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Form **990-PF** **Return of Private Foundation** or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation OMB No 1545-0052  
 Department of the Treasury Internal Revenue Service **2010**  
 Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

**G** Check all that apply  Initial return  Initial return of a former public charity  Final return  
 Amended return  Address change  Name change

Name of foundation **L E WILSON CHARITABLE TRUST B** **A** Employer identification number **26-4168412**  
 Number and street (or P O box number if mail is not delivered to street address) Room/suite **B** Telephone number (see page 10 of the instructions)  
**Wells Fargo Bank N A 101N Independence Mall E MACY1372-062** **(888) 730-4933**  
 City or town, state, and ZIP code **Philadelphia PA 19106-2112**

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

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 4,390,300** **J** Accounting method  Cash  Accrual  Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis)

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	0	0		
	<b>4</b> Dividends and interest from securities	137,389	135,921		
	<b>5 a</b> Gross rents		0		
	<b>b</b> Net rental income or (loss)	0			
	<b>6 a</b> Net gain or (loss) from sale of assets not on line 10	48,753			
	<b>b</b> Gross sales price for all assets on line 6a	1,228,905			
	<b>7</b> Capital gain net income (from Part IV, line 2)		48,753		
	<b>8</b> Net short-term capital gain			0	
	<b>9</b> Income modifications				
	<b>10 a</b> Gross sales less returns and allowances	0			
<b>b</b> Less Cost of goods sold	0				
<b>c</b> Gross profit or (loss) (attach schedule)	0				
<b>11</b> Other income (attach schedule)	0	0	0		
<b>12 Total</b> Add lines 1 through 11	186,142	184,674	0		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0			
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16 a</b> Legal fees (attach schedule)	0	0	0	0
	<b>b</b> Accounting fees (attach schedule)	0	0	0	0
	<b>c</b> Other professional fees (attach schedule)	0	0	0	0
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see page 14 of the instructions)	2,613	1,487	0	0
	<b>19</b> Depreciation (attach schedule) and depletion	0	0	0	
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	12,804	9,749	0	3,055
	<b>24 Total operating and administrative expenses</b> Add lines 13 through 23	15,417	11,236	0	3,055
	<b>25</b> Contributions, gifts, grants paid	116,350			116,350
<b>26 Total expenses and disbursements</b> Add lines 24 and 25	131,767	11,236	0	119,405	
<b>27 Subtract line 26 from line 12</b>					
<b>a Excess of revenue over expenses and disbursements</b>	54,375				
<b>b Net investment income</b> (if negative, enter -0-)		173,438			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		0	0
	2	Savings and temporary cash investments		77,725	77,725
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	3,458,340	3,441,689	4,312,576	
14	Land, buildings, and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	
15	Other assets (describe )	0	0	0	
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	3,458,340	3,519,414	4,390,301	
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe )	0	0	
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	3,458,340	3,519,414	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	3,458,340	3,519,414		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	3,458,340	3,519,414		

**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	3,458,340
2	Enter amount from Part I, line 27a	2	54,375
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	3	18,665
4	Add lines 1, 2, and 3	4	3,531,380
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	5	11,966
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,519,414

**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.)
<b>1a</b> See Attached Statement				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>	0	0	0	
<b>b</b>	0	0	0	
<b>c</b>	0	0	0	
<b>d</b>	0	0	0	
<b>e</b>	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any		
<b>a</b>	0	0	0	
<b>b</b>	0	0	0	
<b>c</b>	0	0	0	
<b>d</b>	0	0	0	
<b>e</b>	0	0	0	
<b>2</b> 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			<b>2</b>	48,753
<b>3</b> 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			<b>3</b>	0

**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	119,664	3,476,149	0.034424
2008	76,549	3,279,237	0.023344
2007			0.000000
2006			0.000000
2005			0.000000
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.057768
<b>3</b> 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			<b>3</b> 0.028884
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			<b>4</b> 3,975,083
<b>5</b> Multiply line 4 by line 3			<b>5</b> 114,816
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 1,734
<b>7</b> Add lines 5 and 6			<b>7</b> 116,550
<b>8</b> Enter qualifying distributions from Part XII, line 4 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.			<b>8</b> 119,405

