52,515.35**	**$51,424.01**

Form 990PF Part II, Line 10b, Columns b and c

Stocks	End of year Book Value	End of year FMV
79-Alcatel-Lucent	721 51	1,006 40
79-Alexander & Baldwin	970 08	1,200 90
79-Alpine Electronics	1,094 04	1,395 00
79-Argo Group Intl	2,039 25	2,247 00
79-Bank of Amer	478 82	240 12
79-Brasil Telecom SA Repstg	1,112 66	921 06
79-Brasil Telecom SA Spon	273 82	215 76
79-Briggs & Stratton	1,767 55	1,969 00
79-Chaoda Modern Agriculture Holdings	1,289 80	1,498 00
79-Chudenko	1,128 06	1,178 00
79-Debenhams	2,035 97	2,126 60
79-DR Horton Inc	828 04	1,073 70
79-DST Systems	1,156 69	1,330 50
79-EL Financial Corp	1,724 06	1,988 97
79-Embraer S A Spon	938 40	1,176 00
79-Eqstra Holdings	0 00	142 40
79-Everest Re Group	1,154 84	1,272 30
79-Fidelity National Financial Inc	1,390 00	1,368 00
79-First Pac Co	2,036 17	2,802 40
79-Flextronics	1,353 55	1,884 00
79-Gallagher Arthur J & Co	1,001 59	1,454 00
79-Goodyear	2,347 14	2,370 00
79-H Lundbeck A/S	2,857 26	2,812 50
79-Hachijuni Bank	1,207 50	1,122 40
79-Hellenic Telecommunication	1,396 01	1,562 37
79-Home Retail Group	1,027 22	767 26
79-Intl Flavors & Frgrncs	582 87	1,111 80
79-Italcementi Fabbriche Riunite	1,066 69	572 00
79-Italcementi Spa	354 07	254 55
79-Italmobiliare Spa	886 33	475 70

79-Italmobiliare Spa Milano	368 28	336 73
79-ITV Plc	2,206 60	2,356 40
79-KB Home	1,153 31	944 30
79-KeyCorp	469 75	354 00
79-KingFisher Plc	417 82	816 00
79-LaGardere Sca Euro	1,715 46	2,068 00
79-Lennar	567 00	562 50
79-Lennar CL B	423 05	622 80
79-Magna Intl Inc	415 60	1,040 00
79-Magyar Telekom Telecommunications	2,448 42	1,452 00
79-Marshall & Ilsley Corp	372 11	415 20
79-Masco Corp	1,758 50	2,278 80
79-MS&AD Ins Group Hldgs	565 23	565 65
79-Nippon Television Network	1,388 78	1,574 50
79-Norske Skogsindustriers	1,055 91	696 00
79-NV Energy Inc	960 80	1,124 00
79-Old Republic Intl Corp	1,441 96	1,635 60
79-Oshkosh	1,479 62	1,762 00
79-Panalpina Welttransport	705 67	1,322 50
79-Paperlinx	1,020 00	160 00
79-Premier Foods	3,774 29	1,604 33
79-Promise	1,008 00	193 90
79-Pulte Group	1,766 32	1,120 48
79-Regions Financial	241 50	490 00
79-Sara Lee Corp	547 60	1,050 60
79-SNS Reaal N V	982 68	770 22
79-Stanley Black & Decker Corp	674 77	1,604 88
79-SunTrust Banks	337 80	590 20
79-Supervalu Inc	3,563 27	2,889 00
79-Telecom Corp	1,691 12	1,680 00
79-Thomas Cook Group	1,783 74	1,665 00
79-Tim Participacoes SA	1,084 13	1,365 60
79-USG Corp	2,080 95	2,692 80
79-Vivo Participacoes SA	518 52	977 70
79-Weiqiao Textile	1,095 25	1,008 00
79-Willis Group Holdings	1,312 98	1,731 50
79-Wolseley	1,201 01	1,627 60
79-Xerox Corp	418 50	1,036 80
80-3M Company	1,700 78	1,812 30
80-Abbott Labs	1,708 82	1,916 40
80-Abovenet	396 55	409 22
80-Accenture Plc Ireland	140 19	145 47
80-Acorda Therapeutics Inc	101 92	109 04

80-Acxiom	172 35	257 25
80-Adobe Systems	969 11	523 26
80-Adtran Inc	298 35	506 94
80-Advanced Energy Industries	173 16	177 32
80-Aeropostale Inc	298 16	295 68
80-Aes Corp	327 78	243 60
80-Aetna	469 26	335 61
80-Aflac Inc	1,097 81	1,072 17
80-Agco Corp	726 48	607 92
80-AH Belo	134 38	156 60
80-Airgas	264 74	374 76
80-Alaska Comm Systems Group	367 04	355 20
80-Alberto Culver	319 88	444 48
80-Alcoa Inc	915 90	446 31
80-Allied Worlds Assurn Holdings	371 34	534 96
80-Allos Therapeutics	175 50	124 47
80-Alpha Natural Resources	394 26	300 15
80-Alterra Capital Holdings	602 77	519 36
80-Amer Electric Power	699 36	611 66
80-Amer Express	1,015 62	1,115 92
80-Ameren Corp	207 52	225 35
80-American Capital Ltd	137 20	370 44
80-American Financial Group	103 60	129 16
80-American Intl Group	4,100 24	518 58
80-American Tower	787 12	981 16
80-Amerisourcebergen	390 55	648 28
80-Amgen	1,394 05	1,537 20
80-Amtrust Financial Services	169 60	175 00
80-Anadarko Petroleum	565 40	685 44
80-Analog Devices	292 20	376 70
80-Analogic Corp	197 88	148 53
80-Annaly Capital Management	401 67	430 08
80-AnnTaylor Stores	34 23	191 73
80-Apache	834 68	834 61
80-Apollo Group Inc	513 36	315 92
80-Apple	3,409 98	6,451 20
80-Applied Materials	735 14	828 95
80-Arch Coal	248 28	210 36
80-Archer Daniels Midland	637 05	451 20
80-Ares Capital	353 16	428 48
80-Art Technology Group	137 16	215 28
80-Ascent Media Corp	225 68	310 08
80-Ashfod Hospitality Trust Reits	36 32	154 40

80-Atlas Energy	180 88	175 88
80-Autodesk	318 10	382 00
80-Automatic Data Processing	934 50	971 88
80-AVX Corp	345 08	401 18
80-Balchem	184 16	405 72
80-Bally Technologies Inc	226 42	253 14
80-Bank of America	3,663 40	2,814 74
80-Bank of New York Mellon	1,052 89	845 60
80-Baxter Intl	1,050 48	911 16
80-BB&T	712 61	657 25
80-Beckman Coulter	390 84	451 38
80-Berry Petroleum	185 16	174 80
80-Best Buys	436 49	411 48
80-Biomed Realty Trust	70 21	130 55
80-Black Hills	140 60	120 00
80-Blackbaud	127 95	129 50
80-Boeing	1,302 54	1,370 46
80-Boston Scientific	807 53	772 14
80-Boyd Gaming	157 36	84 80
80-Briggs & Stratton	179 10	196 90
80-Bristol Myers Squibb	815 69	926 80
80-Broadcom Corp	723 38	958 10
80-Brown Forman CRP	573 60	696 20
80-Brunswick	145 53	168 66
80-Buffalo Wild Wings Inc	245 05	219 25
80-Bunge Limited	901 50	655 20
80-Camden PPTY	272 00	431 84
80-Cameron Intl	419 20	507 30
80-Capital One Fincl	398 80	425 60
80-Cardtronics Inc	210 37	300 90
80-Carlisle	164 80	198 70
80-Carmax	297 93	573 84
80-Carnival Corp	903 40	1,060 53
80-Carter's	172 04	324 61
80-Caseys Gen Store	82 14	127 53
80-Caterpillar	797 20	1,123 92
80-CBL & Assoc	482 94	455 00
80-Celgene	1,077 11	1,005 38
80-Centl European Media Enterprises	492 79	386 65
80-Centurylink	579 15	831 06
80-CF Industries Holdings	0 00	135 15
80-Charles River Laboratories	234 20	142 16
80-Chesapeake Energy Corp	603 75	647 75

80-Chevron	3,475 03	3,923 75
80-Chubb Corp	721 84	834 96
80-Cincinnati Bell Inc	321 44	240 80
80-Cinn Financial	234 37	253 52
80-Cisco Systems	2,993 59	2,609 67
80-CitiGroup	1,642 74	1,962 95
80-Clear Channel Outdoor	66 56	182 52
80-Clearwater Paper	22 70	156 60
80-Clorox Co	192 96	189 84
80-Coach Inc	530 65	884 96
80-Coca Cola	2,586 24	3,288 50
80-Cohu Inc	128 49	149 22
80-Colgate Palmolive	1,126 73	1,125 18
80-Commonwealth REIT	126 92	121 17
80-Community Health Systems	152 08	149 48
80-Compuware	334 99	490 14
80-Conocophillips	1,849 06	1,770 60
80-Cons Edison Co	595 47	743 55
80-Consolidated Communications Holdings	575 47	598 30
80-Constellation Brands	117 01	177 20
80-Constellation Energy Group	287 28	245 04
80-Contango Oil & Gas	281 61	173 79
80-Cooper Tire & Rubber	175 68	282 96
80-Corn Products Intl	389 15	506 00
80-Corning	1,044 90	830 76
80-Corporate Executive Board	74 41	150 20
80-Corrections	535 36	601 44
80-Costar Group	171 80	230 24
80-Costco Wholesale	484 24	577 68
80-Covidien Plc	210 50	228 30
80-Crown Castle Intl Corp	693 18	788 94
80-CSX Corporation	411 04	516 88
80-Cullen Frost Bankers	93 28	122 24
80-Cummins	433 78	440 04
80-CVS Caremark	1,239 27	1,077 87
80-Cypress Semiconductor	533 14	557 40
80-Cytec Industries	212 30	265 30
80-Danaher	373 92	377 36
80-Deere & Company	1,122 24	1,162 70
80-Dell Inc	728 53	501 35
80-Delta Air Lines	166 59	302 40
80-Denbury Resources	300 16	248 17
80-Devon Energy	633 62	628 08

