FED COPY

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: L & M WILLIAMS FAMILY FOUNDATION 080012214400

A Employer identification number: 26-2029619

Number and street (or P O box number if mail is not delivered to street address): P O BOX 3168 | Room/suite

B Telephone number (see page 10 of the instructions): (503) 275-4327

City or town, state, and ZIP code: PORTLAND, OR 97208

C If exemption application is pending, check here ▶ [ ]
D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

H Check type of organization [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 6,711,427.

J Accounting method. [X] Cash [ ] Accrual
[ ] Other (specify) ______
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

	Line	Description	(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)	NONE			
	2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	297,571.	297,571.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	501,686.			
	b	Gross sales price for all assets on line 6a 7,033,567.				
	7	Capital gain net income (from Part IV, line 2)		501,686.		
	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)	8,252.	8,252.		STMT 1
	12	**Total.** Add lines 1 through 11	807,509.	807,509.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	24,443.	21,999.		2,444.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule) STMT 2	810.	NONE	NONE	810.
	b	Accounting fees (attach schedule) STMT 3	1,500.	NONE	NONE	1,500.
	c	Other professional fees (attach schedule) STMT 4	12,481.			12,481.
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 5	3,809.			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 6	2,680.			2,680.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	45,723.	21,999.	NONE	19,915.
	25	Contributions, gifts, grants paid	2,755,600.			2,755,600.
	26	**Total expenses and disbursements** Add lines 24 and 25	2,801,323.	21,999.	NONE	2,775,515.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-1,993,814.			
	b	**Net investment income** (if negative, enter -0-)		785,510.		
	c	**Adjusted net income** (if negative, enter -0-)				

RECEIVED
SEP 06 2011
OGDEN, UT
IRS-OSC

SCANNED SEP 12 2011

14
5
3

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	454,394.	45,921.	45,921.
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 ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule) STMT 7	729,569.	154,230.	164,538.
b	Investments - corporate stock (attach schedule) STMT 8	4,094,496.	1,457,057.	1,827,990.
c	Investments - corporate bonds (attach schedule) STMT 26	1,085,815.	1,065,619.	1,109,283.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 28	1,775,767.	3,563,695.	3,563,695.
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)	8,140,041.	6,286,522.	6,711,427.
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds	8,140,041.	6,286,522.	
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)	8,140,041.	6,286,522.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	8,140,041.	6,286,522.	

(Side labels: Assets — lines 1–16; Liabilities — lines 17–23; Net Assets or Fund Balances — lines 24–31)

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	8,140,041.
2	Enter amount from Part I, line 27a	2	-1,993,814.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 29	3	148,656.
4	Add lines 1, 2, and 3	4	6,294,883.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 30	5	8,361.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,286,522.

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 PART IV DETAIL			
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	501,686.
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	941,858.	6,995,043.	0.13464649181
2008	254,600.	9,916,470.	0.02567445875
2007			
2006			
2005			

2	**Total** of line 1, column (d)	2	0.16032095056
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	0.08016047528
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	8,716,048.
5	Multiply line 4 by line 3	5	698,683.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,855.
7	Add lines 5 and 6	7	706,538.
8	Enter qualifying distributions from Part XII, line 4	8	2,775,515.

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 ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	7,855.
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	7,855.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	7,855.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 1,716.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 9,633.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	11,349.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	3,494.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 3,494. **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		X
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		X
	*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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On 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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ ______			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ US BANK Telephone no ▶ (503)275-4327

Located at ▶ 555 SW OAK, PORTLAND, OR ZIP + 4 ▶ 97204

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

		Line	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		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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 in 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** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 31		24,443.	-0-	-0-

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
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	2,798,265.
b	Average of monthly cash balances	1b	831,177.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	5,219,338.
d	**Total** (add lines 1a, b, and c)	1d	8,848,780.
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	NONE
3	Subtract line 2 from line 1d	3	8,848,780.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	132,732.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,716,048.
6	**Minimum investment return.** Enter 5% of line 5	6	435,802.

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	435,802.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	7,855.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,855.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	427,947.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	427,947.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	427,947.

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	2,775,515.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,775,515.
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	7,855.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,767,660.

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				427,947.
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			NONE	
b	Total for prior years 20 08 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2010:				
a	From 2005 NONE				
b	From 2006 NONE				
c	From 2007 409,998.				
d	From 2008 254,600.				
e	From 2009 594,990.				
f	**Total** of lines 3a through e	1,259,588.			
4	Qualifying distributions for 2010 from Part XII, line 4· ▶ $ 2,775,515.				
a	Applied to 2009, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2010 distributable amount				427,947.
e	Remaining amount distributed out of corpus	2,347,568.			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,607,156.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				NONE
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)	NONE			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	3,607,156.			
10	Analysis of line 9·				
a	Excess from 2006 NONE				
b	Excess from 2007 409,998.				
c	Excess from 2008 254,600.				
d	Excess from 2009 594,990.				
e	Excess from 2010 2,347,568.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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 (a) 2010	Prior 3 years (b) 2009	(c) 2008	(d) 2007	(e) Total
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 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

LARRY WILLIAMS

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.

N/A

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

Check here ▶ [X] 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 or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 40				
Total ▶ 3a				2,755,600.
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	297,571.	
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	501,686.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ACCRUED INCOME			14	6,421.	
c LP INTEREST & DIV			14	64.	
d CAPITAL ACTION			14	1,767.	
e					
12 Subtotal Add columns (b), (d), and (e)				807,509.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 807,509.

(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)
	NOT APPLICABLE

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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 LARRY WILLIAMS   Date 8-29-11   Title TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
BECKY NORLANDER	Becky A Norlander	08/19/2011		P01367638