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

<b>1 a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter ..... (attach copy of letter if necessary—see instructions)			
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	1,734	
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0	
<b>3</b> Add lines 1 and 2	<b>3</b>	1,734	
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>		
<b>5</b> Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b>	1,734	
<b>6</b> Credits/Payments			
<b>a</b> 2010 estimated tax payments and 2009 overpayment credited to 2010	<b>6a</b>	1,126	
<b>b</b> Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	0	
<b>d</b> Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b> Total credits and payments Add lines 6a through 6d	<b>7</b>	1,126	
<b>8</b> Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	608	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	0	
<b>11</b> Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	<b>11</b>	0	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1 a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>b</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)? <i>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</i>		X
<b>c</b> Did the foundation file Form 1120-POL for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
<b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i>		X
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> AL .....		
<b>b</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? <i>If "No," attach explanation</i>	X	
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions )	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010 )	3b	N/A
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)?  Yes  No  
 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) N/A

**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?  Yes  No  
 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?  Yes  No

	<b>5b</b>	N/A
	<b>6b</b>	X
	<b>7b</b>	N/A

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

**1 List all officers, directors, trustees, foundation managers and their compensation (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
Wells Fargo Bank, N A 101N Independence Mall E MACY1372-062 PH	Trustee 4 00	116,350	0	0
.....	00	0	0	0
.....	00	0	0	0
.....	00	0	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.....				
.....				
.....				
.....				
.....				
<b>Total number of other employees paid over \$50,000</b>				<b>0</b>

**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		0
		0
		0
		0
		0
		0
<b>Total number of others receiving over \$50,000 for professional services</b>		0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
<b>1</b> NONE	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> NONE	
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b> NONE	0
<b>Total. Add lines 1 through 3</b>	0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	3,614,456
<b>b</b>	Average of monthly cash balances	<b>1b</b>	421,161
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,035,617
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,035,617
<b>4</b>	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	60,534
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	3,975,083
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	198,754

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	198,754
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	1,734
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	0
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,734
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	197,020
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	197,020
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	197,020

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	119,405
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	119,405
<b>5</b>	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)	<b>5</b>	1,734
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	117,671

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7				197,020
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			99,487	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2010				
<b>a</b> From 2005	NONE			
<b>b</b> From 2006	NONE			
<b>c</b> From 2007	NONE			
<b>d</b> From 2008	NONE			
<b>e</b> From 2009	NONE			
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4 <b>▶</b> \$ <u>119,405</u>				
<b>a</b> Applied to 2009, but not more than line 2a			99,487	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
<b>d</b> Applied to 2010 distributable amount				19,918
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
<b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
<b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				177,102
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
<b>9</b> Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2006	0			
<b>b</b> Excess from 2007	0			
<b>c</b> Excess from 2008	0			
<b>d</b> Excess from 2009	0			
<b>e</b> Excess from 2010	0			

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

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

**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				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
<b>b</b> 85% of line 2a	0	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed	0				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
<b>(3)</b> Largest amount of support from an exempt organization					0
<b>(4)</b> Gross investment income					0

**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) )

NONE

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

NONE

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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

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

---

- c** Any submission deadlines

---

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

**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	116,350
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			▶ <b>3b</b>	0





L E WILSON CHARITABLE TRUST B

26-4168412 Page 1 of 1

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name UNIFIED SCHOOL DISTRICT #498				
Street PO BOX 89				
City WATERVILLE	State KS	Zip Code 66548	Foreign Country	
Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				Amount 116,350