80-Discovery Communications Inc	759 24	750 60
80-Dolby Laboratories	193 38	400 20
80-Dominion Resources	127 76	128 16
80-Donnelley (R R) & Sons Co	611 91	524 10
80-Dow Chemical	1,026 41	1,058 34
80-Dresser Rand Group	444 53	596 26
80-Du Pont De Nemours	1,031 41	1,346 76
80-Duke Energy	715 68	801 45
80-Dun & Bradstreet	164 67	164 18
80-Eagle Materials	128 70	141 25
80-Earthlink	112 35	129 00
80-Ebay Inc	702 08	667 92
80-Edison Intl	464 88	501 80
80-EMC Corp Mass	819 57	1,305 30
80-Emerson Electric	1,181 99	1,372 08
80-Encore Wire Corp	127 50	150 48
80-Energen	746 76	579 12
80-Ennis Inc	228 21	239 40
80-Entergy Corp	563 57	495 81
80-EOG Resources Inc	823 59	822 69
80-EQT Corp	934 08	717 44
80-Equinix Inc	70 76	81 26
80-Equity One	376 25	327 24
80-Equity Residential	839 97	883 15
80-Exelon	1,121 06	582 96
80-Express Scripts Inc	510 72	1,135 05
80-Extra Space Storage	251 47	295 80
80-Exxon Mobil	8,046 44	8,043 20
80-Fairchild Semiconductor Intl	131 82	202 93
80-Federal Realty Inv	468 42	467 58
80-FedEx	250 04	279 03
80-Felcor Lodging Trust	126 93	161 92
80-Ferro Corporation	130 04	234 24
80-Fidelity National Information	220 91	410 85
80-Fifth Third Bancorp	280 89	308 28
80-Finish Line	95 05	137 52
80-First Niagara Financial Group	130 23	125 82
80-First Solar	293 09	260 28
80-FirstEnergy Corp	118 95	111 06
80-Fiserv Inc	455 40	527 04
80-Ford Motor Co	1,057 08	1,679 00
80-Forest City Enterprises	233 25	534 08
80-Forrester Research	162 00	211 74

80-Fortune Brands	557 91	723 00
80-Fossil Inc	201 88	422 88
80-Freeport-McMoran Cooper & Gold	271 70	1,200 90
80-Frontier Communications	477 69	788 13
80-Gamestop Corp	301 20	228 80
80-Gannett Co	111 07	347 07
80-Gap Inc	498 30	664 20
80-Gardner Denver	75 24	206 46
80-Genesco	180 40	299 92
80-Genl Cable	113 88	140 36
80-Genl Dynamics	1,204 26	1,064 40
80-Genl Mills	65 47	391 49
80-Genl Mills	1,090 97	533 85
80-Gentex Corp	365 14	650 32
80-Geo Group	231 93	295 92
80-Gilead Sciences	1,277 23	942 24
80-Global Payments	459 13	508 31
80-Global Sources Ltd Bermuda	159 61	123 76
80-GMX Resources	173 40	27 60
80-Goldman Sachs Group	1,937 65	1,849 76
80-Google	2,555 09	2,969 85
80-Gorman Rupp Company	169 50	161 60
80-Grainger W W	410 16	414 33
80-Greenhill & Company	144 72	163 36
80-Greif Inc	199 38	185 70
80-H&R Block	712 98	404 94
80-Halliburton Company	922 08	1,020 75
80-Hanesbrands Inc	424 95	431 80
80-Hanover Insurance Group	378 93	420 48
80-Hansen Nat Corp	253 47	365 96
80-Harris Corp Dela	550 80	543 60
80-Hasbro	344 89	330 26
80-Henry Jack & Associates	367 72	437 25
80-Hercules Technology Growth	165 43	165 76
80-Hess Corp	548 81	688 86
80-Hewlett Parkard	2,712 05	2,357 60
80-Hexcel	295 70	343 71
80-Hologic Inc	503 28	508 14
80-Home Depot	1,149 53	1,437 46
80-Honeywell Intl	1,367 43	1,382 16
80-Idex Corp	479 25	586 80
80-II VI Inc	178 55	231 80
80-Illinois Tool Works	935 00	1,068 00

80-Intel Corp	2,695 68	2,775 96
80-Intercontinentalexchange Inc	468 36	476 60
80-Interpublic Group	339 37	477 90
80-Intl Business Machine	3,248 36	4,256 04
80-Intl Game Technology	160 87	212 28
80-Investors Bancorp	166 87	144 32
80-Iron MTN	251 10	250 10
80-ITT Educational Services	666 49	382 14
80-Jack in the Box	251 55	211 30
80-Janus Capital Group	436 11	337 22
80-Jefferies Group	170 83	292 93
80-Johnson & Johnson	4,155 59	3,958 40
80-Johnson Controls	655 03	916 80
80-Joy Global Inc	274 56	520 50
80-JP Morgan Chase	3,718 14	3,648 12
80-Kansas City STHN	101 54	143 58
80-Kaydon	174 68	162 88
80-KBR Inc	363 87	396 11
80-Keycorp	280 35	327 45
80-Kimberly Clark	615 16	630 40
80-Knot Inc	167 86	138 32
80-Kohls Corp	330 82	326 04
80-Kraft Foods	1,462 42	1,512 48
80-Kroger Company	656 18	603 72
80-Las Vegas Sands	61 84	367 60
80-Lawson Software	206 48	259 00
80-Liberty Media Capital	398 57	563 04
80-Liberty Media Interactive	200 09	268 09
80-Lilly Eli & Company	324 90	315 36
80-Lincare Holdings	309 12	429 28
80-Lockheed Martin	920 00	699 10
80-Loral Space & Communications	292 46	535 50
80-Lowes Companies	864 88	953 04
80-LTC Properties	183 68	196 56
80-M&T Bank Corp	416 42	435 25
80-Mack-Cali Realty	140 76	132 24
80-Mantech	218 48	206 65
80-Marathon Oil	1,263 60	999 81
80-Marcus	170 64	119 43
80-Marshall & Ilsley Corp	100 15	110 72
80-Marvell Technology Group	800 80	742 00
80-Massey Energy Co	399 60	429 20
80-Mattel Inc	439 66	483 17

80-MC Cormick & Company	283 87	372 24
80-McDonalds	1,845 40	2,226 04
80-MDC Holdings	311 49	258 93
80-Mead Johnson Nutrition Co	460 98	560 25
80-Medco Health Solutions	893 26	980 32
80-Medifast Inc	224 72	259 92
80-Medtronic	1,605 74	1,261 06
80-Merck & Company	2,206 20	2,811 12
80-Metlife	738 48	755 48
80-Micros Systems	127 22	175 44
80-Microsoft	4,626 22	4,577 24
80-Middleby	187 47	253 26
80-Molson Coors Brewing	160 23	150 57
80-Monsanto	1,168 98	905 32
80-Morgan Stanley	1,155 70	870 72
80-Morningstar Inc	146 34	159 24
80-Mosaic Co	585 23	839 96
80-Motorola Inc	371 46	743 74
80-Murphy Oil Corp	329 52	447 30
80-Myriad Genetics	161 00	182 72
80-National Financial Partners	311 24	268 00
80-Nationwide Health PPTY	530 85	545 70
80-Natl-Oilwellvarco Inc	564 45	1,210 50
80-Nektar Therapeutics Systems	172 87	244 15
80-Netapp Inc	453 04	769 44
80-NetFlix com	84 23	351 40
80-New Jersey Resources	442 24	560 43
80-New York Community Bancorp	205 40	245 05
80-Newalliance Bancshares	241 46	299 60
80-Newell Rubbermaid Inc	372 04	454 50
80-Newmont Mining Corp	508 39	614 30
80-Nextera Energy	769 85	831 84
80-Nike Inc	880 56	1,025 04
80-Noble Energy Inc	511 82	602 56
80-Norfolk STHN	386 59	439 74
80-Northwest Bancshares	159 07	153 10
80-Novellus Systems	115 50	161 60
80-NRG Energy	177 89	195 40
80-NTHN Trust	197 25	166 23
80-Nucor Corp	574 86	569 66
80-NV Energy	123 69	140 50
80-Occidental Petroleum	1,311 18	1,765 80
80-Old Dominon Freight Lines	160 95	223 93