Firm's name ▶ U S BANK   Firm's EIN ▶ 31-0841368

Firm's address ▶ P O BOX 3168 PORTLAND, OR 97208   Phone no 503-275-4327

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CAPITAL ACTION		1,767.	1,767.
LP INCOME		64.	64.
ACCRUED INCOME WELLS		6,421.	6,421.
	TOTALS	8,252.	8,252.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	810.			810.
TOTALS	810.	NONE	NONE	810.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,500.			1,500.
TOTALS	1,500.	NONE	NONE	1,500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
WELLS ADVISORY FEES	12,481.	12,481.
TOTALS	12,481.	12,481.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
FED EXCISE ESTIMATES	272.
WELLS LP TAXES	2,620.
FOREIGN TAXES	917.
TOTALS	3,809.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
LP EXPENSES	2,563.	2,563.
WIRE FEE	25.	25.
ADR FEE	92.	92.
TOTALS	2,680.	2,680.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FNMA M T N 3.250 2/10/10	49,816.		
FHLB 5.125 9/10/10	50,646.		
FHLMC M T N 5.125 7/15/12	50,737.		
FHLB 5.125 8/14/13	50,608.	50,608.	55,364.
FHLB 4.875 6/13/14	50,693.	50,693.	55,784.
FNMA M T N 5.250 9/15/16	50,665.		
FNMA M T N 5.375 6/12/17	50,950.		
US TREASURY 3.375% (9805)	141,470.		
US TREASURY 4.250% (9805)	125,919.		
FEDERAL NAT MTG 5.375% (9805)	58,568.		
US TREASURY BONDS 5.25% (9805)	49,497.		
FHLMC 3.625 10/18/13		52,929.	53,390.
TOTALS	729,569.	154,230.	164,538.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
AFLAC INC	10,551.		
ALLERGAN INC	11,346.	4,290.	5,219.
AMERICAN EXPRESS CO	9,539.		
AMERICAN TOWER CORP	5,047.	8,525.	9,915.
AMGEN INC	10,009.		
APACHE CORP	11,249.	1,891.	2,265.
APPLE INC	2,516.	9,462.	13,870.
B M C SOFTWARE INC	2,964.	2,964.	4,243.
BANK OF AMERICA CORP	9,612.		
BRISTOL-MYERS SQUIBB CO	9,858.	4,446.	5,852.
C V S/CAREMARK CORP	10,650.		
CENTRAL EUROPEAN DISTRIBUTION	1,386.	1,386.	1,374.
CISCO SYS INC	2,407.		
CLIFFS NATURAL RESOURCES INC	4,589.	2,118.	4,681.
DOLLAR TREE INC	9,955.	1,261.	2,355.
E BAY INC	10,990.		
EMERSON ELEC CO	9,987.		
EXCELON CORPORATION	9,658.		
EXXON MOBIL CORP	9,679.	6,227.	6,727.
FASTENAL CO	864.		
FREEPORT MCMORAN COPPER	10,996.	10,250.	12,369.
GENERAL MILLS INC	11,645.	1,929.	1,993.
GOLDMAN SACHS GROUP INC	8,946.	8,480.	9,921.
GOOGLE INC CL A	2,428.		
HASBRO INC	11,409.		
HEWLETT PACKARD CO	2,411.		
HOME DEPOR INC	9,704.		
I T T CORPORATION	9,918.		
INTEL CORP	4,951.	2,450.	3,386.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
INTERNATIONAL BUSINESS MACHINE	6,276.		
J P MORGAN CHASE & CO	9,651.	9,651.	11,411.
MEDCO HEALTH SOLUTIONS INC	3,547.	3,547.	4,718.
MICROSOFT CORP	11,024.		
OCCIDENTAL PETROLEUM CORP	9,726.	3,731.	5,494.
OCEANEERING INTERNATIONAL INC	11,494.		
ORACLE CORPORATION	4,652.		
PACKAGING CORP AMERICA	10,450.		
PANERA BREAD COMPANY CL A	11,568.		
PFIZER INC	9,720.		
PRAXAIR INC	2,295.		
PRICELINE COM INC	1,889.		
QUALCOMM INC	5,933.		
ROCKWELL COLLINS INC	2,228.		
SCHWAB CHARLES CORP	2,968.		
TERADATA CORP DEL	10,017.	3,357.	5,186.
TEXAS INSTRUMENTS INC	10,618.		
UNITED TECHNOLOGIES CORP	5,495.	8,697.	10,470.
VISA INC CLASS A SHRS	3,517.		
WERNER ENTERPRISES INC	8,943.		
WILLIAMS COS INC	9,854.		
WINDSTREAM CORP	9,771.	2,270.	3,931.
X T O ENERGY INC	2,261.		
ACCENTURE PLC	4,531.		
ACE LTD	9,900.	3,797.	5,229.
AEGON N V NY REG SHR	3,297.		
AGRIUM INC	1,763.		
ASTRAZENECA PLC SPSD A D R	2,318.		
ATLAS COPCO AB ADR CL B	2,436.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BOC HONG KONG HLDGS LTD ADR	11,836.	1,170.	1,711.
BANCO SANTANDER CENT HISPANO A	3,573.		
ABB LTD ADR	1,139.	8,482.	10,394.
BRITISH AMERN TOB PLC	3,501.		
CARNIVAL CORP	9,386.		
CENTRAL EUROPEAN MEDIA ENT A	2,387.		
DBS GROUP HLDGS LTD	9,813.		
DESARROLLADORA HOMEX ADR	2,358.		
DIAGO PLC SPONSORED ADR	2,615.		
FOMENT ECONOMICO MEX SP ADR	3,949.		
FOSTERS GROUP LIMITED ADR	2,412.		
FRANCE TELECOM SPSD ADR	1,860.		
FUJIFILM HOLDINGS ADR	3,972.	2,077.	2,895.
GLAXO SMITHKLINE PLC ADR	514.		
HONDA MFR LTD	4,517.		
HONGKONG ELEC HLDGS LTD	4,271.	4,271.	4,494.
INTESA SANPAOLO ADR	10,774.		
KEPPEL CORP LTD SPONS ADR	8,588.	8,421.	11,843.
KONINKLIJE (ROYAL) KPN NV SP A	4,016.		
MITSUBISHI UFJ FINL GRP ADR	2,873.		
MITSUI & CO LTD SPSD ADR	2,624.	477.	655.
NATIONAL GRID PLC SP ADR	838.		
NESTLE SA SPONSORED ADR	3,984.		
NOVARTIS AG ADR	2,766.	3,996.	3,950.
PETROLEO BRSILEIRO SA PETROBRA	3,453.		
ROCHE HLDG LTD	2,431.	2,431.	1,979.
RWE AG SPONSORED ADR	11,028.		
SANOFI AVENTIS ADR	1,771.		
STATOIL ASA ADR	2,455.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
STERLITE INDS INDIA ADS	10,919.		
TELEFONICA SA SPON ADR	2,071.		
TENARIS SA ADR	11,133.		
TEVA PHARMACEUTICAL INDS LTD A	2,527.		
TOKIO MARINE HOLDINGS ADR	2,457.		
TOTAL SA ADR	5,604.		
TOYOTA MTR CORP ADR	3,630.		
TURKCELL ILETISIM HIZMET ADR	3,449.		
UNILEVER PLC SPSD ADR	1,345.		
AMERICAN CENTY NEW OPP FD II	30,813.		
AMERICAN CENTY VISTA FUND INST	86,926.		
AMERICAN EUROPACIFIC GRTH F2	35,787.	42,468.	50,172.
AMERICAN GRW FD OF AMER F2	92,027.	117,970.	147,576.
EATON VANCE LARGE CAP VALUE I	85,767.	92,660.	121,291.
FAM MID CAPITAL INDEX FUND CL	83,140.	34,061.	52,229.
ISHARES MSCI EMERGING MKTS ETF	87,437.	46,666.	64,126.
NEUBERGER BERMAN GENESIS INSTL	64,765.	30,285.	43,401.
PIONEER FUND CL Y	87,877.	93,066.	122,929.
ROWE T PRICE MID-CAP VALUE FD	79,354.	45,269.	64,580.
SCOUT INTERNATIONAL FUND	78,339.	87,547.	116,770.
SPDR GOLD TRUST	11,661.	9,586.	10,404.
SPDR TRUST SERIES 1	257,611.		
T ROWE PRICE INTL GR&INC FD	35,084.	47,205.	56,910.
T ROWE PRICE SM CAP VAL	30,275.	6,605.	9,538.
TEMPLETON INSTL EMERGING MKT	163,438.	93,826.	134,887.
ABB LTD -SPONS ADR (6367)	3,297.		
ASML HOLDING NV-NY (6367)	3,378.		
ASTRAZENECA PLC (6367)	3,830.		
ATLAS COCOP AB (6367)	4,342.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BASF SE SPONSORED ADR (6367)	5,888.		
BAYER AG SPONSORED ADR (6367)	5,716.		
BHP BILLITON LTD (6367)	8,478.		
BIOVAIL CORP (6367)	4,848.		
BOMBARDIER INC CL B (6367)	5,616.		
BP PLC SPONS ADR (6367)	6,384.		
BRITISH AMERN TOB PLC (6367)	7,779.		
CANADIAN NATL RY CO (6367)	7,781.		
CHECK POINT SOFTWARE (6367)	3,151.		
CHUNGHWA TELECOM LTD (6367)	4,787.		
DAIMLER AG (6367)	6,731.		
DENSO CORPORATION (6367)	5,261.		
E HOUSE CHINA HLDGS (6367)	4,625.		
GAFISA SA ADR (6367)	4,641.		
GOLDCORP INC (6367)	6,708.		
HONDA MOTOR LTD NEW (6367)	3,755.		
IND & COMM BK OF UNS (6367)	5,849.		
INFOSYS TECHNOLOGIES (6367)	4,945.		
ITAU UNIBANCO HLDG (6367)	5,038.		
KONINKLIJKE PHILIPS (6367)	5,519.		
MAKITA CORPORATION (6367)	5,708.		
MITSUBISHI CORP ADR (6367)	5,913.		
NESTLE S A REG ADR (6367)	12,082.		
NET SERVICOS DE COM (6367)	4,065.		
NOVARTIS AG (6367)	12,539.		
PERFECT WORLD CO LTD (6367)	5,059.		
PETROLEO BRASILEIRO SA (6367)	3,568.		
PHILIPPINE LONG DIST (6367)	4,725.		
PURDENTIAL PLC SPON (6367)	3,967.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
RIO TINTO PLC (6367)	2,391.		
ROYAL BK CDA MONTREAL (6367)	4,185.		
SHIRE PLC (6367)	5,571.		
STERLITE INDUSTRIES (6367)	4,562.		
SUN JUNG KAI PPTYS LTD (6367)	5,351.		
TAIWAN SEMICONDUCTOR (6367)	3,067.		
TECHNIP SA ADR (6367)	4,211.		
TELEFONICA S A (6367)	5,139.		
TESCO PLC SPON ADR (6367)	6,258.		
TEVA PHARMACEUTICAL (6367)	4,550.		
THOMPSON CREEK METALS (6367)	4,200.		
TOTAL S.A. SPONS ADR (6367)	6,882.		
TRINA SOLAR LTD SPON (6367)	4,961.		
UNILEVER N V ADR (6367)	8,168.		
VIMPEL COMMUNICATIONS (6367)	4,900.		
XSTRATA PLC ADR (6367)	6,021.		
XYRATEX LTD (6367)	4,622.		
ABBOTT LABORATORIES (0769)	9,810.		
ACCENTURE PLC IRELAND (0769)	4,584.		
ADOBE SYSTEMS INC (0769)	9,703.		
ALLERGAN INC (0769)	5,469.		
AMAZON COM INC (0769)	5,577.		
AMERICAN EXPRESS CO (0769)	5,023.		
AMGEN INC (0769)	5,635.		
ANALOG DEVICES INC (0769)	5,247.		
APPLE INC (0769)	15,312.		
BAXTER INTERNATIONAL (0769)	6,812.		
BECTON DICKINSON & CO (0769)	4,808.		
BEST BUY CO INC (0769)	5,062.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BROADCOM CORP (0769)	2,714.		
CANCAIAN NATURAL RES (0769)	8,387.		
CATERPILLAR INC (0769)	5,100.		
CISCO SYSTEMS INC (0769)	12,675.		
CITRIX SYSTEM INC (0769)	7,180.		
CORNING INC (0769)	5,899.		
CUMMINS INC (0769)	5,647.		
DANAHER CORP (0769)	5,921.		
DIRECTV CLASS A (0769)	8,122.		
E M C CORP MASS (0769)	8,492.		
EBAY INC (0769)	8,671.		
EMERSON ELECTRIC CO (0769)	4,986.		
FREEPORT MCMORAN COPPER (0769)	9,077.		
GILEAD SCIENCES INC (0769)	4,379.		
GOOGLE INC CL A (0769)	20,674.		
HEWLETT PACKARD CO (0769)	13,501.		
INTEL CORP (0769)	7,374.		
IBM CORP (0769)	12,302.		
JOHNSON & JOHNSON (0769)	9,642.		
JOHNSON CONTROLS INC (0769)	5,103.		
JOY GOLBAL INC (0769)	5,496.		
JPMORGAN CHASE & CO (0769)	5,341.		
LOWES COMPANIES INC (0769)	6,264.		
MEAD JOHNSON NUTRITION (0769)	2,971.		
MICROSOFT CORP (0769)	23,627.		
NATIONAL OILWELL VARCO (0769)	10,145.		
OCCIDENTAL PETE CORP (0769)	7,453.		
ORACLE CORPORATION (0769)	7,428.		
PARKER HANNIFIN CORP (0769)	5,419.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PEPSICO INCORPORATED (0769)	11,662.		
PETROLEO BRASILEIRO (0769)	4,116.		
PHILIP MORRIS INTL (0769)	8,791.		
POTASH CORP OF SASKAT (0769)	6,306.		
PRAXAIR INC (0769)	4,226.		
PROCTER & GAMBLE CO (0769)	15,241.		
RANGE RESOURCES CORP (0769)	7,117.		
RAYTHEON COMPANY (0769)	5,773.		
SOUTHWESTERN ENERGY CO (0769)	5,951.		
ST JUDE MEDICAL INC (0769)	8,517.		
STAPLES INC (0769)	5,447.		
TARGET CORP (0769)	6,906.		
TEVA PHARMACEUTICAL (0769)	4,840.		
TIME WARNER INC NEW (0769)	5,286.		
UNION PACIFIC CORP (0769)	7,059.		
UNITED PARCEL SERVICE (0769)	5,402.		
UNITED TECHNOLOGIES (0769)	11,064.		
UNITED HEALTH GROUP (0769)	5,956.		
VISA INC CLASS A (0769)	5,587.		
WAL MART STORES INC (0769)	6,912.		
WYNN RESORTS LTD (0769)	5,414.		
YAHOO INC (0769)	9,329.		
3M CO (0769)	7,257.		
BRANDES SEP MAN ACT (9805)	517,101.		
ABB LTD SPONS ADR (1092)	2,617.		
ABERCROMBIE & FITCH CO (1092)	2,952.		
AGRIUM INC (1092)	1,766.		
AKAMAI TECH INC (1092)	3,003.	8,624.	8,892.
ALEXION PHARMACEUTICALS (1092)	2,555.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ALTERA CORPORATION (1092)	6,637.		
AMAZON COM INC (1092)	7,789.		
AMERICA MOVIL SAB (1092)	7,460.		
AMPHENOL CORP NEW (1092)	5,008.		
ANGLO AMERICAN PLC ADR (1092)	3,204.		
ANSYS INC (1092)	3,977.		
APACHE CORP COMMON (1092)	6,252.		
APPLE INC (1092)	7,367.		
ATWOOD OCEANICS INC (1092)	2,962.		
AVON PRODUCTS (1092)	1,937.		
BAIDU INC ADR (1092)	2,457.		
BARRICK GOLD CORP (1092)	2,521.		
BLACKROCK INC (1092)	4,376.		
BROADCOM CORP (1092)	2,425.		
BUCYRUS INTERNATIONAL (1092)	5,938.		
CAMERON INTERNATINL CRP (1092)	4,967.		
CELGENE CORP (1092)	2,853.		
CISCO SYSTEMS INC (1092)	9,242.		
CME GROUP INC (1092)	3,100.		
COACH INC (1092)	3,987.	8,512.	12,666.
COGNIZANT TECHNOLOGY (1092)	3,937.		
CUMMINS INC (1092)	2,910.		
DEVON ENERGY CORP NEW (1092)	5,407.		
DOLBY LABORATORIES INC (1092)	2,024.		
EBAY INC (1092)	8,707.		
ENSCO INTL LTD (1092)	4,156.		
EXPEDIA INC (1092)	2,837.		
FIRST SOLAR INC (1092)	4,325.		
FLIR SYSTEMS INC (1092)	2,330.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FRANKLIN RESOURCES INC (1092)	2,604.		
FTI CONSULTING INC (1092)	4,447.		
GAMESTOP SORP CLASS A (1092)	7,415.		
GEN PROBE INC (1092)	4,187.		
GOLDMAN SACHS GROUP INC (1092)	2,836.		
GOOGLE INC CL A (1092)	15,174.		
GRAFTECH INTERNATIONAL (1092)	3,372.		
GUESS INC (1092)	3,640.		
HALLIBURTON COMPANY (1092)	5,579.		
HONEYWELL INTERNATIONAL (1092)	7,259.		
INTERCONTINENTALEXCHANG (1092)	1,921.		
INTUITIVE SURGICAL INC (1092)	4,543.		
ITT CORP (1092)	2,757.		
JABIL CIRCUIT INC (1092)	2,941.		
JUNIPER NETWORK INC (1092)	2,372.		
LINEAR TECHNOLOGY CORP (1092)	3,835.		
LKQ CORP (1092)	2,042.		
MARVEL TECHNOLOGY GRP (1092)	3,008.		
MERCADOLIBRE INC (1092)	2,912.		
MINDRAY MEDICAL INTL (1092)	2,895.		
NATIONAL OILWELL VARCO (1092)	7,098.		
NETAPP INC (1092)	3,824.		
NEW ORIENTAL EDUCATION (1092)	2,646.		
NOBLE CORP BAAR (1092)	8,868.		
NOBLE ENERGY INC (1092)	1,908.		
NUANCE COMMUNICATIONS (1092)	4,841.		
NUCOR CORP (1092)	2,322.		
NVIDIA CORP (1092)	2,865.		
ORACLE CORPORATION (1092)	3,984.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PARKER HANNIFIN CORP (1092)	3,375.		
PERFECT WORLD CO LTD (1092)	2,866.		
PERKINELMER INC (1092)	2,447.		
PRICELINE COM INC (1092)	3,099.		
PRIDE INTL INC (1092)	3,100.		
RESEARCH IN MOTION LTD (1092)	4,075.		
SCHLUMBERGER LTD (1092)	4,066.		
SEAGATE TECHNOLOGY (1092)	2,600.		
STARBUCKS CORP (1092)	3,294.		
STERLITE INDUSTRIES (1092)	2,530.		
SUNCOR ENERGY INC NEW (1092)	3,188.		
SUNPOWER CORP CL A (1092)	6,704.		
T ROWE PRICE GROUP INC (1092)	6,125.		
TRANSOCEAN LTD (1092)	6,667.		
TRIMBLE NAVIGATION LTD (1092)	5,430.		
UNITED TECHNOLOGIES (1092)	5,847.		
VARIAN MEDICAL SYSTEMS (1092)	1,700.		
WATERS CORPORATION (1092)	4,301.		
3M CO (1092)	4,271.		
ADECCO SA REG UNSPON (7542)	3,030.		
AEON COMPANY LTD (7542)	1,836.		
AKTIEBOLAGET ELECTROLUX (7542)	1,507.		
ALLIANZ SE ADR (7542)	10,194.		
AMCOR LTD (7542)	1,112.		
ASTRAZENECA PLC (7542)	3,696.		
AU OPTRONICS CORP (7542)	1,354.		
AUSTRALIA & NEW ZEALAND (7542)	1,325.		
BANCO BRADESCO SA (7542)	2,033.		
BANCO SANTANDER CENT ((7542)	4,034.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BARCLAYS PLC ADR (7542)	6,874.		
BASF SE SPONSORED ADR (7542)	3,309.		
BAYER AG SPONSORED ADR (7542)	2,345.		
BAYERISCHE MOTOREN WERK (7542)	2,726.		
BHP BILLITON PLC ADR (7542)	808.		
BNP PARIBAS ADR (7542)	8,128.		
BP PLC SPONS ADR (7542)	4,735.		
BT GROUP PLC ADR (7542)	1,429.		
CELESIO AG UNSPON ADR (7542)	694.		
CREDIT AGRICOLE SA UNSP (7542)	2,060.		
DANSKE BANK A/S (7542)	3,688.		
DEUTSCHE BANK AG (7542)	2,405.		
DEUTSCHE POST AG (7542)	2,247.		
DEUTSCHE TELEKOM AG (7542)	3,668.		
E.ON AG SPON ADR (7542)	5,223.		
EAST JAPAN RAILWAY CO (7542)	2,297.		
EDF UNSPON (7542)	2,602.		
ENEL SOCIETA PER AZIONI	3,781.		
ENI S P A (7542)	3,727.		
ERICSSON LM TEL SP ADR (7542)	1,492.		
ESPRIT HLDGS LTD (7542)	1,839.		
FRANCE TELECOM SPON (7542)	4,573.		
GAZPROM O A O (7542)	1,232.		
GLAXOSMITHKLINE PLC ADR (7542)	6,072.		
ISRAEL CHEMICALS UNSPON (7542)	1,258.		
JSC MMC MORILSK NICKEL (7542)	3,625.		
KB FINANCIAL GROUP INC (7542)	4,447.		
KONINKLIJKE AHOLD ADR (7542)	4,260.		
KONINKLIJKE DSM NV ADR (7542)	1,307.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
LENOVO GROUP LTD ADR (7542)	896.		
LUKOIL OIL CO (7542)	4,727.		
MACQUARIE GROUP LTD (7542)	1,180.		
MARKS & SPENCER PLC ADR (7542)	1,860.		
MITSUBISHI CORP ADR (7542)	826.		
MITSUI & CO LTD ADR (7542)	2,300.		
MUENCHENER RUECKVERS (7542)	4,238.		
NATIONAL AUSTRALIA BANK (7542)	2,121.		
NEW WORLD DEV LTD (7542)	1,733.		
NEXEN INC (7542)	2,608.		
NIPPON TELEGRAPH & TELE (7542)	5,326.		
NISSAN MTR LTD SPONS (7542)	5,003.		
NOKIA CORP SPONSORED (7542)	6,198.		
NOVARTIS AG (7542)	4,810.		
OLD MUTUAL PLC ADR (7542)	1,263.		
ORIX CORP (7542)	3,253.		
RIO TINTO PLC (7542)	1,215.		
ROLLS ROYCE GROUP S A (7542)	2,642.		
ROYAL DUTCH SHELL PLC (7542)	10,059.		
RWE AKTIENGESELLSCHAFT (7542)	3,134.		
SANOFI AVENTIS ADR (7542)	6,037.		
SHARP CORP ADR (7542)	4,377.		
SILICONWARE PRECISION (7542)	1,109.		
SOCIETE GENERALE (7542)	10,647.		
SONY CORP ADR NEW (7542)	2,764.		
STANDARD BANK GROUP (7542)	2,487.		
STATOIL ASA (7542)	5,200.		
SUMITOMO MITSUI FINL (7542)	8,338.		
SUNCOR ENERGY INC NEW (7542)	3,501.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TELECOM CO NEW ZEALAND (7542)	1,053.		
TELECOM ITALIA SPA (7542)	3,313.		
TELEFONICA SA (7542)	2,306.		
TELSTRA CORPORATION (7542)	1,045.		
TELUS CORP (7542)	1,297.		
UNITED MICROELECTRONICS (7542)	2,445.		
VIVENDI UNSPON ADR (7542)	4,647.		
VADAFONE GROUP PLC (7542)	8,373.		
VOLVO AKTIEBOLAGET ADR (7542)	1,263.		
WOLSELEY PLC ADS (7542)	2,952.		
WPP PLC ADR (7542)	3,132.		
XSTRATA PLC ADR (7542)	2,299.		
YUE YUEN INDUSTRIAL ADR (7542)	945.		
AEROPOSTALE INC (7199)	3,539.		
AIRGAS INC (7199)	3,759.		
AMETEK INC NEW (7199)	5,888.		
AMPHENOL CORP NEW (7199)	6,522.		
ANSYS INC (7199)	3,076.		
BIO RAD LABS INC CL A (7199)	2,801.		
BRIGGS & STRATTON CORP (7199)	7,632.		
BROADRIDGE FINANCIAL (7199)	2,919.		
COMTECH TELECOMMUNICATN (7199)	5,362.		
CROWN HOLDINGS INC (7199)	9,089.		
DISCOVERY COMMUNICATION (7199)	7,696.		
DOLBY LABORATORIES INC (7199)	4,400.		
DREAMWORKS ANIMATION (7199)	3,988.		
ENSTAR GROUP LTD (7199)	3,247.		
EXCO RESOURCES INC (7199)	3,273.		
FIRST HORIZON NATIONAL (7199)	3,508.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FISERV INC (7199)	7,817.		
FLIR SYSTEMS INC (7199)	3,067.		
FLOWERS FOODS INC (7199)	8,198.		
FOSTER WHEELER AG (7199)	5,278.		
FTI CONSULTING INC (7199)	2,935.		
GRUPO TELEVISA SA (7199)	5,339.		
HANOVER INSURANCE GROUP (7199)	3,105.		
HEWITT ASSOCIATES INC (7199)	6,744.		
IDEXX LABORATORIES INC (7199)	4,152.		
IHS INC CL A (7199)	8,159.		
INTERCONTINENTALEXCHANG (7199)	7,063.		
INTERVAL LEISURE GROUP (7199)	3,884.		
JOHN WILEY & SONS INC (7199)	3,764.		
LABORATORY CORP OF AMER (7199)	2,977.		
LEUCADIA NATIONAL (7199)	730.		
LORILLARD INC (7199)	3,841.		
MARVELL TECHNOLOGY GRP (7199)	3,253.		
MCKESSON CORPORATION (7199)	3,340.		
MERIDIAN BIOSCIENCE INC (7199)	2,672.		
MONOTYPE IMAGING HLDGS (7199)	6,180.		
NALCO HOLDING CO (7199)	5,234.		
NASDAQ OMX GROUP (7199)	3,433.		
NEUTRAL TANDEM INC (7199)	3,459.		
NOBLE CORP BAAR (7199)	3,144.		
NOBLE ENERGY INC (7199)	3,641.		
NORTHERN TRUST CORP (7199)	5,476.		
OCEANEERING INTL INC (7199)	3,474.		
PENSKE AUTO GROUP INC (7199)	3,562.		
PHASE FORWARD INC (7199)	5,057.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PROASSURANCE CORP (7199)	2,929.		
RAYONIER INC (7199)	2,922.		
REINSURANCE GROUP OF AM (7199)	9,236.		
ROCHESTER MEDICAL CORP (7199)	2,505.		
ROCK TENN CO (7199)	6,631.		
ROPER INDS INC NEW (7199)	5,986.		
ROVI CORP (7199)	5,168.		
RUDDICK CORP (7199)	2,709.		
SEI INVESTMENTS CO (7199)	3,177.		
SOLERA HOLDINGS INC (7199)	3,189.		
SOLUTIA INC (7199)	6,134.		
STEEL DYNAMICS INC (7199)	7,306.		
STERICYCLE INC (7199)	3,549.		
SYBASE INC (7199)	3,344.		
SYNOPSYS CORP (7199)	2,918.		
TECHNE CORP (7199)	2,634.		
TELEDYNE TECHNOLOGIES (7199)	2,865.		
V F CORPORATION (7199)	4,073.		
VALSPAR CORPORATION (7199)	2,813.		
WASHINGTON FED INC (7199)	2,745.		
WASTE CONNECTIONS INC (7199)	3,989.		
WEATHRFORD INTERNTIONAL (7199)	7,174.		
WHITING PETROLEUM CORP (7199)	3,194.		
WOLVERINE WORLD WIDE (7199)	5,724.		
AENITH NATIONAL INS (7199)	6,396.		
ANALOG DEVICES INC		8,671.	11,263.
AUTOMATIC DATA PROCESSING		9,309.	9,719.
BEST BUY CO INC		8,643.	9,155.
BRUNSWICK CORP		10,282.	11,600.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CATERPILLAR INC		8,693.	12,550.
CITIGROUP INC		8,493.	10,018.
COCA COLA COMPANY		9,384.	11,247.
DIRECT CL A		8,436.	8,944.
DISNEY WALT CO		10,022.	10,578.
DR PEPPER SNAPPLE GROUP		9,936.	9,880.
EATON CORP		8,756.	12,587.
FORD MOTOR CO		10,332.	10,326.
INTERNATIONAL PAPER CO		8,638.	11,631.
KEYCORP NEW		1,629.	2,133.
NATIONAL OILWELL VARCO INC		9,989.	11,769.
PGE CORP		10,364.	10,525.
PARKER HANNIFIN CORP		8,757.	12,600.
PFIZER INC		9,720.	11,346.
STARBUCKS CORP		9,790.	10,474.
TARGET CORPORATION		8,749.	10,102.
TEXTRON INC		9,390.	10,803.
UNITED HEALTH GROUP		9,935.	10,075.
WHITING PETROLEUM CORP		8,708.	12,071.
WILLIAMS SONONMA INC		7,106.	7,673.
B N P PARIBAS S A A D R		8,980.	9,138.
CHECKPOINT SOFTWARE TECH LTD		9,832.	11,750.
HONDA MOTOR CO LTD A D R		196.	277.
SCHLUMBERGER LTD		8,410.	12,191.
SWISS REINSURANCE CO SPSD ADR		3,916.	4,298.
AMERICAN CENTY SMALL CP GROWTH		7,094.	11,267.
FAM MID CAP GRWTH OPP FD		63,324.	81,608.
SPDR S & P 500 ETF TRUST		235,709.	253,135.
ZURICH FINANCIAL SVCS ADR		9,460.	10,356.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TOTALS	4,094,496.	1,457,057.	1,827,990.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
JOHN DEERE CAP CORP MTN TRANCH	50,454.		
HSBC FINANCE CORP 5.250	50,189.		
BANK ONE CORP SUB NTS 5.900	51,011.		
GENERAL ELEC CAP CORP MTN TRAN	51,447.		
GOLDMAN SACHS 5.700 9/1/12	50,678.		
AMERICAN EXPR BK FSB C D 5.500	49,433.		
ABBOTT LABORATORIES 5.875	51,029.		
DEUTSCHE BK AG 5.000 10/12/10	50,926.		
FAM INTERMEDIATE TERM BD FD	175,000.	133,019.	131,218.
FAM US GOVT MORTGAGE FD	175,000.		
FAM HIGH INCOME BOND FD	72,071.		
CREDIT SUISSE COMM RET ST CO	101,430.	84,422.	94,081.
WELLS FARGO & CO 3.000% (9805)	52,456.		
GOLDMAN SACHS 3.250% (9805)	52,783.		
GMAC LLC 2.200% (9805)	51,908.		
JP MORGAN CHASE CO 4/13/11		10,000.	9,997.
JP MORGAN CHASE CO 10/11/11		50,000.	51,550.
JPMORGAN CO GLOBAL MT 10/11/11		25,000.	26,640.
JPMORGAN CO GLOBAL MT 11/10/11		50,000.	54,130.
ROYAL BANK OF CAN 4/12/11		50,000.	54,055.
ROYAL BANK OF CAN 4/12/12		40,000.	40,288.
BNP 24 MO SPX 10/17/12		100,000.	103,620.
JPMORGAN CHASE 6/9/15		200,000.	214,780.
ROYAL BANK OF CAN 4/12/11		25,000.	25,320.
BARCLAYS BANK1/12/12		50,000.	55,825.
BARCLAYS BANK 2/8/12		24,000.	26,443.
BARCLAYS BANK 4/11/12		25,000.	26,160.
BARCLAYS BANK 10/12/12		40,000.	41,200.
BARCLAYS BANK 4/10/13		40,000.	41,260.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BARCLAYS BANK 2/6/15		12,000.	11,359.
BARCLAYS BANK 4/10/15		82,178.	75,912.
BARCLAYS BANK 4/10/15		25,000.	25,445.
TOTALS	1,085,815.	1,065,619.	1,109,283.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
LAZARD LTD (7199)	C	3,404.		
D.R. EL DORADO LLC	C	1,772,363.	1,785,903.	1,785,903.
JACKSON LIFE INS ANNUITY	C		1,777,792.	1,777,792.
TOTALS		1,775,767.	3,563,695.	3,563,695.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
2009 REFUND	1,114.
REC'D VS REP'T WELLS FARGO PY	3,211.
REC'D VS REP'T SECURITIES PY	9,859.
ADJ FOR REVERSIBLE CONV SECURITIES	2,334.
RETURNED SCHOLARSHIP	6,705.
SURRENDER CHARGE ANNUITY	120,000.
REC'D VS REPT WELLS	5,433.
TOTAL	148,656.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
REC'D VS REP'T SECURITIES	1,720.
ADJ FOR PROCEEDS ON SALE RBC SECURITY	572.
ADJ FOR LP	5,857.
ACCRUED INTEREST PAID	29.
REC'D VS REPT	183.
TOTAL	8,361.