Name				
Street				
City	State	Zip Code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name				
Street				
City	State	Zip Code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name				
Street				
City	State	Zip Code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name				
Street				
City	State	Zip Code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name				
Street				
City	State	Zip Code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	Totals	
															Gross Sales	Cost, Other Basis and Expenses
														1,228,905	1,180,152	48,753
														0	0	0
														Securities		
														Other sales		
1	X	AVX CORP COM	002444107			3/18/2010		7/13/2010	7,347	8,179				-832		
2	X	AGILENT TECHNOLOGIES INC	00846U101			3/14/2007		7/12/2010	14,114	15,956				-1,842		
3	X	ARCHER DANIELS MIDLAND CO	039483102			1/28/2009		4/16/2010	11,629	11,486				143		
4	X	BMC SOFTWARE INC	055921100			9/26/2007		8/26/2010	13,995	12,026				1,969		
5	X	BAXTER INTL INC	071813109			3/14/2007		7/12/2010	10,127	11,739				-1,612		
6	X	BUCCYRUS INTERNATIONAL IN	118759109			12/3/2009		4/16/2010	3,496	2,633				863		
7	X	BUCCYRUS INTERNATIONAL IN	118759109			12/3/2009		5/25/2010	10,214	11,637				-1,423		
8	X	CA INC	12673P105			12/15/2008		7/12/2010	12,729	11,675				1,054		
9	X	CENTURYLINK, INC	156700106			2/12/2009		11/4/2010	18,934	11,352				7,582		
10	X	DELAWARE POOLED TRUST-	246248306			2/20/2009		2/4/2010	182,031	134,500				47,531		
11	X	DISCOVER FINANCIAL SERV	254709108			9/24/2009		2/9/2010	11,275	13,845				-2,570		
12	X	DREYFUS THE BOSTON COM	26203E836			9/26/2007		2/4/2010	30,893	43,320				-12,427		
13	X	FHLMC PARTN CTFS POOL #	3128GUNT3			1/7/2003		3/15/2010	65	68				-3		
14	X	FHLMC PARTN CTFS POOL #	3128GUNT3			1/7/2003		4/15/2010	65	68				-3		
15	X	FHLMC PARTN CTFS POOL #	3128GUNT3			1/7/2003		5/17/2010	431	455				-24		
16	X	FHLMC POOL #E85994 6 500	3128GUNT3			1/7/2003		6/15/2010	60	63				-3		
17	X	FHLMC POOL #E85994 6 500	3128GUNT3			1/7/2003		7/15/2010	60	63				-3		
18	X	FHLMC POOL #E85994 6 500	3128GUNT3			1/7/2003		8/15/2010	372	392				-20		
19	X	FHLMC POOL #E85994 6 500	3128GUNT3			1/7/2003		9/15/2010	53	56				-3		
20	X	FHLMC POOL #E85994 6 500	3128GUNT3			1/7/2003		10/15/2010	53	56				-3		
21	X	FHLMC POOL #E85994 6 500	3128GUNT3			1/7/2003		11/15/2010	481	507				-26		