80-Oracle '	2,261 19	2,973 50
80-Pac Sunwear California	211 44	119 24
80-Packing Corp of America	177 76	206 72
80-Park Electrochemical	157 44	180 00
80-Partnerre LTD	472 24	482 10
80-Patterson-Uti Energy	247 50	193 95
80-PDL Biopharma	165 66	130 83
80-Peabody Energy	218 24	319 90
80-Penn Real Est	202 75	217 95
80-Pep Boys Manny Moe & Jack	169 32	228 31
80-Pepsico	2,512 09	2,547 87
80-Perkinelmer	493 82	542 22
80-Pfizer	3,063 25	3,256 86
80-PG & E	573 12	574 08
80-Pharmerica	172 50	114 50
80-Pier 1	90 95	147 00
80-Pinnacle Financial Partners	178 99	95 06
80-Pioneer Nat Res	421 92	694 56
80-Plains Exploration & Production	317 90	160 70
80-PNC Financial Service Group	689 91	971 52
80-Potlatch	267 59	227 85
80-PPL Corp	643 19	579 04
80-Praxair	959 02	1,050 17
80-Presidential Life	125 28	119 16
80-Price T Rowe Group	688 22	903 56
80-Priceline com	123 03	399 55
80-Procter & Gamble	4,132 60	4,052 79
80-Progress Energy	480 57	478 28
80-Prologis SBI	676 80	693 12
80-Prudential Financial	1,137 15	880 65
80-PSS World Med Inc	280 32	271 20
80-Public Service Enterprse Group	616 00	636 20
80-Qualcomm	1,641 09	2,029 09
80-Quality Systems	121 68	139 64
80-Quanex Bldg	173 12	208 67
80-Raymond James Financial	178 72	261 60
80-Renaissancere	289 70	318 45
80-Republic Services Inc	627 44	656 92
80-RLI Corp	147 09	157 71
80-Rofin-Sinar Technologies	183 09	212 64
80-Rovi Corp	56 16	186 03
80-S&T Bancorp	158 45	112 95
80-Sabra Health Care REIT	0 00	92 00

80-Safeway Inc	453 09	427 31
80-SalesForce com	341 40	792 00
80-Sandisk Corp	256 80	398 88
80-Sauer -Danfoss	194 52	395 50
80-SBA Communications	629 28	655 04
80-Schawk	134 90	164 64
80-Schein Henry	544 60	613 90
80-Schlumberger Ltd Netherlands	1,792 48	2,338 00
80-Sealy Corp	144 00	116 80
80-Shenandoah Telecommunnctn	129 13	131 11
80-Ship Fin Intl	240 96	344 32
80-Silicon Image	175 00	257 25
80-Simon Ppty Group	429 20	497 45
80-Smithfield Foods	298 63	268 19
80-Solera Holdings	115 89	153 96
80-Sonic Corp	157 60	151 80
80-Southern Company	970 13	1,070 44
80-Southern Copper	387 50	779 84
80-Southwest Airlines	146 60	142 78
80-Sovran Self Storage Inc	189 35	184 05
80-Spectra Energy	358 65	574 77
80-Sprint Nextel	687 88	693 72
80-St Jude Medical Inc	735 00	855 00
80-Stanley Black & Decker Inc	582 60	668 70
80-Staples Inc	857 90	865 26
80-Starwood Hotels & Resorts Worldwide	255 24	364 68
80-State Street	1,343 85	787 78
80-Student Loan	220 32	194 64
80-Sun Health Care Group	126 90	63 30
80-Sunoco Inc	152 70	241 86
80-Sunstone Hotel Investors	63 60	123 96
80-Suntrust Banks Inc	567 17	678 73
80-Supervalu	551 57	182 97
80-SXC Health Solutions	391 98	514 32
80-Sycamore Networks	157 40	82 36
80-Synovus Financial	512 30	124 08
80-Tanger Factory Outlet Centers	154 88	204 76
80-Target	821 76	962 08
80-Techne Corp Minn	130 94	131 34
80-Teleflex	428 39	484 29
80-Telephone & Data Sys	257 81	255 85
80-Tenet Healthcare Corp	219 26	254 22
80-Teradyne	127 56	168 48

80-Terremark Worldwide	121 21	297 85
80-Texas Instruments	1,092 59	1,332 50
80-Texas RoadHouse	165 07	291 89
80-Thermo Fisher Scientific	635 22	996 48
80-Thoratec	220 38	141 60
80-Tidewater	400 87	430 72
80-Tiffany & Co	470 40	622 70
80-Tivo Inc	498 36	302 05
80-Tootsie Roll	167 55	202 79
80-Toro Co	96 98	123 28
80-Towers Watson & Co	167 22	156 18
80-Travelers	659 72	891 36
80-U S Cellular	143 49	149 82
80-Union Pacific	941 25	1,389 90
80-United Cont Hldgs	245 41	333 48
80-United Parcel Services	1,503 21	1,524 18
80-UnitedHealth Group	849 49	938 86
80-Univest	183 12	134 19
80-UNTD Technologies	1,867 59	2,046 72
80-US Bancorp Del	1,463 99	1,267 59
80-USA Mobility Inc	99 00	159 93
80-USG Corp	139 14	151 47
80-Valero Energy	222 86	254 32
80-Validus Holdings	328 58	397 93
80-Valley National Bancorp	139 94	128 70
80-Valmont Industries	176 44	177 46
80-Vanda Pharmaceuticals	201 38	170 28
80-Ventas Inc	568 44	629 76
80-Visa Inc	934 90	774 18
80-Vistaprint N V	245 10	230 00
80-Vulcan Materials	96 98	88 72
80-Vulcan Materials	339 43	310 52
80-Walgreen	732 19	779 20
80-Wal-Mart Stores	2,706 66	2,642 57
80-Walt Disney	1,706 62	1,988 03
80-Waste MGMT	783 20	848 01
80-WebMD Health	62 70	153 18
80-Websense	170 55	182 25
80-Wellpoint Inc	939 38	1,023 48
80-Wells Fargo & Company	5,264 72	3,625 83
80-Westar Energy	94 59	125 80
80-Western Union	367 17	371 40
80-Weyerhaeuser	150 60	132 51

80-Whirlpool Corp	260 91	266 49
80-Whole Foods Market Inc	177 55	252 95
80-Windstream	532 68	697 00
80-World Acceptance	163 35	264 00
80-World Fuel Services	128 30	325 44
80-Worthington Industries	255 24	276 00
80-Wyndham Worldwide	140 53	179 76
80-Xerox Corp	450 74	794 88
80-Yahoo	485 01	315 97
80-Yum! Brands	521 83	686 70
80-Zep Inc	145 04	139 16
81-Abbott Labs	2,825 71	2,491 32
81-Air Prod & Chem	507 97	545 70
81-Amer Express	418 35	600 88
81-Apple Inc	2,022 04	4,838 40
81-Automatic Data Processing	1,103 60	1,203 28
81-Becton Dickinson & Co	785 52	929 72
81-Caterpillar	1,285 16	1,779 54
81-Chevron	3,661 80	4,106 25
81-Cisco Systems	1,020 78	849 66
81-Coca Cola	4,764 12	5,327 37
81-Conocophillips	4,283 66	4,426 50
81-Exxon Mobil	7,849 40	7,385 12
81-Fomento Economico Mexicano	1,076 07	1,342 08
81-Franklin Resources	922 89	1,000 89
81-Freeport-McMoran Copper & Gold Inc	1,164 07	1,681 26
81-Genl Dynamics	1,501 78	1,206 32
81-Halliburton Company	1,628 73	2,123 16
81-HSBC Holdings	1,981 20	1,735 36
81-Intel Corp	2,128 29	2,145 06
81-Intl Business Mach	2,215 41	2,494 92
81-Intuitive Surgical	877 35	773 25
81-Johnson & Johnson	4,356 87	4,205 80
81-JP Morgan Chase	1,962 87	2,163 42
81-Kraft Foods	1,111 43	1,102 85
81-Lauder Estee	843 79	1,452 60
81-McDonalds	3,003 93	3,838 00
81-McGraw Hill Companies	1,144 54	1,128 71
81-Medtronic	853 36	667 62
81-Merck & Company	1,595 43	1,585 76
81-Microchip Technology	642 88	752 62
81-Microsoft	2,392 18	2,344 44
81-Nestle SA	3,261 02	3,882 12

81-Novo Nordisk	1,460 29	2,363 97
81-Occidental Petroleum	2,083 65	2,648 70
81-Pepsico	2,955 26	2,743 86
81-Praxair	1,616 73	2,004 87
81-Procter & Gamble	3,532 04	3,345 16
81-Prudenital Financial	840 15	645 81
81-Qualcomm	1,458 75	1,732 15
81-Rio Tinto	958 99	1,074 90
81-Roche HLDG Ltd	1,699 24	1,429 35
81-Royal Dutch Shell	2,602 98	2,871 54
81-Schlumberger LTD	1,323 77	1,503 00
81-Sysco Corp	811 38	823 20
81-Target	1,416 85	1,683 64
81-Texas Instruments	1,723 41	2,145 00
81-Total SA France	2,653 82	2,139 20
81-UNTD Technologies	1,999 45	2,282 88
81-Walgreen	2,425 38	2,532 40
81-Wal-Mart Stores	2,124 22	2,157 20
81-Walt Disney Co	774 92	862 73
83-ABB Ltd	1,931 43	1,751 10
83-Adidas AG	1,345 26	1,929 30
83-Aixtron AG	1,530 66	1,897 20
83-Anglo Amercn Plc New	1,833 05	2,323 79
83-Anheuser Busch	1,266 21	1,655 61
83-Arm Holdings	1,199 91	3,423 75
83-Atlas Copco	1,432 87	2,619 29
83-AXA ADR	1,003 82	1,082 25
83-Bank of Nova Scotia Canada	1,467 02	1,716 00
83-Bayerische Motoren Werke	1,662 00	2,269 83
83-BG Group	1,554 93	2,040 00
83-BHP Billiton	2,182 94	3,623 88
83-BNP Paribas SA	1,616 32	1,565 55
83-Cameco Corp	2,308 56	2,866 98
83-Canon Inc Adr Japan	2,309 20	2,823 70
83-Compagnie Financiere Richemont	1,274 77	1,514 70
83-Companhia Energetica De Minas Gerais	1,755 50	1,924 44
83-Credit Suisse Group	1,711 54	1,333 53
83-CSL LTD	938 59	1,341 90
83-Deutsche Boerse ADR	1,079 02	1,320 96
83-Esprit Holdings	1,765 58	1,359 93
83-Fanuc Ltd	1,964 91	3,692 16
83-HDFC Bank	1,382 25	2,172 43
83-HSBC Holdings Plc New	1,567 64	1,684 32