STATEMENT 30

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
LARRY WILLIAMS
ADDRESS:
PO BOX 8126
BOISE, ID 83707
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
US BANK
ADDRESS:
PO BOX 3168
PORTLAND, OR 97208
TITLE:
AGENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 24,443.

TOTAL COMPENSATION: 24,443.

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	1,153,905.	266,306.	4,735,174.
FEBRUARY	1,148,985.	258,501.	4,800,454.
MARCH	3,047,583.	851,032.	6,930,971.
APRIL	2,914,740.	1,012,533.	6,957,683.
MAY	2,796,210.	901,429.	4,811,462.
JUNE	2,920,588.	699,712.	5,722,828.
JULY	3,240,067.	476,431.	6,014,995.
AUGUST	3,149,051.	490,277.	5,855,529.
SEPTEMBER	3,348,518.	488,295.	6,234,591.
OCTOBER	3,635,916.	1,995,828.	3,513,465.
NOVEMBER	3,121,803.	2,488,331.	3,490,702.
DECEMBER	3,101,811.	45,454.	3,564,201.
TOTAL	33,579,177.	9,974,129.	62,632,055.
AVERAGE FMV	2,798,265.	831,177.	5,219,338.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
AMERICAN HEART ASSOCIATION
OF SEATTLE
ADDRESS:
710 SECOND AVENUE, SUITE 900
SEATTLE, WA 98104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
BAA
ADDRESS:
1910 UNIVERSITY DR
BOISE, ID 83725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
BOISE RESCUE MISSION
ADDRESS:
520 FRONT ST
BOISE, ID 83702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BOISE STATE UNIVERSITY
ADDRESS:
1910 UNIVERSITY DR
BOISE, ID 83725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
STADIUM
FOUNDATION STATUS OF RECIPIENT:
UNIVERSITY
AMOUNT OF GRANT PAID ....2,500,000.