22	X	FHLMC POOL #E85994 6 500	3128GUNT3			1/7/2003		12/15/2010	49	51				-2		
23	X	DREYFUS THE BOSTON COM	26203E836			7/9/2008		2/4/2010	36,585	45,000				-8,415		
24	X	DREYFUS THE BOSTON COM	26203E836			2/20/2009		2/4/2010	49,607	37,500				12,107		
25	X	FHLMC PARTN CTFS POOL #	3128GUNT3			1/7/2003		1/15/2010	72	76				-4		
26	X	FHLMC PARTN CTFS POOL #	3128GUNT3			1/7/2003		2/16/2010	64	68				-4		
27	X	FHLMC POOL #E85994 6 500	3128GUNT3			1/7/2003		1/15/2011	761	802				-41		
28	X	FEDERAL HOME LN MTG COF	3128GSDX2			1/23/2003		1/15/2010	185	194				-9		
29	X	FEDERAL HOME LN MTG COF	3128GSDX2			1/23/2003		2/16/2010	120	126				-6		
30	X	AVX CORP COM	002444107			3/18/2010		7/12/2010	4,355	4,927				-572		
31	X	AVX CORP COM	002444107			3/19/2010		7/13/2010	1,378	1,529				-151		
32	X	FEDERAL HOME LN MTG COF	3128GSDX2			1/23/2003		3/15/2010	92	96				-4		
33	X	FEDERAL HOME LN MTG COF	3128GSDX2			1/23/2003		4/15/2010	115	120				-5		
34	X	FEDERAL HOME LN MTG COF	3128GSDX2			1/23/2003		5/17/2010	339	355				-16		
35	X	FHLMC POOL #E89118 6 000	3128GSDX2			1/23/2003		6/15/2010	43	45				-2		
36	X	FHLMC POOL #E89118 6 000	3128GSDX2			1/23/2003		7/15/2010	43	45				-2		
37	X	FHLMC POOL #E89118 6 000	3128GSDX2			1/23/2003		8/15/2010	43	45				-2		
38	X	FHLMC POOL #E89118 6 000	3128GSDX2			1/23/2003		9/15/2010	100	104				-4		
39	X	FHLMC POOL #E89118 6 000	3128GSDX2			1/23/2003		10/15/2010	98	103				-5		
40	X	FHLMC POOL #E89118 6 000	3128GSDX2			1/23/2003		11/15/2010	46	48				-2		
41	X	FHLMC POOL #E89118 6 000	3128GSDX2			1/23/2003		12/15/2010	44	46				-2		
42	X	FHLMC POOL #E89118 6 000	3128GSDX2			1/23/2003		1/15/2011	89	93				-4		
43	X	FEDERAL HOME LN MTG COF	3134A33L8			3/14/2000		3/15/2010	108,300	108,300				0		
44	X	FEDERAL NATL MTG ASSN N	31359MFG3			3/14/2000		1/15/2010	39,565	39,701				-136		
45	X	FLOWERVE CORP COM	34354P105			8/10/2009		11/4/2010	14,676	13,099				1,577		
46	X	FORD MOTOR COMPANY	345370860			7/12/2010		11/4/2010	4,464	4,464				0		
47	X	FRANCHISE FIN CORP 8 750	351807AH5			2/13/2003		10/15/2010	16,245	20,339				-4,094		
48	X	GOVERNMENT NATL MTG AS	36211RH36			1/31/2000		1/15/2010	3	3				0		
49	X	GOVERNMENT NATL MTG AS	36211RH36			1/31/2000		2/16/2010	3	3				0		
50	X	GOVERNMENT NATL MTG AS	36211RH36			1/31/2000		3/15/2010	3	3				0		