83-Industrial & Coml BK China	1,833 90	2,144 05
83-Itau UniBanco Mult ADR	1,646 11	2,328 97
83-Li & Fung Ltd Adr	1,220 39	1,532 52
83-Logitech Intl SA	1,266 57	1,484 00
83-Macquarie Bank Ltd	1,602 98	1,500 00
83-Manulife Financial	3,445 46	1,821 08
83-Millicom Intl Cellular	1,900 98	2,198 80
83-Nestle SA	1,141 94	1,411 68
83-New Oriental Education & Technology Group	1,477 60	1,894 14
83-Novartis AG	1,250 36	1,414 80
83-Novo Nordisk ADR Denmark	689 59	1,238 27
83-OAO Gazprom Level 1	2,195 77	1,984 32
83-Petrochina Co	1,434 86	1,709 37
83-Petroleo Brasileiro SA	2,071 04	1,627 12
83-Prudential Plc United Kingdom	2,321 49	2,252 88
83-Rio Tinto	545 69	2,579 76
83-Roche Holdings	1,897 55	1,575 95
83-Saipem Spa	1,375 84	1,943 40
83-Sociedad Quimica I Minera Chile	1,482 55	2,278 38
83-Sony Finl Holdings	1,846 14	2,604 55
83-Suncor Energy Inc	2,139 52	2,335 69
83-Tencent Holdings	1,545 82	2,171 07
83-Tesco Plc United Kingdom	1,478 45	1,412 60
83-Teva Pharmaceuticals	1,348 33	1,407 51
83-Total S A France	1,121 65	1,069 60
83-Toyota Motor Japan	2,230 60	2,201 64
83-Vale SA-SP	2,367 95	2,834 74
83-Vesta Wind System	2,804 01	1,590 03
83-Wal-Mart De Mexico	1,307 79	1,714 80
79-Nortel Inversora SA	825 00	1,495 75
79-Unipol Spa CIA	1,341 37	772 00
Total (Form 990PF Part II, Line 10b, Columns b and c)	**$542,257.30**	**$595,059.94**

Form 990PF Part II, Line 10c, Columns b and c

Corporate Bonds	End of year Book Value	End of year FMV
82-Abbott Laboratories	4,774 64	4,573 24
82-Bellsouth	4,171 16	4,169 92
82-Cisco Systems	4,769 20	4,564 44
82-Gen Elec Cap	4,327 44	4,276 36
82-Goldman Sachs Group	4,408 00	4,297 52
82-Intl Business Mach	4,329 12	4,294 32
82-J P Morgan Chase	2,208 10	2,135 50
82-National Rural Util Corp	4,453 56	4,324 32

82-Oracle Systems	4,404 48	4,357 60
82-Pepsico	4,336 76	4,307 24
82-Pfizer	4,658 28	4,496 64
82-Sysco	4,643 08	4,407 84
82-Target	4,265 20	4,212 08
82-US Bancorp	4,381 68	4,272 88
Total (Form 990PF Part II, Line 10c, Columns b and c)	**$60,130.70**	**$58,689.90**

Form 990PF Part II, Line 13, Columns b and c

Other Investments	End of year Book Value	End of year FMV
79-Wisdomtree Trust Japan	4,960 09	5,304 00
79-Unts Grafton Group	1,684 12	1,712 36
Total (Form 990PF Part II, Line 13, Columns b and c)	**$6,644.21**	**$7,016.36**

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
79-Micron Technology	4/3/08	1/7/10	1,428 04	778 70	649 34
79-Micron Technology	4/3/08	1/7/10	779 83	419 30	360 53
79-Clariant AG	4/4/08	1/12/10	729 02	494 37	234 65
79-Whirlpool	4/3/08	1/12/10	818 27	867 90	(49 63)
81-Exelon	4/3/08	1/20/10	294 02	482 82	(188 80)
81-Exelon	5/9/08	1/20/10	294 01	513 30	(219 29)
81-TransOcean	12/23/08	1/20/10	641 08	350 84	290 24
81-Entergy	4/3/08	1/22/10	409 30	540 05	(130 75)
81-Entergy	5/9/08	1/22/10	409 31	574 85	(165 54)
79-Makita Corp	7/24/09	1/26/10	1,063 39	669 64	393 75
81-Lauder Estee	4/3/08	1/26/10	264 99	229 55	35 44
80-Chattem Inc	4/2/08	2/10/10	280 50	203 79	76 71
83-Cameco Corp	4/7/08	2/11/10	237 64	298 17	(60 53)
83-Hang Lung Propertes	7/28/09	2/11/10	150 31	154 89	(4 58)
83-Infosys Technologies	4/7/08	2/11/10	1,284 68	935 67	349 01
83-Infosys Technologies	8/25/08	2/11/10	154 16	121 51	32 65
83-Infosys Technologies	3/5/09	2/11/10	102 77	46 02	56 75
83-Jupiter Telecommunication	3/6/09	2/11/10	377 99	302 78	75 21
83-OAO Gazprom Level 1	5/19/08	2/11/10	161 92	425 67	(263 75)
83-Esprit Holdings	6/25/09	2/12/10	437 73	370 06	67 67
83-Fast Retailing Co Ltd	10/16/09	2/12/10	156 35	148 30	8 05
83-Hang Lung Propertes	7/28/09	2/12/10	244 95	240 94	4 01
83-Tencent Holdings	6/25/09	2/12/10	573 33	390 21	183 12
80-Burlington NTHN Santa Fe	4/2/08	2/16/10	1,200 00	1,110 10	89 90
83-Hang Lung Propertes	7/28/09	2/16/10	674 69	653 97	20 72
83-Hang Lung Propertes	12/22/09	2/16/10	159 79	168 21	(8 42)
83-Arm Holdings	4/7/08	2/17/10	220 52	134 51	86 01
83-ABB Ltd	4/7/08	2/23/10	19 83	27 02	(7 19)
83-Banco Santander SA	4/7/08	2/23/10	13 58	21 05	(7 47)
83-Credit Suisse Group	4/7/08	2/23/10	44 14	56 87	(12 73)
83-CSL LTD	2/23/09	2/23/10	61 18	46 76	14 42
83-Electricite De France	6/25/09	2/23/10	41 51	39 39	2 12
83-Esprit Holdings	6/25/09	2/23/10	43 67	35 81	7 86
83-Industrial & Coml BK China	5/11/09	2/23/10	36 46	29 61	6 85
83-Itau UniBanco Mult ADR	4/7/08	2/23/10	20 76	17 81	2 95
83-Jupiter Telecommunication	3/6/09	2/23/10	299 99	201 85	98 14
83-Jupiter Telecommunication	3/9/09	2/23/10	75 00	49 82	25 18
83-Manulife Financial	4/7/08	2/23/10	74 89	161 07	(86 18)
83-Nestle SA	4/7/08	2/23/10	95 43	100 75	(5 32)
83-Novo Nordisk ADR Denmark	7/24/09	2/23/10	144 55	113 97	30 58
83-Petrochina Co	5/8/09	2/23/10	112 73	95 93	16 80

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
83-Prudential Plc United Kingdom	4/7/08	2/23/10	94 41	140 15	(45 74)
83-Roche Holdings	4/7/08	2/23/10	84 49	89 72	(5 23)
83-SAP AG	4/7/08	2/23/10	87 89	98 87	(10 98)
83-Suncor Energy Inc	4/7/08	2/23/10	121 32	216 68	(95 36)
83-Tencent Holdings	6/25/09	2/23/10	19 34	11 82	7 52
83-Teva Pharmaceuticals	4/7/08	2/23/10	114 81	94 10	20 71
83-Vale SA-SP	4/7/08	2/23/10	28 50	35 64	(7 14)
83-Wal-Mart De Mexico	4/7/08	2/23/10	146 26	131 85	14 41
81-Intel Corp	4/3/08	2/24/10	270 39	274 56	(4 17)
81-McGraw Hill Companies	4/3/08	2/24/10	564 79	595 86	(31 07)
81-Pepsico	4/3/08	2/24/10	375 19	430 59	(55 40)
81-Procter & Gamble	4/3/08	2/24/10	507 25	556 24	(48 99)
81-Target	4/3/08	2/24/10	253 32	251 44	1 88
79-Huntsman	10/1/08	2/25/10	560 23	338 40	221 83
79-Huntsman	10/1/08	3/2/10	692 50	423 00	269 50
79-Arvinmeritor	4/3/08	3/5/10	1,439 18	1,526 40	(87 22)
79-Sara Lee Corp	3/25/09	3/10/10	557 99	328 83	229 16
80-Airgas	4/2/08	3/11/10	194 12	136 62	57 50
80-Ascent Media Corp	10/1/08	3/11/10	83 18	109 77	(26 59)
80-Compuware	4/2/08	3/11/10	33 08	28 64	4 44
80-Emerson Electric	4/2/08	3/11/10	144 12	154 23	(10 11)
80-First Busey	4/2/08	3/11/10	31 03	170 96	(139 93)
80-Fuelcell Energy	4/2/08	3/11/10	77 23	175 77	(98 54)
80-Gannett Co	2/9/09	3/11/10	48 50	14 49	34 01
80-Gardner Denver	10/23/08	3/11/10	136 37	75 24	61 13
80-Gentex Corp	4/2/08	3/11/10	60 98	51 33	9 65
80-Nektar Therapeutics Systems	4/2/08	3/11/10	163 67	77 22	86 45
80-Nii Holdings	4/18/08	3/11/10	116 30	111 66	4 64
80-Popular	4/2/08	3/11/10	33 44	170 39	(136 95)
80-Post Properties	4/18/08	3/11/10	100 01	191 00	(90 99)
80-Rofin-Sinar Technologies	4/2/08	3/11/10	68 33	129 36	(61 03)
80-St Jude Medical Inc	12/31/09	3/11/10	116 72	110 25	6 47
80-Sunstone Hotel Investors	6/23/09	3/11/10	28 44	15 90	12 54
80-Terremark Worldwide	4/2/08	3/11/10	46 13	31 62	14 51
80-Tivo Inc	4/27/09	3/11/10	410 17	179 47	230 70
80-Tivo Inc	12/31/09	3/11/10	119 63	69 58	50 05
80-Travelers	4/18/08	3/11/10	53 80	48 74	5 06
80-Travelers	10/23/08	3/11/10	53 81	35 81	18 00
80-Travelers	10/23/08	3/11/10	53 80	35 81	17 99
80-Vanda Pharmaceuticals	6/23/09	3/11/10	31 67	33 56	(1 89)
83-Li & Fung Ltd Adr	2/12/10	3/12/10	66 23	59 33	6 90