RECIPIENT NAME:
BRONCO ATHLETIC ASSOCIATION
ATTN: EXECUTIVE DIRECTOR
ADDRESS:
1910 UNIVERSITY DR
BOISE, ID 83725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
CAMPUS CRUSADE FOR CHRIST
ADDRESS:
PO BOX 628222
ORLANDO, FL 32862
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
CHURCH
AMOUNT OF GRANT PAID .... 3,600.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CHRIST THE KING
ADDRESS:
103 3RD STREET SOUTH
NAMPA, ID 83651
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
CHURCH
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CHURCH OF CHRIST MIDVALE
ADDRESS:
120 N DEPOT ST
MIDVALE, ID 83645
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNREISTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
COLLEGE OF IDAHO
ADDRESS:
2112 CLEVELAND BLVD
CALDWELL, ID 83605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 12,500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CSM FOUNDATION
ADDRESS:
PO BOX 4005
GOLDEN, CO 80401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
DEEP STREAM MINISTRIES
ADDRESS:
2220 COUNTY ROAD 210 WEST, STE 108
ST JOHNS, FL 32259
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
FELLOWSHIP OF CHRISTIAN ATHLETES
ADDRESS:
6809 LEISURE LANE
NAMPA, ID 83687
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
IDAHO YOUTH RANCH
ADDRESS:
PO BOX 8538
BOISE, ID 83707
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
IDAHO METH PROJECT
ADDRESS:
PO BOX 738
BOISE, ID 83701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
LIFT UP AMERICA
ADDRESS:
27651 LA PAZ ROAD, SUITE A
LAGUNA NIGUEL, CA 92677
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
LOVE, INC
ADDRESS:
16446 FRANKLIN RD
NAMPA, ID 83687
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
MIDVALE SWIMMING POOL, INC
ADDRESS:
BOX 4
MIDVALE, ID 83645
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
NATIONAL OLD TIME FIDDLERS INC
ADDRESS:
115 W IDAHO
WEISER, ID 83672
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
NORTHWEST NAZERENE UNIVERSITY
ADDRESS:
623 HOLLY STREET
NAMPA, ID 83686
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
UNIVERSITY
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
PACIFIC NORHTWEST CONFERENCE
ADDRESS:
3120 3RD AVENUE WEST
SEATTLE, WA 98119
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
PARMA SCHOOL DISTRICT #137
ADDRESS:
805 E MCCONNELL ST
PARMA, ID 83660
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 12,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ROCK BOTTOM FOUNDATION
ADDRESS:
248 CENTENNIAL PARKWAY
LOUISVILLE, CO 80027
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
SAINT ALPHONSUS FOUNDATION
ADDRESS:
1055 N CURTIS ROAD
BOISE, ID 83706
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
THE CENTER AT BOISE STATE
ADDRESS:
1910 UNIVERSITY DRIVE
BOISE, ID 83725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
UNIVERSITY
AMOUNT OF GRANT PAID .... 10,000.