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
									Securities	Other sales			
									Amount	6,211			
Long Term CG Distributions										0			
Short Term CG Distributions										0			
51	X	GOVERNMENT NATL MTG AS	36211RH36			1/31/2000		4/15/2010	3	3			0
52	X	GOVERNMENT NATL MTG AS	36211RH36			1/31/2000		5/17/2010	3	3			0
53	X	GNMA POOL #520550 8 0009	36211RH36			1/31/2000		6/15/2010	3	3			0
54	X	GNMA POOL #520550 8 0009	36211RH36			1/31/2000		7/15/2010	3	3			0
55	X	GNMA POOL #520550 8 0009	36211RH36			1/31/2000		8/15/2010	3	3			0
56	X	GNMA POOL #520550 8 0009	36211RH36			1/31/2000		9/15/2010	3	3			0
57	X	GNMA POOL #520550 8 0009	36211RH36			1/31/2000		10/15/2010	3	3			0
58	X	GNMA POOL #520550 8 0009	36211RH36			1/31/2000		11/15/2010	3	3			0
59	X	GNMA POOL #520550 8 0009	36211RH36			1/31/2000		12/15/2010	3	3			0
60	X	GAP INC COM	364760108			1/31/2000		1/15/2011	3	3			0
61	X	GENERAL MILLS INC	370334104			9/10/2008		4/16/2010	4,438	3,427			1,011
62	X	GOLDMAN SACHS GROUP INC	38141G104			7/17/2008		8/26/2010	15,778	14,389			1,389
63	X	GOVERNMENT NATL MTG AS	38373MJZ4			12/3/2009		11/10/2010	14,178	14,168			10
64	X	GOVERNMENT NATL MTG AS	38373MJZ4			1/15/2004		1/19/2010	270	286			-16
65	X	GOVERNMENT NATL MTG AS	38373MJZ4			1/15/2004		2/16/2010	271	288			-17
66	X	GOVERNMENT NATL MTG AS	38373MJZ4			1/15/2004		3/16/2010	272	289			-17
67	X	GOVERNMENT NATL MTG AS	38373MJZ4			1/15/2004		4/16/2010	274	290			-16
68	X	GOVERNMENT NATL MTG AS	38373MJZ4			1/15/2004		5/17/2010	275	292			-17
69	X	GOVT NATL MTG ASSN 5 500	38373MJZ4			1/15/2004		6/16/2010	276	293			-17
70	X	GOVT NATL MTG ASSN 5 500	38373MJZ4			1/15/2004		7/16/2010	277	294			-17
71	X	GOVT NATL MTG ASSN 5 500	38373MJZ4			1/15/2004		8/16/2010	279	296			-17
72	X	GOVT NATL MTG ASSN 5 500	38373MJZ4			1/15/2004		9/16/2010	280	297			-17
73	X	GOVT NATL MTG ASSN 5 500	38373MJZ4			1/15/2004		10/16/2010	281	298			-17
74	X	GOVT NATL MTG ASSN 5 500	38373MJZ4			1/15/2004		11/16/2010	283	300			-17
75	X	GOVT NATL MTG ASSN 5 500	38373MJZ4			1/15/2004		12/16/2010	284	301			-17
76	X	HEWITT ASSOC INC CL A	42822Q100			12/3/2009		2/9/2010	12,986	14,377			-1,391
77	X	ING REAL ESTATE FUND CL I	44981V706			2/20/2009		2/4/2010	60,000	37,094			22,906
78	X	KELLOGG CO	487836108			1/18/2006		6/23/2010	16,949	13,986			2,963
79	X	KRAFT FOODS INC	50075N104			7/27/2009		7/12/2010	13,482	13,070			412
80	X	MCDONALDS CORP	580135101			3/14/2007		7/12/2010	14,870	9,362			5,508
81	X	MUNDER MID CAP CORE GRC	626124242			10/1/2007		2/4/2010	89,918	129,960			-40,042
82	X	MUNDER MID CAP CORE GRC	626124242			7/9/2008		2/4/2010	140,984	170,000			-29,016
83	X	MUNDER MID CAP CORE GRC	626124242			2/20/2009		2/4/2010	105,331	75,000			30,331
84	X	PFIZER INC COM	717081103			10/29/2008		4/16/2010	11,860	12,422			-562
85	X	PRAXAIR INC COM	74005P104			2/22/2006		5/4/2010	16,779	11,145			5,634
86	X	STATE STREET CORP COM	85747T103			12/15/2008		5/4/2010	14,322	11,669			2,653
87	X	TD AMERITRADE HOLDING C	87236Y108			7/27/2009		1/15/2010	12,966	13,012			-46
88	X	VIACOM INC NEW	92553P201			12/3/2009		7/12/2010	15,978	14,167			1,811
89	X	WATSON PHARMACEUTICALS	942683103			9/30/2008		3/18/2010	17,211	11,950			5,261
90	X	ACCENTURE PLC-CL A COM	G1151C101			1/21/2009		3/18/2010	14,288	10,918			3,370
91	X	COCCIEN PLC	G2554F105			9/10/2008		11/4/2010	11,435	15,614			-4,179
92	X	NOBLE CORPORATION	H5833N103			7/17/2008		11/4/2010	9,678	14,818			-5,140