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-FGX Intl Holdings	4/2/08	3/15/10	217 25	141 13	76 12
81-Amer Express	4/3/08	3/17/10	406 44	439 50	(33 06)
81-Amer Express	6/24/08	3/17/10	40 64	41 68	(1 04)
81-Apple Inc	4/3/08	3/17/10	680 74	428 79	251 95
81-Intuitive Surgical	5/9/08	3/17/10	713 82	584 90	128 92
79-Virtus Invt Partners	1/2/09	4/5/10	147 20	0 00	147 20
80-Terra	7/2/08	4/6/10	334 35	450 54	(116 19)
80-Terra	3/24/10	4/6/10	185 75	228 69	(42 94)
79-M-Real Corp	4/4/08	4/16/10	686 98	624 40	62 58
79-Fifth Third Bancorp	7/2/08	4/19/10	1,344 59	941 40	403 19
80-Facet Biotech	12/19/08	4/21/10	81 00	0 00	81 00
80-Facet Biotech	3/24/10	4/21/10	162 00	162 04	(0 04)
79-M-Real Corp	4/4/08	4/22/10	907 64	854 44	53 20
79-Tomkins	10/14/08	4/23/10	601 80	401 44	200 36
83-Arm Holdings	4/7/08	5/3/10	11 23	5 60	5 63
83-Atlas Copco	10/15/09	5/3/10	16 36	13 39	2 97
83-Banco Santander SA	4/7/08	5/3/10	12 07	21 05	(8 98)
83-CSL LTD	2/23/09	5/3/10	15 19	11 69	3 50
83-Electricite De France	6/25/09	5/3/10	10 52	9 85	0 67
83-Jupiter Telecommunication	3/9/09	5/3/10	202 11	149 44	52 67
83-Jupiter Telecommunication	5/12/09	5/3/10	269 48	183 71	85 77
83-Jupiter Telecommunication	6/4/09	5/3/10	269 49	197 96	71 53
83-Jupiter Telecommunication	6/4/09	5/3/10	66 72	49 49	17 23
83-Jupiter Telecommunication	3/24/10	5/3/10	133 43	156 82	(23 39)
83-Li & Fung Ltd Adr	2/12/10	5/3/10	9 81	9 13	0 68
83-Logitech Intl SA	7/28/09	5/3/10	17 07	15 37	1 70
83-Petroleo Brasileiro SA	4/7/08	5/3/10	41 26	54 18	(12 92)
83-Prudential Plc United Kingdom	4/7/08	5/3/10	16 46	28 03	(11 57)
83-Roche Holdings	4/7/08	5/3/10	39 13	44 86	(5 73)
83-Tesco Plc United Kingdom	4/7/08	5/3/10	19 78	24 30	(4 52)
83-Vesta Wind System	4/7/08	5/3/10	19 76	35 85	(16 09)
79-Biovail Corp	5/12/08	5/4/10	514 63	355 80	158 83
79-USG Corp	6/2/09	5/4/10	484 76	246 40	238 36
80-First Solar	1/22/09	5/8/10	343 10	439 64	(96 54)
83-CSL LTD	2/23/09	5/10/10	28 98	23 38	5 60
83-Novartis AG	4/7/08	5/11/10	96 61	103 62	(7 01)
83-ABB Ltd	4/7/08	5/12/10	17 85	27 02	(9 17)
83-Adidas AG	4/7/08	5/12/10	25 89	33 46	(7 57)
83-Anheuser Busch	7/27/09	5/12/10	46 34	38 42	7 92
83-Arm Holdings	4/7/08	5/12/10	51 15	28 02	23 13
83-Atlas Copco	10/15/09	5/12/10	133 04	133 89	(0 85)

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Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
83-AXA ADR	2/24/09	5/12/10	15 32	14 06	1 26
83-AXA ADR	2/24/09	5/12/10	15 33	13 90	1 43
83-Banco Santander SA	4/7/08	5/12/10	20 03	42 10	(22 07)
83-BHP Billiton	4/7/08	5/12/10	65 56	67 90	(2 34)
83-BNP Paribas SA	5/12/09	5/12/10	27 64	31 45	(3 81)
83-Cameco Corp	4/7/08	5/12/10	46 83	66 26	(19 43)
83-Credit Suisse Group	4/7/08	5/12/10	39 99	56 87	(16 88)
83-CSL LTD	2/23/09	5/12/10	252 41	198 74	53 67
83-Deutsche Boerse ADR	2/23/09	5/12/10	19 97	14 41	5 56
83-Electricite De France	6/25/09	5/12/10	28 40	29 55	(1 15)
83-Esprit Holdings	6/25/09	5/12/10	25 31	23 88	1 43
83-Fanuc Ltd	1/2/09	5/12/10	54 32	33 84	20 48
83-Fast Retailing Co Ltd	10/16/09	5/12/10	27 99	29 66	(1 67)
83-HDFC Bank	4/7/08	5/12/10	133 99	101 08	32 91
83-ICAP Plc	4/7/08	5/12/10	406 03	1,012 70	(606 67)
83-ICAP Plc	8/6/08	5/12/10	108 93	220 50	(111 57)
83-ICAP Plc	8/25/08	5/12/10	69 32	122 85	(53 53)
83-ICAP Plc	11/4/08	5/12/10	69 32	71 27	(1 95)
83-ICAP Plc	3/5/09	5/12/10	9 90	6 30	3 60
83-ICAP Plc	2/17/10	5/12/10	148 55	161 94	(13 39)
83-ICAP Plc	2/23/10	5/12/10	9 90	10 58	(0 68)
83-ICAP Plc	3/11/10	5/12/10	9 90	10 87	(0 97)
83-ICAP Plc	3/24/10	5/12/10	39 62	47 16	(7 54)
83-Industrial & Coml BK China	5/11/09	5/12/10	35 48	29 61	5 87
83-Itau UniBanco Mult ADR	4/7/08	5/12/10	38 37	35 62	2 75
83-Li & Fung Ltd Adr	2/12/10	5/12/10	22 44	22 82	(0 38)
83-Logitech Intl SA	7/28/09	5/12/10	14 75	15 37	(0 62)
83-Macquarie Bank Ltd	2/16/10	5/12/10	39 63	42 29	(2 66)
83-Manulife Financial	4/7/08	5/12/10	34 27	80 54	(46 27)
83-MTN Group	4/7/08	5/12/10	26 79	35 30	(8 51)
83-New Oriental Education & Technology Group	10/14/09	5/12/10	87 79	82 88	4 91
83-Novo Nordisk ADR Denmark	7/24/09	5/12/10	77 04	56 98	20 06
83-OAO Gazprom Level 1	5/19/08	5/12/10	19 99	60 81	(40 82)
83-Prudential Plc United Kingdom	4/7/08	5/12/10	15 66	28 03	(12 37)
83-SAP AG	4/7/08	5/12/10	1,415 40	1,582 00	(166 60)
83-SAP AG	8/25/08	5/12/10	132 69	166 49	(33 80)
83-SAP AG	3/24/10	5/12/10	309 62	327 95	(18 33)
83-Sociedad Quimica I Minera Chile	12/11/09	5/12/10	33 80	38 15	(4 35)
83-Sony Finl Holdings	3/6/09	5/12/10	33 64	24 50	9 14
83-Tencent Holdings	6/25/09	5/12/10	19 51	11 82	7 69
83-Tesco Plc United Kingdom	4/7/08	5/12/10	17 98	24 30	(6 32)