TOTAL GRANTS PAID: 2,755,600.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					24.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					113.	
		42. ABB LTD A D R PROPERTY TYPE: SECURITIES					11/27/2007	03/29/2010
898.00		1,139.00					-241.00	
		259. AFLAC INC PROPERTY TYPE: SECURITIES					08/27/2009	09/28/2010
13,469.00		10,551.00					2,918.00	
		177. ABBOTT LABS PROPERTY TYPE: SECURITIES					04/12/2010	05/28/2010
8,496.00		9,322.00					-826.00	
		50000. ABBOTT LABS 5.875% 5/15 PROPERTY TYPE: SECURITIES					10/15/2007	11/23/2010
59,265.00		51,029.00					8,236.00	
		714. AEGON N V NY REG SHR PROPERTY TYPE: SECURITIES					04/15/2009	05/28/2010
4,013.00		3,297.00					716.00	
		64. AGRIUM INC PROPERTY TYPE: SECURITIES					11/24/2008	04/12/2010
4,384.00		1,763.00					2,621.00	
		125. ALLERGAN INC PROPERTY TYPE: SECURITIES					10/23/2009	03/29/2010
8,046.00		7,056.00					990.00	
		267.311 AMERICAN CENTY SMALL CP GROWTH I PROPERTY TYPE: SECURITIES					10/30/2009	02/12/2010
1,684.00		1,468.00					216.00	
		1416.868 AMERICAN CENTY SMALL CP GROWTH PROPERTY TYPE: SECURITIES					07/16/2009	08/26/2010
8,558.00		7,467.00					1,091.00	
		30.236 AMERICAN CENTY SMALL CP GROWTH IN PROPERTY TYPE: SECURITIES					07/16/2009	09/28/2010
211.00		159.00					52.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2775.178 AMERICAN CENTY SMALL CP GROWTH PROPERTY TYPE: SECURITIES					07/16/2009	10/13/2010
20,425.00		14,625.00					5,800.00	
		7203.904 AMERICAN CENTY VISTA FUND INSTL PROPERTY TYPE: SECURITIES					10/30/2009	03/01/2010
101,503.00		86,926.00					14,577.00	
		50000. AMERICAN EXPR BK FSB 5.500% 4/16 PROPERTY TYPE: SECURITIES					06/10/2008	11/22/2010
54,232.00		49,705.00					4,527.00	
		390. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					05/27/2009	05/28/2010
15,487.00		9,539.00					5,948.00	
		119. AMERICAN TOWER CORP PROPERTY TYPE: SECURITIES					10/09/2007	04/12/2010
5,034.00		5,047.00					-13.00	
		171. AMGEN INC COMMON STOCK PROPERTY TYPE: SECURITIES					07/21/2009	05/28/2010
8,832.00		10,009.00					-1,177.00	
		94. APACHE CORP PROPERTY TYPE: SECURITIES					10/23/2009	03/29/2010
9,341.00		9,357.00					-16.00	
		19. APPLE INC PROPERTY TYPE: SECURITIES					12/19/2008	12/13/2010
6,160.00		1,707.00					4,453.00	
		50. ASTRAZENECA P L C SPSD A D R PROPERTY TYPE: SECURITIES					12/19/2008	03/29/2010
2,240.00		2,318.00					-78.00	
		145. ATLAS COPCO AB A D R CL B PROPERTY TYPE: SECURITIES					10/09/2007	04/12/2010
2,102.00		2,436.00					-334.00	
		50000. BP CAPITAL PLC 3.625% 5/08 PROPERTY TYPE: SECURITIES					02/12/2010	03/29/2010
51,587.00		52,001.00					-414.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		184. BANCO SANTANDER CENT HISPANO A D R PROPERTY TYPE: SECURITIES					10/09/2007	03/29/2010
2,484.00		3,573.00					-1,089.00	
		726. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES					07/16/2009	10/19/2010
8,872.00		9,612.00					-740.00	
		50000. BANK ONE CORP 5.900% 11/15 PROPERTY TYPE: SECURITIES					10/15/2007	11/22/2010
52,075.00		51,011.00					1,064.00	
		220. BEST BUY CO INC PROPERTY TYPE: SECURITIES					04/06/2010	12/30/2010
7,519.00		10,000.00					-2,481.00	
		10. BOC HONG KONG HLDGS LTD A D R PROPERTY TYPE: SECURITIES					03/03/2009	03/29/2010
491.00		183.00					308.00	
		171. BOC HONG KONG HLDGS LTD A D R PROPERTY TYPE: SECURITIES					10/23/2009	05/28/2010
7,531.00		8,003.00					-472.00	
		53. BOC HONG KONG HLDGS LTD A D R PROPERTY TYPE: SECURITIES					10/23/2009	12/13/2010
3,496.00		2,480.00					1,016.00	
		29. BRISTOL-MYERS SQUIBB CO PROPERTY TYPE: SECURITIES					07/16/2009	03/29/2010
781.00		583.00					198.00	
		240. BRISTOL-MYERS SQUIBB CO PROPERTY TYPE: SECURITIES					07/16/2009	12/13/2010
6,312.00		4,828.00					1,484.00	
		60. BRITISH AMERN TOB PLC ADR PROPERTY TYPE: SECURITIES					10/16/2008	04/12/2010
4,187.00		3,501.00					686.00	
		519. C M S ENERGY CORP PROPERTY TYPE: SECURITIES					10/13/2010	12/10/2010
9,705.00		9,674.00					31.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		289. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES					08/27/2009	03/11/2010
9,942.00		10,650.00					-708.00	
		370. CARNIVAL CORP PROPERTY TYPE: SECURITIES					05/27/2009	05/28/2010
13,338.00		9,386.00					3,952.00	
		139. CISCO SYS INC PROPERTY TYPE: SECURITIES					04/20/2009	10/19/2010
3,198.00		2,407.00					791.00	
		432. CISCO SYS INC PROPERTY TYPE: SECURITIES					10/13/2010	12/13/2010
8,515.00		10,074.00					-1,559.00	
		70. CLIFFS NATURAL RESOURCES INC PROPERTY TYPE: SECURITIES					10/30/2009	12/13/2010
5,398.00		2,471.00					2,927.00	
		959.777 CREDIT SUISSE COMM RET ST CO PROPERTY TYPE: SECURITIES					10/09/2007	08/26/2010
7,726.00		11,009.00					-3,283.00	
		1935.534 CREDIT SUISSE COMM RET ST CO PROPERTY TYPE: SECURITIES					07/16/2009	08/26/2010
15,581.00		14,981.00					600.00	
		1781.485 CREDIT SUISSE COMM RET ST CO PROPERTY TYPE: SECURITIES					10/30/2009	09/28/2010
15,392.00		15,392.00						
		182. DBS GROUP HLDGS LTD PROPERTY TYPE: SECURITIES					07/16/2009	08/26/2010
7,280.00		6,137.00					1,143.00	
		109. DBS GROUP HLDGS LTD PROPERTY TYPE: SECURITIES					07/16/2009	12/13/2010
4,654.00		3,675.00					979.00	
		50000. JOHN DEERE CAP CORP 5.400% 4/07 PROPERTY TYPE: SECURITIES					10/15/2007	04/07/2010
50,000.00		50,454.00					-454.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		110. DESARROLLADORA HOMEX A D R PROPERTY TYPE: SECURITIES					04/20/2009	05/28/2010
2,897.00		2,358.00					539.00	
		50000. DEUTSCHE BK AG 5.000% 10/12 PROPERTY TYPE: SECURITIES					06/10/2008	10/12/2010
50,000.00		50,927.00					-927.00	
		35. DIAGEO PLC SPONSORED A D R PROPERTY TYPE: SECURITIES					09/25/2008	03/29/2010
2,337.00		2,615.00					-278.00	
		24. DOLLAR TREE INC PROPERTY TYPE: SECURITIES					07/21/2009	03/29/2010
1,426.00		1,081.00					345.00	
		.5 DOLLAR TREE INC PROPERTY TYPE: SECURITIES					07/21/2009	06/30/2010
21.00		15.00					6.00	
		204. DOLLAR TREE INC PROPERTY TYPE: SECURITIES					07/21/2009	09/28/2010
9,953.00		6,126.00					3,827.00	
		49. DOLLAR TREE INC PROPERTY TYPE: SECURITIES					07/21/2009	12/13/2010
2,742.00		1,472.00					1,270.00	
		293.379 EATON VANCE LARGE CAP VAL I PROPERTY TYPE: SECURITIES					05/27/2009	02/12/2010
4,750.00		3,996.00					754.00	
		784.451 EATON VANCE LARGE CAP VAL I PROPERTY TYPE: SECURITIES					03/11/2010	03/29/2010
13,908.00		12,886.00					1,022.00	
		161. E BAY INC PROPERTY TYPE: SECURITIES					09/14/2009	03/29/2010
4,371.00		3,822.00					549.00	
		302. E BAY INC PROPERTY TYPE: SECURITIES					09/14/2009	12/10/2010
9,250.00		7,169.00					2,081.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		294. EMERSON ELEC CO PROPERTY TYPE: SECURITIES					07/16/2009	08/26/2010
13,389.00		9,987.00					3,402.00	
		239.704 AMERICAN EUROPACIFIC GRTH F2 PROPERTY TYPE: SECURITIES					03/01/2010	03/29/2010
9,221.00		8,105.00					1,116.00	
		241.976 AMERICAN EUROPACIFIC GRTH F2 PROPERTY TYPE: SECURITIES					07/08/2010	12/10/2010
10,013.00		8,665.00					1,348.00	
		189. EXELON CORPORATION PROPERTY TYPE: SECURITIES					07/16/2009	10/13/2010
8,146.00		9,658.00					-1,512.00	
		51. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/16/2009	12/13/2010
3,689.00		3,452.00					237.00	
		33. FASTENAL CO PROPERTY TYPE: SECURITIES					03/06/2009	03/11/2010
1,482.00		864.00					618.00	
		50000. F H L B DEB 5.125% 9/10 PROPERTY TYPE: SECURITIES					10/15/2007	09/10/2010
50,000.00		50,646.00					-646.00	
		50000. F H L M C M T N 5.125% 7/15 PROPERTY TYPE: SECURITIES					10/15/2007	11/22/2010
53,753.00		50,737.00					3,016.00	
		50000. F N M A M T N 5.250% 9/15 PROPERTY TYPE: SECURITIES					10/15/2007	11/23/2010
59,003.00		50,665.00					8,338.00	
		50000. F N M A M T N 5.375% 6/12 PROPERTY TYPE: SECURITIES					10/15/2007	11/23/2010
59,503.00		50,950.00					8,553.00	
		50000. F N M A M T N 3.250% 2/10 PROPERTY TYPE: SECURITIES					06/10/2008	02/10/2010
50,000.00		50,000.00						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		5468.84 NUVEEN INTERMD TERM BD FD CL Y PROPERTY TYPE: SECURITIES					11/25/2009	02/12/2010
55,399.00		55,345.00					54.00	
		14960.795 NUVEEN INTERMD TERM BD FD CL Y PROPERTY TYPE: SECURITIES					03/11/2010	03/29/2010
152,451.00		151,623.00					828.00	
		6399.309 NUVEEN INTERMEDIATE GOVT BD CL PROPERTY TYPE: SECURITIES					11/25/2009	02/12/2010
55,034.00		55,088.00					-54.00	
		1662.044 NUVEEN INTERMEDIATE GOVT BD CL PROPERTY TYPE: SECURITIES					11/25/2009	03/11/2010
14,310.00		14,308.00					2.00	
		12267.463 NUVEEN INTERMEDIATE GOVT BD CL PROPERTY TYPE: SECURITIES					11/25/2009	03/29/2010
105,500.00		105,604.00					-104.00	
		1388.276 NUVEEN HIGH INCOME BOND FD CL Y PROPERTY TYPE: SECURITIES					10/23/2009	02/12/2010
11,439.00		11,370.00					69.00	
		2961.536 NUVEEN HIGH INCOME BOND FD CL Y PROPERTY TYPE: SECURITIES					03/11/2010	03/29/2010
25,558.00		23,286.00					2,272.00	
		2607.159 NUVEEN HIGH INCOME BOND FD CL Y PROPERTY TYPE: SECURITIES					06/19/2008	04/12/2010
22,630.00		24,686.00					-2,056.00	
		70.932 NUVEEN HIGH INCOME BOND FD CL Y PROPERTY TYPE: SECURITIES					03/01/2010	05/28/2010
587.00		595.00					-8.00	
		3227.077 NUVEEN HIGH INCOME BOND FD CL Y PROPERTY TYPE: SECURITIES					07/16/2009	08/26/2010
27,527.00		23,235.00					4,292.00	
		16.856 NUVEEN HIGH INCOME BOND FD CL Y PROPERTY TYPE: SECURITIES					10/23/2009	10/25/2010
150.00		138.00					12.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		215.742 NUVEEN HIGH INCOME BOND FD CL Y PROPERTY TYPE: SECURITIES					12/08/2009	12/10/2010
1,914.00		1,780.00					134.00	
		83.886 NUVEEN MID CAPITAL INDEX FUND CL PROPERTY TYPE: SECURITIES					10/30/2009	02/12/2010
865.00		801.00					64.00	
		3510.43 NUVEEN MID CAPITAL INDEX FUND CL PROPERTY TYPE: SECURITIES					07/16/2009	08/26/2010
36,544.00		29,944.00					6,600.00	
		2149.396 NUVEEN MID CAPITAL INDEX FUND C PROPERTY TYPE: SECURITIES					07/16/2009	12/13/2010
27,985.00		18,334.00					9,651.00	
		714.515 NUVEEN MID CAP GRWTH OPP FD CL Y PROPERTY TYPE: SECURITIES					03/01/2010	03/29/2010
25,901.00		24,672.00					1,229.00	
		1224.988 NUVEEN MID CAP GRWTH OPP FD CL PROPERTY TYPE: SECURITIES					03/01/2010	06/25/2010
41,821.00		42,299.00					-478.00	
		60.585 NUVEEN MID CAP GRWTH OPP FD CL Y PROPERTY TYPE: SECURITIES					08/26/2010	10/19/2010
2,305.00		2,019.00					286.00	
		69.029 NUVEEN MID CAP GRWTH OPP FD CL Y PROPERTY TYPE: SECURITIES					08/26/2010	12/10/2010
3,040.00		2,300.00					740.00	
		103. FOMENTO ECONOMICO MEX SP A D R PROPERTY TYPE: SECURITIES					10/09/2007	03/29/2010
4,832.00		3,949.00					883.00	
		645. FOSTERS GROUP LIMITED A D R PROPERTY TYPE: SECURITIES					12/19/2008	03/29/2010
3,115.00		2,412.00					703.00	
		57. FRANCE TELECOM SPSD ADR PROPERTY TYPE: SECURITIES					10/09/2007	02/12/2010
1,286.00		1,860.00					-574.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		167. FREEPORT MCMORAN COPPER GOLD PROPERTY TYPE: SECURITIES					08/13/2009	06/25/2010
11,007.00		10,996.00					11.00	
		22. FUJIFILM HOLDINGS A D R PROPERTY TYPE: SECURITIES					03/03/2009	03/29/2010
765.00		382.00					383.00	
		59. FUJIFILM HOLDINGS A D R PROPERTY TYPE: SECURITIES					04/20/2009	12/13/2010
2,066.00		1,513.00					553.00	
		570. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					05/28/2010	11/16/2010
9,000.00		9,285.00					-285.00	
		50000. GENERAL ELEC CAP MTN 4.375% 3/03 PROPERTY TYPE: SECURITIES					08/13/2009	11/22/2010
52,014.00		51,447.00					567.00	
		141. GENERAL MILLS INC PROPERTY TYPE: SECURITIES					12/15/2009	03/29/2010
9,960.00		9,716.00					244.00	
		14. GLAXO SMITHKLINE P L C A D R PROPERTY TYPE: SECURITIES					12/19/2008	03/29/2010
533.00		514.00					19.00	
		36. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					10/09/2007	03/29/2010
6,199.00		8,258.00					-2,059.00	
		3. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					10/09/2007	04/12/2010
536.00		688.00					-152.00	
		50000. GOLDMAN SACHS 5.700% 9/01 PROPERTY TYPE: SECURITIES					10/15/2007	11/22/2010
53,714.00		50,678.00					3,036.00	
		8. GOOGLE INC CL A PROPERTY TYPE: SECURITIES					03/06/2009	03/11/2010
4,643.00		2,428.00					2,215.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		148.956 AMERICAN GRW FD OF AMER F2 PROPERTY TYPE: SECURITIES					09/21/2009	02/12/2010
3,913.00		3,900.00					13.00	
		782.308 AMERICAN GRW FD OF AMER F2 PROPERTY TYPE: SECURITIES					10/23/2009	03/29/2010
22,264.00		20,477.00					1,787.00	
		3.582 AMERICAN GRW FD OF AMER F2 PROPERTY TYPE: SECURITIES					03/01/2010	10/13/2010
103.00		97.00					6.00	
		284.601 AMERICAN GRW FD OF AMER F2 PROPERTY TYPE: SECURITIES					06/25/2010	11/16/2010
8,216.00		7,476.00					740.00	
		50000. HSBC FINANCE CORP 5.250% 1/14 PROPERTY TYPE: SECURITIES					06/10/2008	11/23/2010
50,263.00		50,189.00					74.00	
		34. HASBRO INC PROPERTY TYPE: SECURITIES					10/23/2009	02/12/2010
1,209.00		955.00					254.00	