**Line 18 (990-PF) - Taxes**

		2,613	1,487	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	0			
2	ESTIMATED EXCISE TAX PAID	1,126			
3	FOREIGN TAX WITHHELD	1,487	1,487		
4					
5					
6					
7					
8					
9					
10					

**Line 23 (990-PF) - Other Expenses**

		12,804	9,749	0	3,055
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	12,218	9,163		3,055
3	INVESTMENT INTEREST EXPENSE	586	586		
4					
5					
6					
7					
8					
9					
10					

**Part II, Line 13 (990-PF) - Investments - Other**

	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED STMT			3,441,689	4,312,576
2	PRIOR YEAR		3,458,340		
3					
4					
5					
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**Part III (990-PF) - Changes in Net Assets or Fund Balances**

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**Line 3 - Other increases not included in Part III, Line 2**

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	17,707
2	FEDERAL EXCISE TAX PAID	2	958
3	Total	3	18,665

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**Line 5 - Decreases not included in Part III, Line 2**

1	COST BASIS ADJUSTMENT	1	368
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	11,598
3	Total	3	11,966

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	Amount		Date Acquired	How Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions											
		6,211	0				1,222,694	0	1,180,152	42,542	0	0	0	42,542
58	GNMA POOL #520550 8.000% 2/15/30	36211RH36		1/31/2000		11/15/2010	3	0	3	0	0	0	0	0
59	GNMA POOL #520550 8.000% 2/15/30	36211RH36		1/31/2000		12/15/2010	3	0	3	0	0	0	0	0
60	GNMA POOL #520550 8.000% 2/15/30	36211RH36		1/31/2000		1/15/2011	3	0	3	0	0	0	0	0
61	GAP INC COM	364760108		9/10/2008		4/16/2010	4,438	0	3,427	1,011	0	0	0	1,011
62	GENERAL MILLS INC	370334104		7/17/2008		8/26/2010	15,778	0	14,389	1,389	0	0	0	1,389
63	GOLDMAN SACHS GROUP INC	38141G104		12/3/2009		11/10/2010	14,178	0	14,168	10	0	0	0	10
64	GOVERNMENT NATL MTG ASSN SER 20	38373MJZ4		1/15/2004		1/19/2010	270	0	286	-16	0	0	0	-16
65	GOVERNMENT NATL MTG ASSN SER 20	38373MJZ4		1/15/2004		2/16/2010	271	0	288	-17	0	0	0	-17
66	GOVERNMENT NATL MTG ASSN SER 20	38373MJZ4		1/15/2004		3/16/2010	272	0	289	-17	0	0	0	-17
67	GOVERNMENT NATL MTG ASSN SER 20	38373MJZ4		1/15/2004		4/16/2010	274	0	290	-16	0	0	0	-16
68	GOVERNMENT NATL MTG ASSN SER 20	38373MJZ4		1/15/2004		5/17/2010	275	0	292	-17	0	0	0	-17
69	GOVT NATL MTG ASSN 5.500% 3/16/11	38373MJZ4		1/15/2004		6/16/2010	276	0	293	-17	0	0	0	-17
70	GOVT NATL MTG ASSN 5.500% 3/16/11	38373MJZ4		1/15/2004		7/16/2010	277	0	294	-17	0	0	0	-17
71	GOVT NATL MTG ASSN 5.500% 3/16/11	38373MJZ4		1/15/2004		8/16/2010	279	0	296	-17	0	0	0	-17
72	GOVT NATL MTG ASSN 5.500% 3/16/11	38373MJZ4		1/15/2004		9/16/2010	280	0	297	-17	0	0	0	-17
73	GOVT NATL MTG ASSN 5.500% 3/16/11	38373MJZ4		1/15/2004		10/16/2010	281	0	298	-17	0	0	0	-17
74	GOVT NATL MTG ASSN 5.500% 3/16/11	38373MJZ4		1/15/2004		11/16/2010	283	0	300	-17	0	0	0	-17
75	GOVT NATL MTG ASSN 5.500% 3/16/11	38373MJZ4		1/15/2004		12/16/2010	284	0	301	-17	0	0	0	-17
76	HEWITT ASSOC INC CL A	42822Q100		12/3/2009		2/9/2010	12,986	0	14,377	-1,391	0	0	0	-1,391
77	ING REAL ESTATE FUND CL I	44981V706		2/20/2009		2/4/2010	60,000	0	37,094	22,906	0	0	0	22,906
78	KELLOGG CO	487836108		1/18/2006		6/23/2010	16,949	0	13,966	2,963	0	0	0	2,963
79	KRAFT FOODS INC	50075N104		7/27/2009		7/12/2010	13,482	0	13,070	412	0	0	0	412
80	MCDONALDS CORP	580135101		3/14/2007		7/12/2010	14,870	0	9,362	5,508	0	0	0	5,508
81	MUNDER MID CAP CORE GROWTH FD	626124242		10/1/2007		2/4/2010	89,918	0	129,960	-40,042	0	0	0	-40,042
82	MUNDER MID CAP CORE GROWTH FD	626124242		7/9/2008		2/4/2010	140,984	0	170,000	-29,016	0	0	0	-29,016
83	MUNDER MID CAP CORE GROWTH FD	626124242		2/20/2009		2/4/2010	105,331	0	75,000	30,331	0	0	0	30,331
84	PFIZER INC COM	717081103		10/29/2008		4/16/2010	11,860	0	12,422	-562	0	0	0	-562
85	PRAXAIR INC COM	74005P104		2/22/2006		5/4/2010	16,779	0	11,145	5,634	0	0	0	5,634
86	STATE STREET CORP COM	857477103		12/15/2008		5/4/2010	14,322	0	11,669	2,653	0	0	0	2,653
87	TD AMERITRADE HOLDING CORP COM	87236Y108		7/27/2009		1/15/2010	12,966	0	13,012	-46	0	0	0	-46
88	VIACOM INC NEW	92553P201		12/3/2009		7/12/2010	15,978	0	14,167	1,811	0	0	0	1,811
89	WATSON PHARMACEUTICALS INC COM	942683103		9/30/2008		3/18/2010	17,211	0	11,950	5,261	0	0	0	5,261
90	ACCENTURE PLC-CL A COM	G1151C101		1/21/2009		3/18/2010	14,288	0	10,918	3,370	0	0	0	3,370
91	COVIDIEN PLC	G2554F105		9/10/2008		11/4/2010	11,435	0	15,614	-4,179	0	0	0	-4,179
92	NOBLE CORPORATION	H5633N103		7/17/2008		11/4/2010	9,678	0	14,818	-5,140	0	0	0	-5,140