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Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
83-Teva Pharmaceuticals	4/7/08	5/12/10	58 40	47 05	11 35
83-Toyota Motor Japan	4/7/08	5/12/10	74 99	101 84	(26 85)
83-Vale SA-SP	4/7/08	5/12/10	54 39	71 28	(16 89)
83-Vesta Wind System	4/7/08	5/12/10	16 70	35 85	(19 15)
83-Wal-Mart De Mexico	4/7/08	5/12/10	21 90	21 98	(0 08)
83-ICAP Plc	3/24/10	5/18/10	123 83	129 69	(5 86)
83-OAO Gazprom Level 1	5/19/08	5/18/10	86 66	243 24	(156 58)
83-Petrochina Co	5/8/09	5/18/10	227 24	191 86	35 38
83-Atlas Copco	10/15/09	5/19/10	14 50	13 39	1 11
83-Cameco Corp	4/7/08	5/19/10	246 17	331 30	(85 13)
83-Rio Tinto	4/7/08	5/19/10	93 47	852 24	(758 77)
83-Total S A France	7/24/09	5/19/10	383 07	447 97	(64 90)
80-Zenith National	4/2/08	5/21/10	190 00	180 55	9 45
80-Zenith National	3/24/10	5/21/10	190 00	191 25	(1 25)
83-ABB Ltd	4/7/08	5/24/10	16 80	27 02	(10 22)
83-Adidas AG	4/7/08	5/24/10	25 18	33 46	(8 28)
83-Anheuser Busch	7/27/09	5/24/10	48 49	38 42	10 07
83-Arm Holdings	4/7/08	5/24/10	10 31	5 60	4 71
83-Atlas Copco	10/15/09	5/24/10	13 79	13 39	0 40
83-AXA ADR	2/24/09	5/24/10	16 24	13 90	2 34
83-Cameco Corp	4/7/08	5/24/10	24 28	33 13	(8 85)
83-Canon Inc Adr Japan	2/16/10	5/24/10	42 12	39 59	2 53
83-CSL LTD	2/23/09	5/24/10	13 29	11 69	1 60
83-Li & Fung Ltd Adr	2/12/10	5/24/10	4 40	4 56	(0 16)
83-Prudential Plc United Kingdom	4/7/08	5/24/10	15 01	28 03	(13 02)
83-Rio Tinto	4/7/08	5/24/10	42 95	426 12	(383 17)
83-Saipem Spa	5/19/10	5/24/10	15 84	17 06	(1 22)
83-Sony Finl Holdings	3/6/09	5/24/10	33 34	24 50	8 84
83-Tencent Holdings	6/25/09	5/24/10	19 20	11 82	7 38
83-Vesta Wind System	4/7/08	5/24/10	16 52	35 85	(19 33)
83-Wal-Mart De Mexico	4/7/08	5/24/10	21 93	21 97	(0 04)
80-CNX Gas	4/2/08	6/1/10	803 25	691 53	111 72
80-OSI Pharmaceuticals	4/2/08	6/3/10	230 00	152 92	77 08
80-OSI Pharmaceuticals	10/23/08	6/3/10	287 50	192 25	95 25
79-Tomkins	10/14/08	6/15/10	428 44	301 08	127 36
79-Tomkins	2/2/09	6/15/10	428 44	215 33	213 11
83-Li & Fung Ltd Adr	2/12/10	6/15/10	4 55	4 56	(0 01)
79-Teijin Ltd	9/8/08	6/22/10	884 56	917 87	(33 31)
82-FNMA 5 000% 06/01/35	5/21/08	6/24/10	14,155 54	13,050 75	1,104 79
82-FNMA 5 000% 06/01/35	5/21/08	6/24/10	3,266 66	3,011 72	254 94
79-Biovail Corp	5/12/08	6/29/10	189 01	118 60	70 41

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Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
79-Biovail Corp	6/6/08	6/29/10	756 03	468 00	288 03
79-Braskem SA	4/3/08	6/30/10	1,308 68	1,504 80	(196 12)
80-3M Company	4/2/08	6/30/10	393 14	391 08	2 06
80-Aflac Inc	4/2/08	6/30/10	130 26	192 95	(62 69)
			0 00	0 00	0 00
80-Ambac Financial Group	4/2/08	6/30/10	21 26	169 94	(148 68)
80-Ameren Corp	3/24/10	6/30/10	314 33	337 22	(22 89)
80-American Tower	4/18/08	6/30/10	131 57	116 43	15 14
80-Amgen	4/2/08	6/30/10	169 82	124 53	45 29
80-Ascent Media Corp	10/1/08	6/30/10	25 80	36 59	(10 79)
80-Ascent Media Corp	12/31/09	6/30/10	206 43	201 92	4 51
80-Ashfod Hospitality Trust Reits	6/23/09	6/30/10	255 41	74 91	180 50
80-Baldor Electric	4/2/08	6/30/10	112 41	83 37	29 04
80-Boeing	4/2/08	6/30/10	203 03	220 20	(17 17)
80-Broadcom Corp	4/27/09	6/30/10	102 86	68 16	34 70
80-Cal-Maine Food	7/2/08	6/30/10	499 15	478 20	20 95
80-Centurytel Inc	10/23/08	6/30/10	169 16	34 06	135 10
80-Centurytel Inc	11/12/08	6/30/10	135 32	91 99	43 33
80-CKE Restaurants Inc	3/24/10	6/30/10	50 03	45 59	4 44
80-CME Group Inc	3/24/10	6/30/10	1,480 17	1,550 55	(70 38)
80-Coca Cola	4/2/08	6/30/10	560 02	674 07	(114 05)
80-Constellation Energy Group	2/9/09	6/30/10	34 12	26 45	7 67
80-Constellation Energy Group	2/9/09	6/30/10	273 05	211 60	61 45
80-Constellation Energy Group	3/24/10	6/30/10	34 13	35 91	(1 78)
80-Continental Resources Inc	12/31/09	6/30/10	244 99	219 10	25 89
80-Contl Airlines Inc	4/2/08	6/30/10	132 47	116 58	15 89
80-Costco Wholesale	11/12/08	6/30/10	169 07	160 89	8 18
80-CTC Media	11/12/08	6/30/10	440 81	192 08	248 73
80-CTC Media	11/12/08	6/30/10	299 12	130 34	168 78
80-CTC Media	3/24/10	6/30/10	440 80	442 15	(1 35)
80-Delta Air Lines	4/2/08	6/30/10	394 46	239 92	154 54
80-Discovery Communications SER C	4/2/08	6/30/10	1,134 31	615 49	518 82
80-Donnelley (R R) & Sons Co	3/24/10	6/30/10	259 94	305 96	(46 02)
80-Du Pont De Nemours	4/2/08	6/30/10	403 03	511 30	(108 27)
80-Duke Energy	11/12/08	6/30/10	64 40	62 60	1 80
80-Duke Energy	11/12/08	6/30/10	209 32	203 45	5 87
80-Emerson Electric	4/2/08	6/30/10	357 67	411 27	(53 60)
80-Evergreen Solar	4/2/08	6/30/10	14 04	174 61	(160 57)
80-Exxon Mobil	4/2/08	6/30/10	475 90	684 48	(208 58)
80-First Niagara Financial Group	4/2/08	6/30/10	78 17	81 84	(3 67)
80-Frontier Communications	4/2/08	6/30/10	83 05	115 39	(32 34)

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Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Frontier Communications	4/18/08	6/30/10	279 37	372 59	(93 22)
80-Genl Dynamics	4/2/08	6/30/10	189 39	250 64	(61 25)
80-Genl Mills	4/27/09	6/30/10	112 07	148 80	(36 73)
80-Geo Group	4/2/08	6/30/10	127 07	166 14	(39 07)
80-Google	4/2/08	6/30/10	473 42	438 39	35 03
80-Intel Corp	4/2/08	6/30/10	422 65	438 27	(15 62)
80-Intercontinentalexchange Inc	4/27/09	6/30/10	589 34	421 90	167 44
80-Intercontinentalexchange Inc	6/23/09	6/30/10	235 73	226 72	9 01
80-Intl Busniess Machine	4/2/08	6/30/10	1,025 13	918 28	106 85
80-Johnson & Johnson	4/2/08	6/30/10	176 62	192 84	(16 22)
80-Kraft Foods	4/2/08	6/30/10	322 53	339 46	(16 93)
80-Lilly Eli & Company	4/2/08	6/30/10	270 97	403 84	(132 87)
80-Liz Claiborne	4/2/08	6/30/10	41 05	161 01	(119 96)
80-Liz Claiborne	10/23/08	6/30/10	187 02	407 54	(220 52)
80-Liz Claiborne	10/23/08	6/30/10	41 04	89 46	(48 42)
80-Lockheed Martin	4/2/08	6/30/10	233 52	300 43	(66 91)
80-Loews Corp	10/23/08	6/30/10	405 59	411 00	(5 41)
80-Loews Corp	10/23/08	6/30/10	506 99	513 75	(6 76)
80-Loews Corp	3/24/10	6/30/10	405 59	445 56	(39 97)
80-Marathon Oil	4/2/08	6/30/10	359 16	514 80	(155 64)
80-McDonalds	4/2/08	6/30/10	471 87	387 93	83 94
80-MDC Holdings	4/2/08	6/30/10	111 98	170 16	(58 18)
80-MDC Holdings	7/31/09	6/30/10	55 98	69 52	(13 54)
80-MDC Holdings	7/31/09	6/30/10	195 97	243 32	(47 35)
80-MDC Holdings	3/24/10	6/30/10	55 99	69 22	(13 23)
80-Medco Health Solutions	10/23/08	6/30/10	169 77	117 33	52 44
80-Microsoft	4/2/08	6/30/10	1,086 89	1,230 68	(143 79)
80-Molson Coors Brewing	4/2/08	6/30/10	216 74	267 05	(50 31)
80-Myriad Pharmaceuticals Inc	6/30/09	6/30/10	7 73	0 00	7 73
80-New York Community Bancorp	3/11/10	6/30/10	265 03	268 60	(3 57)
80-Nii Holdings	4/18/08	6/30/10	539 25	558 30	(19 05)
80-Nii Holdings	10/23/08	6/30/10	251 64	196 60	55 04
80-Nu Skin Enterprises	4/2/08	6/30/10	231 65	162 99	68 66
80-Oracle	4/2/08	6/30/10	385 58	330 99	54 59
80-Pfizer	4/2/08	6/30/10	731 02	1,026 06	(295 04)
80-Polo Ralph Lauren	4/2/08	6/30/10	617 26	463 12	154 14
80-Procter & Gamble	4/2/08	6/30/10	240 64	278 96	(38 32)
80-Procter & Gamble	4/2/08	6/30/10	902 41	1,046 10	(143 69)
80-SalesForce com	4/2/08	6/30/10	273 50	170 70	102 80
80-Schawk	4/2/08	6/30/10	49 07	47 55	1 52
80-Schlumberger Ltd Netherlands	4/2/08	6/30/10	172 64	257 97	(85 33)