		372. HASBRO INC PROPERTY TYPE: SECURITIES					10/23/2009	10/25/2010
17,279.00		10,454.00					6,825.00	
		69. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					04/20/2009	10/13/2010
2,906.00		2,411.00					495.00	
		400. HOME DEPOT INC PROPERTY TYPE: SECURITIES					07/21/2009	08/26/2010
11,308.00		9,704.00					1,604.00	
		65. HONDA MOTOR CO LTD A D R PROPERTY TYPE: SECURITIES					11/24/2008	03/29/2010
2,288.00		1,376.00					912.00	
		105. HONDA MOTOR CO LTD A D R PROPERTY TYPE: SECURITIES					04/20/2009	12/13/2010
3,989.00		2,945.00					1,044.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		221. I T T CORPORATION PROPERTY TYPE: SECURITIES					07/16/2009	08/26/2010
9,476.00		9,918.00					-442.00	
		204. INTEL CORP PROPERTY TYPE: SECURITIES					03/06/2009	12/13/2010
4,394.00		2,501.00					1,893.00	
		29. INTERNATIONAL BUSINESS MACHS CORP PROPERTY TYPE: SECURITIES					03/06/2009	03/11/2010
3,695.00		2,457.00					1,238.00	
		38. INTERNATIONAL BUSINESS MACHS CORP PROPERTY TYPE: SECURITIES					04/20/2009	05/28/2010
4,757.00		3,819.00					938.00	
		425. INTESA SANPAOLO A D R PROPERTY TYPE: SECURITIES					10/30/2009	03/11/2010
9,728.00		10,774.00					-1,046.00	
		976. ISHARES MSCI EMERGING MKTS E T F PROPERTY TYPE: SECURITIES					10/23/2009	03/29/2010
40,680.00		35,121.00					5,559.00	
		287. ISHARES MSCI EMERGING MKTS E T F PROPERTY TYPE: SECURITIES					03/11/2010	05/28/2010
10,923.00		11,858.00					-935.00	
		171. ISHARES MSCI EMERGING MKTS E T F PROPERTY TYPE: SECURITIES					07/16/2009	12/13/2010
8,030.00		5,650.00					2,380.00	
		422. KEPPEL CORP LTD SPONS A D R PROPERTY TYPE: SECURITIES					10/09/2007	04/12/2010
5,672.00		8,588.00					-2,916.00	
		1387. KEYCORP NEW PROPERTY TYPE: SECURITIES					02/12/2010	03/29/2010
10,558.00		9,376.00					1,182.00	
		. MERRILL LYNCH & CO INC PROPERTY TYPE: SECURITIES						07/26/2010
97.00							97.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		395. MICROSOFT CORP PROPERTY TYPE: SECURITIES					10/30/2009	08/26/2010
9,425.00		11,024.00					-1,599.00	
		299. MITSUBISHI UFJ FINL GRP A D R PROPERTY TYPE: SECURITIES					06/19/2008	03/29/2010
1,582.00		2,873.00					-1,291.00	
		9. MITSUI & CO LTD SPSD ADR PROPERTY TYPE: SECURITIES					04/15/2009	12/13/2010
2,920.00		2,147.00					773.00	
		21. NATIONAL GRID PLC SP A D R PROPERTY TYPE: SECURITIES					03/06/2009	03/29/2010
1,014.00		838.00					176.00	
		123. NESTLE SA SPONSORED A D R PROPERTY TYPE: SECURITIES					04/20/2009	12/13/2010
7,097.00		3,984.00					3,113.00	
		487.537 NEUBERGER BERMAN GENESIS INSTL F PROPERTY TYPE: SECURITIES					07/21/2009	03/29/2010
19,443.00		15,635.00					3,808.00	
		587.621 NEUBERGER BERMAN GENESIS INSTL F PROPERTY TYPE: SECURITIES					07/21/2009	08/26/2010
21,413.00		18,845.00					2,568.00	
		50. NOVARTIS AG A D R PROPERTY TYPE: SECURITIES					09/25/2008	10/19/2010
2,937.00		2,766.00					171.00	
		98. NOVARTIS AG A D R PROPERTY TYPE: SECURITIES					10/13/2010	12/13/2010
5,404.00		5,845.00					-441.00	
		90. OCCIDENTAL PETROLEUM CORPORATION PROPERTY TYPE: SECURITIES					07/16/2009	12/13/2010
8,503.00		5,995.00					2,508.00	
		139. OCEANEERING INTERNATIONAL INC PROPERTY TYPE: SECURITIES					12/08/2009	03/29/2010
8,642.00		7,431.00					1,211.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		76. OCEANEERING INTERNATIONAL INC PROPERTY TYPE: SECURITIES					12/08/2009	06/25/2010
3,513.00		4,063.00					-550.00	
		224. ORACLE CORPORATION PROPERTY TYPE: SECURITIES					09/25/2008	04/12/2010
5,856.00		4,652.00					1,204.00	
		76. PACKAGING CORP AMERICA PROPERTY TYPE: SECURITIES					08/13/2009	03/29/2010
1,870.00		1,482.00					388.00	
		460. PACKAGING CORP AMERICA PROPERTY TYPE: SECURITIES					08/13/2009	08/26/2010
10,276.00		8,968.00					1,308.00	
		77. PANERA BREAD COMPANY CL A PROPERTY TYPE: SECURITIES					10/23/2009	02/12/2010
5,652.00		4,282.00					1,370.00	
		131. PANERA BREAD COMPANY CL A PROPERTY TYPE: SECURITIES					10/23/2009	10/25/2010
12,333.00		7,285.00					5,048.00	
		99. PETROLEO BRASILEIRO SPON A D R PROPERTY TYPE: SECURITIES					10/09/2007	04/12/2010
3,921.00		3,453.00					468.00	
		153.933 PIONEER FUND CL Y PROPERTY TYPE: SECURITIES					07/16/2009	02/12/2010
5,343.00		4,614.00					729.00	
		608.063 PIONEER FUND CL Y PROPERTY TYPE: SECURITIES					07/16/2009	03/29/2010
22,967.00		18,228.00					4,739.00	
		267.242 PIONEER FUND CL Y PROPERTY TYPE: SECURITIES					09/28/2010	10/13/2010
10,150.00		9,853.00					297.00	
		29. PRAXAIR INC PROPERTY TYPE: SECURITIES					11/27/2007	04/12/2010
2,463.00		2,295.00					168.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50000. PRAXAIR INC 2.125% 6/14 PROPERTY TYPE: SECURITIES					02/12/2010	03/29/2010
49,904.00		50,562.00					-658.00	
		23. PRICELINE COM INC PROPERTY TYPE: SECURITIES					03/06/2009	03/11/2010
5,537.00		1,888.00					3,649.00	
		30. PRICELINE COM INC PROPERTY TYPE: SECURITIES					04/06/2010	08/04/2010
8,420.00		10,000.00					-1,580.00	
		140. QUALCOMM INC PROPERTY TYPE: SECURITIES					10/09/2007	03/29/2010
5,827.00		5,933.00					-106.00	
		120. RWE AG A D R PROPERTY TYPE: SECURITIES					09/21/2009	03/29/2010
10,479.00		11,028.00					-549.00	
		1166. REGIONS FINL CORP PROPERTY TYPE: SECURITIES					04/12/2010	12/13/2010
7,614.00		10,296.00					-2,682.00	
		59. ROCKWELL COLLINS INC PROPERTY TYPE: SECURITIES					05/04/2009	05/28/2010
3,453.00		2,228.00					1,225.00	
		749.201 T ROWE PRICE INTL GR&INC FD PROPERTY TYPE: SECURITIES					08/19/2009	03/29/2010
9,417.00		8,563.00					854.00	
		612.677 T ROWE PRICE INTL GR&INC FD PROPERTY TYPE: SECURITIES					12/15/2009	06/25/2010
6,868.00		7,060.00					-192.00	
		18.738 T ROWE PRICE SM CAP VAL PROPERTY TYPE: SECURITIES					10/30/2009	02/12/2010
544.00		504.00					40.00	
		295.443 T ROWE PRICE SM CAP VAL PROPERTY TYPE: SECURITIES					07/16/2009	03/29/2010
9,410.00		7,389.00					2,021.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		308.672 T ROWE PRICE SM CAP VAL PROPERTY TYPE: SECURITIES					07/16/2009	08/26/2010
8,847.00		7,720.00					1,127.00	
		.003 T ROWE PRICE SM CAP VAL PROPERTY TYPE: SECURITIES					12/15/2009	08/26/2010
		322.193 T ROWE PRICE SM CAP VAL PROPERTY TYPE: SECURITIES					07/16/2009	12/13/2010
11,689.00		8,058.00					3,631.00	
		35.028 ROWE T PRICE MID-CAP VALUE FD INC PROPERTY TYPE: SECURITIES					09/25/2009	02/12/2010
704.00		685.00					19.00	
		57.467 ROWE T PRICE MID-CAP VALUE FD INC PROPERTY TYPE: SECURITIES					10/30/2009	03/01/2010
1,206.00		1,092.00					114.00	
		3.906 ROWE T PRICE MID-CAP VALUE FD INC PROPERTY TYPE: SECURITIES					10/30/2009	03/11/2010
84.00		74.00					10.00	
		1939.417 ROWE T PRICE MID-CAP VALUE FD I PROPERTY TYPE: SECURITIES					07/16/2009	08/26/2010
38,653.00		32,233.00					6,420.00	
		10000. RBC 6MO EBAY RX #AI# 12.00% 11/10 PROPERTY TYPE: SECURITIES					05/05/2010	11/10/2010
10,572.00		10,000.00					572.00	
		233. KONINKLIJKE (ROYAL) KPN NV SP ADR PROPERTY TYPE: SECURITIES					10/09/2007	03/29/2010
3,660.00		4,016.00					-356.00	
		13. STANDARD & POORS DEPOSITARY RECEIPTS PROPERTY TYPE: SECURITIES					09/14/2009	02/12/2010
1,391.00		1,364.00					27.00	
		452. STANDARD & POORS DEPOSITARY RECEIPT PROPERTY TYPE: SECURITIES					10/09/2007	03/29/2010
52,934.00		70,232.00					-17,298.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		332. STANDARD & POORS DEPOSITARY RECEIPT PROPERTY TYPE: SECURITIES					10/09/2007	04/12/2010
39,797.00		51,586.00					-11,789.00	
		120. STANDARD & POORS DEPOSITARY RECEIPT PROPERTY TYPE: SECURITIES					05/28/2010	10/13/2010
14,197.00		13,114.00					1,083.00	
		106. SPDR GOLD TRUST PROPERTY TYPE: SECURITIES					12/15/2009	03/29/2010
11,507.00		11,661.00					-154.00	
		69. SANOFI A D R PROPERTY TYPE: SECURITIES					03/03/2009	03/29/2010
2,577.00		1,771.00					806.00	
		51. SCHWAB CHARLES CORP PROPERTY TYPE: SECURITIES					01/28/2008	02/12/2010
890.00		1,078.00					-188.00	
		78. SCHWAB CHARLES CORP PROPERTY TYPE: SECURITIES					09/25/2008	03/01/2010
1,422.00		1,891.00					-469.00	
		1009.664 SCOUT INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					12/15/2009	03/29/2010
30,149.00		26,280.00					3,869.00	
		143. STATOIL ASA A D R PROPERTY TYPE: SECURITIES					04/20/2009	05/28/2010
2,866.00		2,455.00					411.00	
		412. STERLITE INDS INDIA A D S PROPERTY TYPE: SECURITIES					09/25/2009	03/29/2010
7,680.00		6,336.00					1,344.00	
		298. STERLITE INDS INDIA A D S PROPERTY TYPE: SECURITIES					09/25/2009	05/28/2010
4,229.00		4,583.00					-354.00	
		29. TELEFONICA SA SPON A D R PROPERTY TYPE: SECURITIES					09/30/2008	04/12/2010
2,126.00		2,071.00					55.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3705.624 TEMPLETON INSTL EMERGING MKT SE PROPERTY TYPE: SECURITIES					07/21/2009	03/29/2010
54,065.00		42,948.00					11,117.00	
		1071.174 TEMPLETON INSTL EMERGING MKT SE PROPERTY TYPE: SECURITIES					12/15/2009	05/28/2010
14,032.00		15,125.00					-1,093.00	
		812.064 TEMPLETON INSTL EMERGING MKT SER PROPERTY TYPE: SECURITIES					12/08/2009	06/25/2010
11,093.00		11,539.00					-446.00	
		178. TENARIS SA ADR PROPERTY TYPE: SECURITIES					12/08/2009	03/29/2010
7,734.00		6,833.00					901.00	
		112. TENARIS SA ADR PROPERTY TYPE: SECURITIES					12/08/2009	06/25/2010
4,186.00		4,300.00					-114.00	
		250. TERADATA CORP DEL PROPERTY TYPE: SECURITIES					08/25/2009	09/28/2010
9,643.00		6,660.00					2,983.00	
		57. TEVA PHARMACEUTICAL INDS LTD A D R PROPERTY TYPE: SECURITIES					03/06/2009	05/28/2010
3,106.00		2,527.00					579.00	
		437. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES					08/27/2009	02/12/2010
10,401.00		10,618.00					-217.00	
		90. TOKIO MARINE HOLDINGS A D R PROPERTY TYPE: SECURITIES					04/20/2009	05/28/2010
2,457.00		2,457.00						
		72. TOTAL S A A D R PROPERTY TYPE: SECURITIES					10/09/2007	03/11/2010
4,202.00		5,604.00					-1,402.00	
		48. TOYOTA MTR CORP A D R PROPERTY TYPE: SECURITIES					04/20/2009	03/01/2010
3,518.00		3,630.00					-112.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		187. TURKCELL ILETISIM HIZMET A D R PROPERTY TYPE: SECURITIES					10/16/2008	04/12/2010
2,958.00		3,449.00					-491.00	
		57. UNILEVER PLC SPSD ADR PROPERTY TYPE: SECURITIES					10/09/2008	03/29/2010
1,619.00		1,345.00					274.00	
		68. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					10/09/2007	03/29/2010
5,028.00		5,495.00					-467.00	
		20. VISA INC CLASS A SHRS PROPERTY TYPE: SECURITIES					03/06/2009	03/11/2010
1,847.00		1,021.00					826.00	
		44. VISA INC CLASS A SHRS PROPERTY TYPE: SECURITIES					04/20/2009	05/28/2010
3,180.00		2,496.00					684.00	
		514. WERNER ENTERPRISES INC PROPERTY TYPE: SECURITIES					07/21/2009	08/26/2010
10,378.00		8,943.00					1,435.00	
		617. WILLIAMS COS INC PROPERTY TYPE: SECURITIES					07/21/2009	08/26/2010
11,297.00		9,853.00					1,444.00	
		237. WINDSTREAM CORP PROPERTY TYPE: SECURITIES					07/16/2009	03/29/2010
2,584.00		1,908.00					676.00	
		695. WINDSTREAM CORP PROPERTY TYPE: SECURITIES					07/16/2009	12/13/2010
9,779.00		5,594.00					4,185.00	
		61. X T O ENERGY INC PROPERTY TYPE: SECURITIES					12/19/2008	02/12/2010
2,756.00		2,261.00					495.00	
		114. ACCENTURE PLC CL A PROPERTY TYPE: SECURITIES					10/09/2007	03/29/2010
4,804.00		4,532.00					272.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		153. CENTRAL EUROPEAN MEDIA ENT A PROPERTY TYPE: SECURITIES					04/20/2009	08/26/2010
3,175.00		2,387.00					788.00	
		135. ACE LTD PROPERTY TYPE: SECURITIES					07/16/2009	12/13/2010
8,297.00		6,103.00					2,194.00	
		. LAZARD LTD PROPERTY TYPE: SECURITIES					01/01/2009	12/31/2010
5,826.00		3,404.00					2,422.00	
		. WELLS FARGO 6003-0769 PROPERTY TYPE: SECURITIES					01/01/2010	12/31/2010
652,415.00		608,236.00					44,179.00	
		. WELLS FARGO 6003-0769 PROPERTY TYPE: SECURITIES					01/01/2009	12/31/2010
334,025.00		264,786.00					69,239.00	
		. WELLS FARGO 6859-1092 PROPERTY TYPE: SECURITIES					01/01/2010	12/31/2010
306,187.00		275,231.00					30,956.00	
		. WELLS FARGO 6859-1092 PROPERTY TYPE: SECURITIES					01/01/2009	12/31/2010
323,778.00		269,064.00					54,714.00	
		. WELLS FARGO 5156-6367 PROPERTY TYPE: SECURITIES					01/01/2010	12/31/2010
335,120.00		320,872.00					14,248.00	
		. WELLS FARGO 5156-6367 PROPERTY TYPE: SECURITIES					01/01/2009	12/31/2010
180,278.00		145,064.00					35,214.00	
		. WELLS FARGO 8865-7199 PROPERTY TYPE: SECURITIES					01/01/2010	12/31/2010
498,095.00		475,308.00					22,787.00	
		. WELLS FARGO 8865-7199 PROPERTY TYPE: SECURITIES					01/01/2009	12/31/2010
129,924.00		111,430.00					18,494.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		. WELLS FARGO 3195-7542 PROPERTY TYPE: SECURITIES					01/01/2010	12/31/2010
323,603.00		347,520.00					-23,917.00	
		. WELLS FARGO 2871-9805 PROPERTY TYPE: SECURITIES					01/01/2010	12/31/2010
183,371.00		178,894.00					4,477.00	
		. WELLS FARGO 2871-9805 PROPERTY TYPE: SECURITIES					01/01/2009	12/31/2010
978,123.00		929,335.00					48,788.00	
TOTAL GAIN(LOSS)							501,686.	