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	<u>Date</u>		<u>Amount</u>
1 Credit from prior year return		1	
2 First quarter estimated tax payment	<u>5/13/2010</u>	2	<u>282</u>
3 Second quarter estimated tax payment	<u>6/9/2010</u>	3	<u>282</u>
4 Third quarter estimated tax payment	<u>9/13/2010</u>	4	<u>282</u>
5 Fourth quarter estimated tax payment	<u>12/10/2010</u>	5	<u>280</u>
6 Other payments		6	
7 Total		7	<u>1,126</u>

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	99,487
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	99,487

Account name. L E Wilson Charitable Trust B  
 EIN. 26-4168412

Security Category	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Corp Bonds	060505AU8	BANK OF AMERICA CORP 5.125% 11/15/14	31,455	30000.0000	31,310
Invest - Corp Bonds	071813BB4	BAXTER INTERNATIONAL 1 800% 3/15/13	10,157	10000.0000	9,988
Invest - Corp Bonds	079860AJ1	BELLSOUTH CORP 4 750% 11/15/12	57,762	54150.0000	54,456
Invest - Corp Bonds	17275RAG7	CISCO SYSTEMS INC 2 900% 11/17/14	25,932	25000.0000	25,276
Invest - Corp Bonds	3133XR88	FED HOME LN BK 4 000% 9/06/13	107,686	100000.0000	99,628
Invest - Corp Bonds	3134A4QD9	FED HOME LN MTG CORP 5.125% 7/15/12	115,782	108300.0000	107,768
Invest - Corp Bonds	3134A4UM4	FED HOME LN MTG CORP 4.500% 1/15/14	59,526	54150.0000	51,041
Invest - Corp Bonds	31398AD33	FED NATL MTG ASSN 2 125% 1/25/13	70,060	70000.0000	70,525
Invest - Corp Bonds	31398AH70	FED NATL MTG ASSN 1 800% 3/15/13	75,186	75000.0000	75,000
Invest - Corp Bonds	31398AL42	FED NATL MTG ASSN 4 300% 3/30/20	50,374	50000.0000	50,000
Invest - Corp Bonds	61747YCE3	MORGAN STANLEY 6 000% 4/28/15	27,075	25000.0000	26,635
Invest - Corp Bonds	760719BC7	REPUBLIC N Y CORP 7 000% 3/22/11	43,869	43320.0000	43,631
Invest - Corp Bonds	822582AL6	SHELL INTERNATIONAL 1.875% 3/25/13	15,226	15000.0000	14,982
Invest - Corp Bonds	912827B2	U S TREASURY NOTE 5.000% 8/15/11	55,741	54150.0000	59,005
Invest - Corp Bonds	912828DV9	U S TREASURY NOTE 4 125% 5/15/15	59,628	54150.0000	53,767
Invest - Corp Bonds	931142CR2	WAL-MART STORES INC 2 875% 4/01/15	25,645	25000.0000	24,896
Invest - Corp Stock	G6852T105	PARTNERRE LTD COM	16,070	200.0000	14,685
Invest - Corp Stock	H0023R105	ACE LIMITED	18,986	305.0000	16,680
Invest - Corp Stock	H8912P106	TYCO ELECTRONICS LTD F	19,045	538.0000	13,454
Invest - Corp Stock	H89128104	TYCO INTERNATIONAL LTD NEW	16,700	403.0000	13,628
Invest - Corp Stock	03076C106	AMERIPRISE FINL INC	20,488	356.0000	13,477