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Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Southwest Airlines	7/2/08	6/30/10	162 13	186 57	(24 44)
80-Spectra Energy	1/22/09	6/30/10	125 04	89 04	36 00
80-Sunoco Inc	12/31/09	6/30/10	144 56	101 80	42 76
80-Supervalu	4/2/08	6/30/10	204 60	493 51	(288 91)
80-Target	4/2/08	6/30/10	302 81	299 76	3 05
80-Texas Instruments	4/2/08	6/30/10	698 64	826 79	(128 15)
80-Union Pacific	4/2/08	6/30/10	507 73	439 25	68 48
80-UNTD Nat Foods	4/2/08	6/30/10	278 82	168 84	109 98
80-UNTD Technologies	4/2/08	6/30/10	202 29	205 60	(3 31)
80-Valero Energy	1/22/09	6/30/10	93 60	121 10	(27 50)
80-Valero Energy	3/24/10	6/30/10	93 61	101 30	(7 69)
80-Valero Energy	3/24/10	6/30/10	93 60	101 30	(7 70)
80-Verizon Communications	4/2/08	6/30/10	313 95	396 08	(82 13)
80-Vulcan Materials	1/22/09	6/30/10	137 70	177 84	(40 14)
80-Vulcan Materials	3/24/10	6/30/10	275 41	290 94	(15 53)
80-Wal-Mart Stores	4/2/08	6/30/10	690 00	731 63	(41 63)
80-Wal-Mart Stores	4/2/08	6/30/10	985 72	1,045 18	(59 46)
80-Walt Disney	4/18/08	6/30/10	433 96	389 29	44 67
80-Waste MGMT	4/2/08	6/30/10	128 43	136 00	(7 57)
80-Wellpoint Inc	2/9/09	6/30/10	258 40	217 50	40 90
80-Wellpoint Inc	4/27/09	6/30/10	51 68	41 86	9 82
80-Wells Fargo & Company	4/2/08	6/30/10	27 37	132 99	(105 62)
80-Wells Fargo & Company	4/2/08	6/30/10	547 34	587 66	(40 32)
80-Windstream	4/18/08	6/30/10	66 55	71 09	(4 54)
80-World Fuel Services	4/2/08	6/30/10	75 86	42 76	33 10
80-Yum! Brands	4/18/08	6/30/10	122 52	113 79	8 73
80-Zale Corp	4/2/08	6/30/10	14 63	163 52	(148 89)
82-Allianz Fixed Income Series C	4/3/08	7/1/10	6,199 30	6,157 00	42 30
82-Allianz Fixed Income Series M	4/3/08	7/1/10	6,553 20	6,965 95	(412 75)
82-Allianz Fixed Income Series M	11/10/08	7/1/10	165 12	140 16	24 96
82-Allianz Fixed Income Series M	1/22/09	7/1/10	1,124 88	917 78	207 10
82-Allianz Fixed Income Series C	4/3/08	7/2/10	41,287 95	41,068 50	219 45
82-Allianz Fixed Income Series C	1/22/09	7/2/10	2,396 94	2,151 24	245 70
82-Allianz Fixed Income Series C	4/14/09	7/2/10	3,055 44	2,600 72	454 72
82-Allianz Fixed Income Series C	1/7/10	7/2/10	13 17	12 37	0 80
82-Allianz Fixed Income Series M	4/3/08	7/2/10	47,013 60	50,023 20	(3,009 60)
82-USTN 2 375% 10/31/14	4/16/10	7/2/10	4,126 86	4,039 77	87 09
82-USTN 0 8750% 2/29/12	3/4/10	7/2/10	5,025 39	5,007 12	18 27
82-USTN 0 8750% 2/29/12	3/22/10	7/2/10	8,040 63	7,988 87	51 76
82-USTN 1 000% 12/31/11	1/13/10	7/2/10	6,042 42	6,013 40	29 02
82-USTN 1 000% 12/31/11	1/15/10	7/2/10	2,014 14	2,003 95	10 19