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2010

Name of estate or trust: L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number: 26-2029619

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			24.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	**1b**	143,107.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	**2**	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	**3**	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	**4**	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	**5**	143,131.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			113.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	**6b**	357,949.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	**7**	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	**8**	
9 Capital gain distributions	**9**	493.
10 Gain from Form 4797, Part I	**10**	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	**11**	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	**12**	358,555.

Part III Summary of Parts I and II

Caution: *Read the instructions* **before** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			143,131.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			358,555.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			493.
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			501,686.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary.*

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of. a The loss on line 15, column (3) **or** b $3,000	16	( )

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *on page 7 of the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if:*

- *Either line 14b, col (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2010

Name of estate or trust: L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number: 26-2029619

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 177. ABBOTT LABS	04/12/2010	05/28/2010	8,496.00	9,322.00	-826.00
125. ALLERGAN INC	10/23/2009	03/29/2010	8,046.00	7,056.00	990.00
267.311 AMERICAN CENTY SMALL CP GROWTH INSTL	10/30/2009	02/12/2010	1,684.00	1,468.00	216.00
7203.904 AMERICAN CENTY VISTA FUND INSTL CL	10/30/2009	03/01/2010	101,503.00	86,926.00	14,577.00
171. AMGEN INC COMMON STOCK	07/21/2009	05/28/2010	8,832.00	10,009.00	-1,177.00
94. APACHE CORP	10/23/2009	03/29/2010	9,341.00	9,357.00	-16.00
50000. BP CAPITAL PLC 3.625% 5/08/14	02/12/2010	03/29/2010	51,587.00	52,001.00	-414.00
220. BEST BUY CO INC	04/06/2010	12/30/2010	7,519.00	10,000.00	-2,481.00
171. BOC HONG KONG HLDGS LTD A D R	10/23/2009	05/28/2010	7,531.00	8,003.00	-472.00
29. BRISTOL-MYERS SQUIBB CO	07/16/2009	03/29/2010	781.00	583.00	198.00
519. C M S ENERGY CORP	10/13/2010	12/10/2010	9,705.00	9,674.00	31.00
289. CVS CAREMARK CORP	08/27/2009	03/11/2010	9,942.00	10,650.00	-708.00
432. CISCO SYS INC	10/13/2010	12/13/2010	8,515.00	10,074.00	-1,559.00
1781.485 CREDIT SUISSE COMM RET ST CO	10/30/2009	09/28/2010	15,392.00	15,392.00	
24. DOLLAR TREE INC	07/21/2009	03/29/2010	1,426.00	1,081.00	345.00
.5 DOLLAR TREE INC	07/21/2009	06/30/2010	21.00	15.00	6.00
293.379 EATON VANCE LARGE CAP VAL I	05/27/2009	02/12/2010	4,750.00	3,996.00	754.00
784.451 EATON VANCE LARGE CAP VAL I	03/11/2010	03/29/2010	13,908.00	12,886.00	1,022.00
161. E BAY INC	09/14/2009	03/29/2010	4,371.00	3,822.00	549.00
239.704 AMERICAN EUROPACIFIC GRTH F2	03/01/2010	03/29/2010	9,221.00	8,105.00	1,116.00
241.976 AMERICAN EUROPACIFIC GRTH F2	07/08/2010	12/10/2010	10,013.00	8,665.00	1,348.00
5468.84 NUVEEN INTERMD TERM BD FD CL Y	11/25/2009	02/12/2010	55,399.00	55,345.00	54.00
14960.795 NUVEEN INTERMD TERM BD FD CL Y	03/11/2010	03/29/2010	152,451.00	151,623.00	828.00
6399.309 NUVEEN INTERMEDIATE GOVT BD CL Y	11/25/2009	02/12/2010	55,034.00	55,088.00	-54.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number: 26-2029619

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1662.044 NUVEEN INTERMEDIATE GOVT BD CL Y	11/25/2009	03/11/2010	14,310.00	14,308.00	2.00
12267.463 NUVEEN INTERMEDIATE GOVT BD CL Y	11/25/2009	03/29/2010	105,500.00	105,604.00	-104.00
1388.276 NUVEEN HIGH INCOME BOND FD CL Y	10/23/2009	02/12/2010	11,439.00	11,370.00	69.00
2961.536 NUVEEN HIGH INCOME BOND FD CL Y	03/11/2010	03/29/2010	25,558.00	23,286.00	2,272.00
70.932 NUVEEN HIGH INCOME BOND FD CL Y	03/01/2010	05/28/2010	587.00	595.00	-8.00
83.886 NUVEEN MID CAPITAL INDEX FUND CL Y	10/30/2009	02/12/2010	865.00	801.00	64.00
714.515 NUVEEN MID CAP GRWTH OPP FD CL Y	03/01/2010	03/29/2010	25,901.00	24,672.00	1,229.00
1224.988 NUVEEN MID CAP GRWTH OPP FD CL Y	03/01/2010	06/25/2010	41,821.00	42,299.00	-478.00
60.585 NUVEEN MID CAP GRWTH OPP FD CL Y	08/26/2010	10/19/2010	2,305.00	2,019.00	286.00
69.029 NUVEEN MID CAP GRWTH OPP FD CL Y	08/26/2010	12/10/2010	3,040.00	2,300.00	740.00
167. FREEPORT MCMORAN COPPER GOLD	08/13/2009	06/25/2010	11,007.00	10,996.00	11.00
570. GENERAL ELEC CO	05/28/2010	11/16/2010	9,000.00	9,285.00	-285.00
141. GENERAL MILLS INC	12/15/2009	03/29/2010	9,960.00	9,716.00	244.00
148.956 AMERICAN GRW FD OF AMER F2	09/21/2009	02/12/2010	3,913.00	3,900.00	13.00
782.308 AMERICAN GRW FD OF AMER F2	10/23/2009	03/29/2010	22,264.00	20,477.00	1,787.00
3.582 AMERICAN GRW FD OF AMER F2	03/01/2010	10/13/2010	103.00	97.00	6.00
284.601 AMERICAN GRW FD OF AMER F2	06/25/2010	11/16/2010	8,216.00	7,476.00	740.00
34. HASBRO INC	10/23/2009	02/12/2010	1,209.00	955.00	254.00
425. INTESA SANPAOLO A D R	10/30/2009	03/11/2010	9,728.00	10,774.00	-1,046.00
976. ISHARES MSCI EMERGING MKTS E T F	10/23/2009	03/29/2010	40,680.00	35,121.00	5,559.00
287. ISHARES MSCI EMERGING MKTS E T F	03/11/2010	05/28/2010	10,923.00	11,858.00	-935.00
1387. KEYCORP NEW	02/12/2010	03/29/2010	10,558.00	9,376.00	1,182.00
395. MICROSOFT CORP	10/30/2009	08/26/2010	9,425.00	11,024.00	-1,599.00
487.537 NEUBERGER BERMAN GENESIS INSTL FD	07/21/2009	03/29/2010	19,443.00	15,635.00	3,808.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number: 26-2029619

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 98. NOVARTIS AG A D R	10/13/2010	12/13/2010	5,404.00	5,845.00	-441.00
139. OCEANEERING INTERNATIONAL INC	12/08/2009	03/29/2010	8,642.00	7,431.00	1,211.00
76. OCEANEERING INTERNATIONAL INC	12/08/2009	06/25/2010	3,513.00	4,063.00	-550.00
76. PACKAGING CORP AMERICA	08/13/2009	03/29/2010	1,870.00	1,482.00	388.00
77. PANERA BREAD COMPANY CL A	10/23/2009	02/12/2010	5,652.00	4,282.00	1,370.00
153.933 PIONEER FUND CL Y	07/16/2009	02/12/2010	5,343.00	4,614.00	729.00
608.063 PIONEER FUND CL Y	07/16/2009	03/29/2010	22,967.00	18,228.00	4,739.00
267.242 PIONEER FUND CL Y	09/28/2010	10/13/2010	10,150.00	9,853.00	297.00
50000. PRAXAIR INC 2.125% 6/14/13	02/12/2010	03/29/2010	49,904.00	50,562.00	-658.00
30. PRICELINE COM INC	04/06/2010	08/04/2010	8,420.00	10,000.00	-1,580.00
120. RWE AG A D R	09/21/2009	03/29/2010	10,479.00	11,028.00	-549.00
1166. REGIONS FINL CORP	04/12/2010	12/13/2010	7,614.00	10,296.00	-2,682.00
749.201 T ROWE PRICE INTL GR&INC FD	08/19/2009	03/29/2010	9,417.00	8,563.00	854.00
612.677 T ROWE PRICE INTL GR&INC FD	12/15/2009	06/25/2010	6,868.00	7,060.00	-192.00
18.738 T ROWE PRICE SM CAP VAL	10/30/2009	02/12/2010	544.00	504.00	40.00
295.443 T ROWE PRICE SM CAP VAL	07/16/2009	03/29/2010	9,410.00	7,389.00	2,021.00
35.028 ROWE T PRICE MID-CAP VALUE FD INC	09/25/2009	02/12/2010	704.00	685.00	19.00
57.467 ROWE T PRICE MID-CAP VALUE FD INC	10/30/2009	03/01/2010	1,206.00	1,092.00	114.00
3.906 ROWE T PRICE MID-CAP VALUE FD INC	10/30/2009	03/11/2010	84.00	74.00	10.00
10000. RBC 6MO EBAY RX #AI# 12.00% 11/10/10	05/05/2010	11/10/2010	10,572.00	10,000.00	572.00
13. STANDARD & POORS DEPOSITARY RECEIPTS	09/14/2009	02/12/2010	1,391.00	1,364.00	27.00
120. STANDARD & POORS DEPOSITARY RECEIPTS	05/28/2010	10/13/2010	14,197.00	13,114.00	1,083.00
106. SPDR GOLD TRUST	12/15/2009	03/29/2010	11,507.00	11,661.00	-154.00
1009.664 SCOUT INTERNATIONAL FUND	12/15/2009	03/29/2010	30,149.00	26,280.00	3,869.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number: 26-2029619

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 412. STERLITE INDS INDIA A D S	09/25/2009	03/29/2010	7,680.00	6,336.00	1,344.00
298. STERLITE INDS INDIA A D S	09/25/2009	05/28/2010	4,229.00	4,583.00	-354.00
3705.624 TEMPLETON INSTL EMERGING MKT SER ADV	07/21/2009	03/29/2010	54,065.00	42,948.00	11,117.00
1071.174 TEMPLETON INSTL EMERGING MKT SER ADV	12/15/2009	05/28/2010	14,032.00	15,125.00	-1,093.00
812.064 TEMPLETON INSTL EMERGING MKT SER ADV	12/08/2009	06/25/2010	11,093.00	11,539.00	-446.00
178. TENARIS SA ADR	12/08/2009	03/29/2010	7,734.00	6,833.00	901.00
112. TENARIS SA ADR	12/08/2009	06/25/2010	4,186.00	4,300.00	-114.00
437. TEXAS INSTRS INC	08/27/2009	02/12/2010	10,401.00	10,618.00	-217.00
48. TOYOTA MTR CORP A D R	04/20/2009	03/01/2010	3,518.00	3,630.00	-112.00
237. WINDSTREAM CORP	07/16/2009	03/29/2010	2,584.00	1,908.00	676.00
. WELLS FARGO 6003-0769	01/01/2010	12/31/2010	652,415.00	608,236.00	44,179.00
. WELLS FARGO 6859-1092	01/01/2010	12/31/2010	306,187.00	275,231.00	30,956.00
. WELLS FARGO 5156-6367	01/01/2010	12/31/2010	335,120.00	320,872.00	14,248.00
. WELLS FARGO 8865-7199	01/01/2010	12/31/2010	498,095.00	475,308.00	22,787.00
. WELLS FARGO 3195-7542	01/01/2010	12/31/2010	323,603.00	347,520.00	-23,917.00
. WELLS FARGO 2871-9805	01/01/2010	12/31/2010	183,371.00	178,894.00	4,477.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 143,107.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side
L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number
26-2029619

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 42. ABB LTD A D R	11/27/2007	03/29/2010	898.00	1,139.00	-241.00
259. AFLAC INC	08/27/2009	09/28/2010	13,469.00	10,551.00	2,918.00
50000. ABBOTT LABS 5.875% 5/15/16	10/15/2007	11/23/2010	59,265.00	51,029.00	8,236.00
714. AEGON N V NY REG SHR	04/15/2009	05/28/2010	4,013.00	3,297.00	716.00
64. AGRIUM INC	11/24/2008	04/12/2010	4,384.00	1,763.00	2,621.00
1416.868 AMERICAN CENTY SMALL CP GROWTH INSTL	07/16/2009	08/26/2010	8,558.00	7,467.00	1,091.00
30.236 AMERICAN CENTY SMALL CP GROWTH INSTL	07/16/2009	09/28/2010	211.00	159.00	52.00
2775.178 AMERICAN CENTY SMALL CP GROWTH INSTL	07/16/2009	10/13/2010	20,425.00	14,625.00	5,800.00
50000. AMERICAN EXPR BK FSB 5.500% 4/16/13	06/10/2008	11/22/2010	54,232.00	49,705.00	4,527.00
390. AMERICAN EXPRESS CO	05/27/2009	05/28/2010	15,487.00	9,539.00	5,948.00
119. AMERICAN TOWER CORP	10/09/2007	04/12/2010	5,034.00	5,047.00	-13.00
19. APPLE INC	12/19/2008	12/13/2010	6,160.00	1,707.00	4,453.00
50. ASTRAZENECA P L C SPSD A D R	12/19/2008	03/29/2010	2,240.00	2,318.00	-78.00
145. ATLAS COPCO AB A D R CL B	10/09/2007	04/12/2010	2,102.00	2,436.00	-334.00
184. BANCO SANTANDER CENT HISPANO A D R	10/09/2007	03/29/2010	2,484.00	3,573.00	-1,089.00
726. BANK OF AMERICA CORP	07/16/2009	10/19/2010	8,872.00	9,612.00	-740.00
50000. BANK ONE CORP 5.900% 11/15/11	10/15/2007	11/22/2010	52,075.00	51,011.00	1,064.00
10. BOC HONG KONG HLDGS LTD A D R	03/03/2009	03/29/2010	491.00	183.00	308.00
53. BOC HONG KONG HLDGS LTD A D R	10/23/2009	12/13/2010	3,496.00	2,480.00	1,016.00
240. BRISTOL-MYERS SQUIBB CO	07/16/2009	12/13/2010	6,312.00	4,828.00	1,484.00
60. BRITISH AMERN TOB PLC ADR	10/16/2008	04/12/2010	4,187.00	3,501.00	686.00
370. CARNIVAL CORP	05/27/2009	05/28/2010	13,338.00	9,386.00	3,952.00
139. CISCO SYS INC	04/20/2009	10/19/2010	3,198.00	2,407.00	791.00
70. CLIFFS NATURAL RESOURCES INC	10/30/2009	12/13/2010	5,398.00	2,471.00	2,927.00
959.777 CREDIT SUISSE COMM RET ST CO	10/09/2007	08/26/2010	7,726.00	11,009.00	-3,283.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number: 26-2029619