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Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
82-USTN 1 375% 3/15/13	3/29/10	7/2/10	3,038 31	2,979 54	58 77
82-USTN 2 375% 04/15/11	3/26/09	7/2/10	18,969 27	18,543 80	425 47
82-USTN 3 000% 07/15/12	4/3/08	7/2/10	19,353 28	19,536 67	(183 39)
82-USTN 4 000% 2/15/15	9/10/09	7/2/10	2,206 87	2,151 36	55 51
82-USTN 4 000% 2/15/15	9/17/09	7/2/10	7,724 04	7,520 03	204 01
82-USTN 4 000% 2/15/15	10/30/09	7/2/10	1,103 44	1,081 70	21 74
82-USTN 4 000% 2/15/15	12/31/09	7/2/10	1,103 43	1,081 99	21 44
80-3M Company	4/2/08	7/6/10	555 45	547 50	7 95
80-3M Company	4/2/08	7/6/10	476 10	469 29	6 81
80-Abbott Labs	4/2/08	7/6/10	749 13	425 76	323 37
80-Abbott Labs	4/2/08	7/6/10	327 74	186 27	141 47
80-Acorda Therapeutics Inc	12/31/09	7/6/10	403 60	331 24	72 36
80-Adobe Systems	4/2/08	7/6/10	450 15	969 11	(518 96)
80-Advance Auto Parts	4/2/08	7/6/10	251 19	167 90	83 29
80-Advance Auto Parts	10/23/08	7/6/10	251 19	147 70	103 49
80-Aes Corp	4/2/08	7/6/10	452 85	803 06	(350 21)
80-Aetna	4/2/08	7/6/10	475 59	767 88	(292 29)
80-Aflac Inc	4/2/08	7/6/10	683 99	1,029 08	(345 09)
80-AH Belo	6/30/10	7/6/10	73 25	82 12	(8 87)
80-Airgas	4/2/08	7/6/10	435 95	318 78	117 17
80-Alcoa Inc	4/2/08	7/6/10	292 31	1,046 90	(754 59)
80-Allied Worlds Assurn Holdings	4/2/08	7/6/10	91 12	78 54	12 58
80-Allied Worlds Assurn Holdings	4/18/08	7/6/10	136 69	123 78	12 91
80-Alpha Natural Resources	4/2/08	7/6/10	101 97	148 92	(46 95)
80-Alpha Natural Resources	7/2/08	7/6/10	237 92	551 96	(314 04)
80-Amazon com	1/22/09	7/6/10	548 46	257 66	290 80
80-Amazon com	3/24/10	7/6/10	109 69	129 99	(20 30)
80-Amer Electric Power	4/2/08	7/6/10	323 89	411 39	(87 50)
80-Amer Express	4/2/08	7/6/10	955 18	1,040 52	(85 34)
80-American Financial Group	4/2/08	7/6/10	685 48	647 50	37 98
80-American Tower	4/18/08	7/6/10	89 05	77 62	11 43
80-American Tower	4/18/08	7/6/10	400 76	349 29	51 47
80-Americredit	4/2/08	7/6/10	145 86	81 84	64 02
80-Americredit	4/2/08	7/6/10	145 86	81 84	64 02
80-Americredit	3/24/10	7/6/10	36 47	46 92	(10 45)
80-Amerisourcebergen	4/2/08	7/6/10	350 14	226 10	124 04
80-Amgen	4/2/08	7/6/10	528 59	415 09	113 50
80-Amgen	4/2/08	7/6/10	422 87	332 07	90 80
80-Amn Healthcare Services	4/2/08	7/6/10	82 38	175 67	(93 29)
80-Amn Healthcare Services	3/24/10	7/6/10	7 49	9 15	(1 66)
80-Amn Healthcare Services	3/24/10	7/6/10	82 38	100 62	(18 24)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Amtrust Financial Services	4/2/08	7/6/10	132 07	172 37	(40 30)
80-Amtrust Financial Services	4/18/08	7/6/10	72 04	101 76	(29 72)
80-Amtrust Financial Services	4/18/08	7/6/10	12 00	16 96	(4 96)
80-Anadarko Petroleum	1/22/09	7/6/10	216 19	227 94	(11 75)
80-Anadarko Petroleum	1/22/09	7/6/10	252 23	265 93	(13 70)
80-Analog Devices	4/2/08	7/6/10	613 78	642 84	(29 06)
80-Annaly Capital Management	11/12/08	7/6/10	532 90	425 94	106 96
80-AnnTaylor Stores	4/2/08	7/6/10	130 31	183 52	(53 21)
80-AnnTaylor Stores	10/23/08	7/6/10	81 44	73 35	8 09
80-Aon Corp	4/2/08	7/6/10	185 99	198 74	(12 75)
80-Aon Corp	4/2/08	7/6/10	223 19	238 49	(15 30)
80-Apache	4/2/08	7/6/10	676 16	953 92	(277 76)
80-Apollo Group Inc	3/24/10	7/6/10	170 39	256 68	(86 29)
80-Apple	4/2/08	7/6/10	1,759 91	1,001 56	758 35
80-Apple	4/2/08	7/6/10	1,508 49	858 48	650 01
80-Applied Materials	1/22/09	7/6/10	144 74	121 77	22 97
80-Applied Materials	10/8/09	7/6/10	156 80	166 40	(9 60)
80-Applied Materials	10/8/09	7/6/10	144 74	153 60	(8 86)
80-Applied Materials	3/24/10	7/6/10	24 12	24 92	(0 80)
80-Arch Coal	4/2/08	7/6/10	458 00	1,020 97	(562 97)
80-Archer Daniels Midland	4/2/08	7/6/10	568 47	934 34	(365 87)
80-Ascent Media Corp	12/31/09	7/6/10	126 36	126 20	0 16
80-Ascent Media Corp	12/31/09	7/6/10	353 83	353 36	0 47
80-Ascent Media Corp	3/24/10	7/6/10	126 37	141 05	(14 68)
80-Ashfod Hospitality Trust Reits	6/23/09	7/6/10	666 30	204 28	462 02
80-Atlas Energy	4/2/08	7/6/10	27 17	39 38	(12 21)
80-Atlas Energy	7/2/08	7/6/10	516 22	859 18	(342 96)
80-Autodesk	4/2/08	7/6/10	342 46	445 34	(102 88)
80-Automatic Data Processing	1/22/09	7/6/10	201 55	197 25	4 30
80-Automatic Data Processing	3/24/10	7/6/10	241 87	267 00	(25 13)
80-Baldor Electric	4/2/08	7/6/10	108 72	83 37	25 35
80-Baldor Electric	3/11/10	7/6/10	289 94	272 32	17 62
80-Baldor Electric	3/24/10	7/6/10	253 70	241 64	12 06
80-Bank of America	4/2/08	7/6/10	258 84	685 31	(426 47)
80-Bank of America	4/2/08	7/6/10	373 89	989 89	(616 00)
80-Bank of America	4/2/08	7/6/10	445 79	1,180 26	(734 47)
80-Bank of America	4/2/08	7/6/10	704 64	2,340 81	(1,636 17)
80-Bank of America	10/23/08	7/6/10	373 89	624 98	(251 09)
80-Bank of America	11/12/08	7/6/10	258 85	360 98	(102 13)
80-Bank of New York Mellon	4/2/08	7/6/10	395 54	662 08	(266 54)
80-Baxter Intl	4/2/08	7/6/10	366 20	518 58	(152 38)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Baxter Intl	4/2/08	7/6/10	284 82	403 34	(118 52)
80-Beckman Coulter	4/2/08	7/6/10	362 07	390 84	(28 77)
80-Berkshire Hathaway	6/30/10	7/6/10	638 46	647 84	(9 38)
80-Biomed Realty Trust	4/2/08	7/6/10	113 39	164 99	(51 60)
80-Biomed Realty Trust	10/23/08	7/6/10	437 39	495 18	(57 79)
80-Biomed Realty Trust	6/23/09	7/6/10	80 99	50 15	30 84
80-Black Hills	4/2/08	7/6/10	543 27	667 85	(124 58)
80-Blackbaud	4/2/08	7/6/10	152 63	169 33	(16 70)
80-Blackbaud	3/24/10	7/6/10	43 60	51 18	(7 58)
80-Boeing	4/2/08	7/6/10	1,007 24	1,174 40	(167 16)
80-Bristol Myers Squibb	4/2/08	7/6/10	349 99	301 69	48 30
80-Bristol Myers Squibb	4/2/08	7/6/10	799 98	689 56	110 42
80-Broadcom Corp	4/27/09	7/6/10	99 18	68 15	31 03
80-Broadcom Corp	12/31/09	7/6/10	297 53	283 41	14 12
80-Broadcom Corp	12/31/09	7/6/10	99 17	94 47	4 70
80-Brunswick	4/2/08	7/6/10	212 55	274 89	(62 34)
80-Camden PPTY	4/18/08	7/6/10	205 38	253 70	(48 32)
80-Camden PPTY	10/23/08	7/6/10	246 45	204 00	42 45
80-Cameron Intl	4/2/08	7/6/10	391 93	503 04	(111 11)
80-Capital One Fincl	1/22/09	7/6/10	282 38	174 70	107 68
80-Capital One Fincl	3/24/10	7/6/10	403 41	398 80	4 61
80-Carnival Corp	4/18/08	7/6/10	212 59	274 95	(62 36)
80-Caseys Gen Store	4/2/08	7/6/10	175 29	112 05	63 24
80-Caseys Gen Store	4/2/08	7/6/10	105 18	67 23	37 95
80-Caseys Gen Store	7/2/08	7/6/10	140 23	95 84	44 39
80-Caseys Gen Store	7/2/08	7/6/10	105 18	71 88	33 30
80-Caseys Gen Store	7/31/09	7/6/10	175 29	136 91	38 38
80-Caterpillar	4/2/08	7/6/10	1,024 91	1,310 15	(285 24)
80-Celanese Corp	12/31/09	7/6/10	50 08	64 62	(14 54)
80-Celanese Corp	12/31/09	7/6/10	225 38	290 79	(65 41)
80-Celanese Corp	3/24/10	7/6/10	50 09	63 19	(13 10)
80-Celgene	10/23/08	7/6/10	559 78	613 55	(53 77)
80-Centl European Media Enterprises	11/12/08	7/6/10	139 36	168 14	(28 78)
80-Centl European Media Enterprises	11/12/08	7/6/10	19 90	24 02	(4 12)
80-Centurytel Inc	11/12/08	7/6/10	133 40	91 99	41 41
80-Centurytel Inc	11/12/08	7/6/10	166 75	114 99	51 76
80-Centurytel Inc	11/12/08	7/6/10	133 40	91 99	41 41
80-Centurytel Inc	11/12/08	7/6/10	33 34	23 00	10 34
80-Charles River Laboratories	4/2/08	7/6/10	376 41	644 05	(267 64)
80-Chevron	4/2/08	7/6/10	204 27	253 92	(49 65)
80-Chevron	4/2/08	7/6/10	1,974 63	2,454 56	(479 93)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Chubb Corp	3/24/10	7/6/10	250 69	257 80	(7 11)
80-Cinn Financial	4/18/08	7/6/10	129 69	185 10	(55 41)
80-Cinn Financial	3/11/10	7/6/10	207 51	226 64	(19 13)
80-Cinn Financial	3/24/10	7/6/10	25 94	29 30	(3 36)
80-Cisco Systems	4/2/08	7/6/10	705 25	795 96	(90 71)
80-Cisco Systems	4/2/08	7/6/10	1,068 57	1,206 00	(137 43)
80-CitiGroup	4/2/08	7/6/10	575 29	3,205 13	(2,629 84)
80-CitiGroup	4/2/08	7/6/10	26 31	146 64	(120 33)
80-CitiGroup	4/2/08	7/6/10	63 92	356 12	(292 20)
80-CitiGroup	1/22/09	7/6/10	413 60	413 49	0 11
80-CitiGroup	8/6/09	7/6/10	124 08	105 60	18 48
80-CitiGroup	10/8/09	7/6/10	26 32	32 13	(5 81)
80-CitiGroup	3/24/10	7/6/10	37 60	39 58	(1 98)
80-Clear Channel Outdoor	4/2/08	7/6/10	78 51	173 16	(94 65)
80-Clear Channel Outdoor	6/23/09	7/6/10	43 61	25 60	18 01
80-Clear Channel Outdoor	6/23/09	7/6/10	78 50	46 08	32 42
80-Clorox Co	3/24/10	7/6/10	560 78	578 88	(18 10)
80-Coach Inc	4/27/09	7/6/10	110 03	68 91	41 12
80-Coca Cola	4/2/08	7/6/10	652 87	796 63	(143 76)
80-Coca Cola	4/2/08	7/6/10	351 55	428 95	(77 40)
80-Coca Cola	4/18/08	7/6/10	652 87	795 20	(142 33)
80-Coca Cola	10/23/08	7/6/10	150 66	139 82	10 84
80-Cohu Inc	4/2/08	7/6/10	97 52	128 88	(31 36)

Form **8868** (Rev April 2008)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . . . ▶ ☑
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (*e-file*). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization	Employer identification number
File by the due date for filing your return See instructions	The Peggy and Jack Baskin Foundation	26 0617825
	Number, street, and room or suite no If a P O box, see instructions P.O. Box 350	
	City, town or post office, state, and ZIP code For a foreign address, see instructions Aptos, CA 95001	

Check type of return to be filed (file a separate application for each return)

☐ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☑ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ▶ CTAC

Telephone No. ▶ (440) 239-8900 FAX No ▶ (440) 239-8600

- If the organization does not have an office or place of business in the United States, check this box . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . ▶ ☐ If it is for part of the group, check this box . . ▶ ☐ and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15 , 20 11 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☑ calendar year 20 10 or

▶ ☐ tax year beginning ______, 20 ___, and ending ______, 20___

2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . ► ☑

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** You **must** file original and one copy.

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization **The Peggy and Jack Baskin Foundation**	Employer identification number **26 0677825**
	Number, street, and room or suite no If a P O box, see instructions **P.O. Box 350**	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions **Aptos, CA 95001**	

Check type of return to be filed (File a separate application for each return):

☐ Form 990 ☑ Form 990-PF ☐ Form 1041-A ☐ Form 6069
☐ Form 990-BL ☐ Form 990-T (sec 401(a) or 408(a) trust) ☐ Form 4720 ☐ Form 8870
☐ Form 990-EZ ☐ Form 990-T (trust other than above) ☐ Form 5227

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ► **CTAC**

Telephone No ► (**440**) **239-8900** FAX No. ► (**440**) **239-8600**

- If the organization does not have an office or place of business in the United States, check this box . . . . ► ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . ► ☐ If it is for part of the group, check this box. . . . ► ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **November 15**, 20**11**

5 For calendar year **2010**, or other tax year beginning ______, 20__, and ending ______, 20__

6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension
Additional time is needed to obtain pertinent data needed to complete the return.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ► Alexandra Nelson Title ► **Administrator** Date ► **August 11, 2011**