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1935.534 CREDIT SUISSE COMM RET ST CO	07/16/2009	08/26/2010	15,581.00	14,981.00	600.00
182. DBS GROUP HLDGS LTD	07/16/2009	08/26/2010	7,280.00	6,137.00	1,143.00
109. DBS GROUP HLDGS LTD	07/16/2009	12/13/2010	4,654.00	3,675.00	979.00
50000. JOHN DEERE CAP CORP 5.400% 4/07/10	10/15/2007	04/07/2010	50,000.00	50,454.00	-454.00
110. DESARROLLADORA HOMEX A D R	04/20/2009	05/28/2010	2,897.00	2,358.00	539.00
50000. DEUTSCHE BK AG 5.000% 10/12/10	06/10/2008	10/12/2010	50,000.00	50,927.00	-927.00
35. DIAGEO PLC SPONSORED A D R	09/25/2008	03/29/2010	2,337.00	2,615.00	-278.00
204. DOLLAR TREE INC	07/21/2009	09/28/2010	9,953.00	6,126.00	3,827.00
49. DOLLAR TREE INC	07/21/2009	12/13/2010	2,742.00	1,472.00	1,270.00
302. E BAY INC	09/14/2009	12/10/2010	9,250.00	7,169.00	2,081.00
294. EMERSON ELEC CO	07/16/2009	08/26/2010	13,389.00	9,987.00	3,402.00
189. EXELON CORPORATION	07/16/2009	10/13/2010	8,146.00	9,658.00	-1,512.00
51. EXXON MOBIL CORP	07/16/2009	12/13/2010	3,689.00	3,452.00	237.00
33. FASTENAL CO	03/06/2009	03/11/2010	1,482.00	864.00	618.00
50000. F H L B DEB 5.125% 9/10/10	10/15/2007	09/10/2010	50,000.00	50,646.00	-646.00
50000. F H L M C M T N 5.125% 7/15/12	10/15/2007	11/22/2010	53,753.00	50,737.00	3,016.00
50000. F N M A M T N 5.250% 9/15/16	10/15/2007	11/23/2010	59,003.00	50,665.00	8,338.00
50000. F N M A M T N 5.375% 6/12/17	10/15/2007	11/23/2010	59,503.00	50,950.00	8,553.00
50000. F N M A M T N 3.250% 2/10/10	06/10/2008	02/10/2010	50,000.00	50,000.00	
2607.159 NUVEEN HIGH INCOME BOND FD CL Y	06/19/2008	04/12/2010	22,630.00	24,686.00	-2,056.00
3227.077 NUVEEN HIGH INCOME BOND FD CL Y	07/16/2009	08/26/2010	27,527.00	23,235.00	4,292.00
16.856 NUVEEN HIGH INCOME BOND FD CL Y	10/23/2009	10/25/2010	150.00	138.00	12.00
215.742 NUVEEN HIGH INCOME BOND FD CL Y	12/08/2009	12/10/2010	1,914.00	1,780.00	134.00
3510.43 NUVEEN MID CAPITAL INDEX FUND CL Y	07/16/2009	08/26/2010	36,544.00	29,944.00	6,600.00
2149.396 NUVEEN MID CAPITAL INDEX FUND CL Y	07/16/2009	12/13/2010	27,985.00	18,334.00	9,651.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number

26-2029619

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 103. FOMENTO ECONOMICO MEX SP A D R	10/09/2007	03/29/2010	4,832.00	3,949.00	883.00
645. FOSTERS GROUP LIMITED A D R	12/19/2008	03/29/2010	3,115.00	2,412.00	703.00
57. FRANCE TELECOM SPSD ADR	10/09/2007	02/12/2010	1,286.00	1,860.00	-574.00
22. FUJIFILM HOLDINGS A D R	03/03/2009	03/29/2010	765.00	382.00	383.00
59. FUJIFILM HOLDINGS A D R	04/20/2009	12/13/2010	2,066.00	1,513.00	553.00
50000. GENERAL ELEC CAP MTN 4.375% 3/03/12	08/13/2009	11/22/2010	52,014.00	51,447.00	567.00
14. GLAXO SMITHKLINE P L C A D R	12/19/2008	03/29/2010	533.00	514.00	19.00
36. GOLDMAN SACHS GROUP INC	10/09/2007	03/29/2010	6,199.00	8,258.00	-2,059.00
3. GOLDMAN SACHS GROUP INC	10/09/2007	04/12/2010	536.00	688.00	-152.00
50000. GOLDMAN SACHS 5.700% 9/01/12	10/15/2007	11/22/2010	53,714.00	50,678.00	3,036.00
8. GOOGLE INC CL A	03/06/2009	03/11/2010	4,643.00	2,428.00	2,215.00
50000. HSBC FINANCE CORP 5.250% 1/14/11	06/10/2008	11/23/2010	50,263.00	50,189.00	74.00
372. HASBRO INC	10/23/2009	10/25/2010	17,279.00	10,454.00	6,825.00
69. HEWLETT PACKARD CO	04/20/2009	10/13/2010	2,906.00	2,411.00	495.00
400. HOME DEPOT INC	07/21/2009	08/26/2010	11,308.00	9,704.00	1,604.00
65. HONDA MOTOR CO LTD A D R	11/24/2008	03/29/2010	2,288.00	1,376.00	912.00
105. HONDA MOTOR CO LTD A D R	04/20/2009	12/13/2010	3,989.00	2,945.00	1,044.00
221. I T T CORPORATION	07/16/2009	08/26/2010	9,476.00	9,918.00	-442.00
204. INTEL CORP	03/06/2009	12/13/2010	4,394.00	2,501.00	1,893.00
29. INTERNATIONAL BUSINESS MACHS CORP	03/06/2009	03/11/2010	3,695.00	2,457.00	1,238.00
38. INTERNATIONAL BUSINESS MACHS CORP	04/20/2009	05/28/2010	4,757.00	3,819.00	938.00
171. ISHARES MSCI EMERGING MKTS E T F	07/16/2009	12/13/2010	8,030.00	5,650.00	2,380.00
422. KEPPEL CORP LTD SPONS A D R	10/09/2007	04/12/2010	5,672.00	8,588.00	-2,916.00
. MERRILL LYNCH & CO INC		07/26/2010	97.00		97.00
299. MITSUBISHI UFJ FINL GRP A D R	06/19/2008	03/29/2010	1,582.00	2,873.00	-1,291.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
L & M WILLIAMS FAMILY FOUNDATION 080012214400	26-2029619

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 9. MITSUI & CO LTD SPSD ADR	04/15/2009	12/13/2010	2,920.00	2,147.00	773.00
21. NATIONAL GRID PLC SP A D R	03/06/2009	03/29/2010	1,014.00	838.00	176.00
123. NESTLE SA SPONSORED A D R	04/20/2009	12/13/2010	7,097.00	3,984.00	3,113.00
587.621 NEUBERGER BERMAN GENESIS INSTL FD	07/21/2009	08/26/2010	21,413.00	18,845.00	2,568.00
50. NOVARTIS AG A D R	09/25/2008	10/19/2010	2,937.00	2,766.00	171.00
90. OCCIDENTAL PETROLEUM CORPORATION	07/16/2009	12/13/2010	8,503.00	5,995.00	2,508.00
224. ORACLE CORPORATION	09/25/2008	04/12/2010	5,856.00	4,652.00	1,204.00
460. PACKAGING CORP AMERICA	08/13/2009	08/26/2010	10,276.00	8,968.00	1,308.00
131. PANERA BREAD COMPANY CL A	10/23/2009	10/25/2010	12,333.00	7,285.00	5,048.00
99. PETROLEO BRASILEIRO SPON A D R	10/09/2007	04/12/2010	3,921.00	3,453.00	468.00
29. PRAXAIR INC	11/27/2007	04/12/2010	2,463.00	2,295.00	168.00
23. PRICELINE COM INC	03/06/2009	03/11/2010	5,537.00	1,888.00	3,649.00
140. QUALCOMM INC	10/09/2007	03/29/2010	5,827.00	5,933.00	-106.00
59. ROCKWELL COLLINS INC	05/04/2009	05/28/2010	3,453.00	2,228.00	1,225.00
308.672 T ROWE PRICE SM CAP VAL	07/16/2009	08/26/2010	8,847.00	7,720.00	1,127.00
322.193 T ROWE PRICE SM CAP VAL	07/16/2009	12/13/2010	11,689.00	8,058.00	3,631.00
1939.417 ROWE T PRICE MID-CAP VALUE FD INC	07/16/2009	08/26/2010	38,653.00	32,233.00	6,420.00
233. KONINKLIJKE (ROYAL) KPN NV SP ADR	10/09/2007	03/29/2010	3,660.00	4,016.00	-356.00
452. STANDARD & POORS DEPOSITARY RECEIPTS	10/09/2007	03/29/2010	52,934.00	70,232.00	-17,298.00
332. STANDARD & POORS DEPOSITARY RECEIPTS	10/09/2007	04/12/2010	39,797.00	51,586.00	-11,789.00
69. SANOFI A D R	03/03/2009	03/29/2010	2,577.00	1,771.00	806.00
51. SCHWAB CHARLES CORP	01/28/2008	02/12/2010	890.00	1,078.00	-188.00
78. SCHWAB CHARLES CORP	09/25/2008	03/01/2010	1,422.00	1,891.00	-469.00
143. STATOIL ASA A D R	04/20/2009	05/28/2010	2,866.00	2,455.00	411.00
29. TELEFONICA SA SPON A D R	09/30/2008	04/12/2010	2,126.00	2,071.00	55.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number 26-2029619

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 250. TERADATA CORP DEL	08/25/2009	09/28/2010	9,643.00	6,660.00	2,983.00
57. TEVA PHARMACEUTICAL INDS LTD A D R	03/06/2009	05/28/2010	3,106.00	2,527.00	579.00
90. TOKIO MARINE HOLDINGS A D R	04/20/2009	05/28/2010	2,457.00	2,457.00	
72. TOTAL S A A D R	10/09/2007	03/11/2010	4,202.00	5,604.00	-1,402.00
187. TURKCELL ILETISIM HIZMET A D R	10/16/2008	04/12/2010	2,958.00	3,449.00	-491.00
57. UNILEVER PLC SPSD ADR	10/09/2008	03/29/2010	1,619.00	1,345.00	274.00
68. UNITED TECHNOLOGIES CORP	10/09/2007	03/29/2010	5,028.00	5,495.00	-467.00
20. VISA INC CLASS A SHRS	03/06/2009	03/11/2010	1,847.00	1,021.00	826.00
44. VISA INC CLASS A SHRS	04/20/2009	05/28/2010	3,180.00	2,496.00	684.00
514. WERNER ENTERPRISES INC	07/21/2009	08/26/2010	10,378.00	8,943.00	1,435.00
617. WILLIAMS COS INC	07/21/2009	08/26/2010	11,297.00	9,853.00	1,444.00
695. WINDSTREAM CORP	07/16/2009	12/13/2010	9,779.00	5,594.00	4,185.00
61. X T O ENERGY INC	12/19/2008	02/12/2010	2,756.00	2,261.00	495.00
114. ACCENTURE PLC CL A	10/09/2007	03/29/2010	4,804.00	4,532.00	272.00
153. CENTRAL EUROPEAN MEDIA ENT A	04/20/2009	08/26/2010	3,175.00	2,387.00	788.00
135. ACE LTD	07/16/2009	12/13/2010	8,297.00	6,103.00	2,194.00
. LAZARD LTD	01/01/2009	12/31/2010	5,826.00	3,404.00	2,422.00
. WELLS FARGO 6003-0769	01/01/2009	12/31/2010	334,025.00	264,786.00	69,239.00
. WELLS FARGO 6859-1092	01/01/2009	12/31/2010	323,778.00	269,064.00	54,714.00
. WELLS FARGO 5156-6367	01/01/2009	12/31/2010	180,278.00	145,064.00	35,214.00
. WELLS FARGO 8865-7199	01/01/2009	12/31/2010	129,924.00	111,430.00	18,494.00
. WELLS FARGO 2871-9805	01/01/2009	12/31/2010	978,123.00	929,335.00	48,788.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 357,949.00

FEDERAL CAPITAL GAIN DIVIDENDS

SHORT-TERM CAPITAL GAIN DIVIDENDS		
T ROWE PRICE SM CAP VAL	22.00	
T ROWE PRICE SM CAP VAL	2.00	
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS		24.00
LONG-TERM CAPITAL GAIN DIVIDENDS		
15% RATE CAPITAL GAIN DIVIDENDS		
T ROWE PRICE SM CAP VAL	113.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		113.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		113.00

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- 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.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

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.

Type or print	Name of exempt organization L & M WILLIAMS FAMILY FOUNDATION 080012214400	**Employer identification number** 26-2029619
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions P O BOX 3168	
	City, town or post office, state, and ZIP code For a foreign address, see instructions PORTLAND, OR 97208	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0][4]

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ US BANK

Telephone No ▶ (503)275-4327 FAX No. ▶

- 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.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 11 , to file the exempt organization return for the organization named above. The extension is for the organization's return for.
▶ [X] calendar year 20 10 or
▶ [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

2 If the tax year entered in line 1 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**	$ 11,349.
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.	**3b**	$ 1,716.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$ 9,633.

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. Only file the original (no copies needed).

Type or print	Name of exempt organization	Employer identification number
	L & M WILLIAMS FAMILY FOUNDATION 080012214400	26-2029619
File by the extended due date for filing your return See instructions	Number, street, and room or suite no If a P O. box, see instructions PO BOX 3168	
	City, town or post office, state, and ZIP code For a foreign address, see instructions PORTLAND, OR 97208	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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 ▶ US BANK

Telephone No. ▶ 503-275-4327 FAX No. ▶ 503-275-6283

• 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 the tax year entered in line 5 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 Complicated return requires outside information, when the outside information is received a complete and accurate return can be filed.

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	$ 11,349
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	$ 11,349
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.00

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 ▶ US Bank National Association By Carolyn O'Malley Authorized Signature Title ▶ Trust Tax Officer Date ▶ 8/3/2011