Invest - Corp Stock	031162100	AMGEN INC	11,035	201.0000	11,632
Invest - Corp Stock	110122108	BRISTOL MYERS SQUIBB CO	13,531	511.0000	11,574
Invest - Corp Stock	14149Y108	CARDINAL HEALTH INC COM	15,745	411.0000	14,621
Invest - Corp Stock	166764100	CHEVRON CORP	19,163	210.0000	17,816
Invest - Corp Stock	17275R102	CISCO SYSTEMS INC	13,069	646.0000	12,423
Invest - Corp Stock	172967101	CITIGROUP INC	16,252	3436.0000	14,955
Invest - Corp Stock	20825C104	CONOCOPHILLIPS	15,527	228.0000	14,132
Invest - Corp Stock	210371100	CONSTELLATION ENERGY GROUP INC	12,742	416.0000	14,971
Invest - Corp Stock	30231G102	EXXON MOBIL CORPORATION	11,260	154.0000	2,185
Invest - Corp Stock	364760108	GAP INC	13,970	631.0000	12,216
Invest - Corp Stock	369604103	GENERAL ELECTRIC CO	16,351	894.0000	13,850
Invest - Corp Stock	428236103	HEWLETT PACKARD CO	12,335	293.0000	9,244
Invest - Corp Stock	437076102	HOME DEPOT INC	17,144	489.0000	11,337
Invest - Corp Stock	458140100	INTEL CORP	14,153	673.0000	2,722
Invest - Corp Stock	459200101	INTERNATIONAL BUSINESS MACHS CORP	16,290	111.0000	2,755
Invest - Corp Stock	459506101	INTERNATIONAL FLAVORS & FRAGRANCES	16,621	299.0000	15,171

Invest - Corp Stock	46625H100	JPMORGAN CHASE & CO	14,720	347,000	15,455
Invest - Corp Stock	478160104	JOHNSON & JOHNSON	13,421	217,000	10,550
Invest - Corp Stock	58155Q103	MCKESSON CORP	16,328	232,000	14,222
Invest - Corp Stock	594918104	MICROSOFT CORP	15,713	563,000	15,685
Invest - Corp Stock	654106103	NIKE INC CL B	23,918	280,000	11,875
Invest - Corp Stock	674599105	OCCIDENTAL PETE CORP	20,405	208,000	13,204
Invest - Corp Stock	693475105	PNC FINANCIAL SERVICES GROUP	14,573	240,000	15,024
Invest - Corp Stock	742718109	PROCTER & GAMBLE CO	17,562	273,000	17,456
Invest - Corp Stock	778296103	ROSS STORES INC	19,481	308,000	12,275
Invest - Corp Stock	81211K100	SEALED AIR CORP COM	15,474	608,000	12,476
Invest - Corp Stock	882508104	TEXAS INSTRUMENTS INC	18,200	560,000	12,167
Invest - Corp Stock	88579Y101	3M CO	15,879	184,000	14,106
Invest - Corp Stock	913017109	UNITED TECHNOLOGIES CORP	18,263	232,000	8,604
Invest - Corp Stock	91529Y106	UNUM GROUP	15,719	649,000	13,789
Invest - Corp Stock	931142103	WAL MART STORES INC	15,046	279,000	14,203
Invest - Corp Stock	902494103	TYSON FOODS INC CL A DEL	13,552	787,000	13,849
Invest - Corp Stock	037833100	APPLE INC	17,096	53,000	13,825
Invest - Corp Stock	68389X105	ORACLE CORPORATION	18,498	591,000	13,793
Invest - Corp Stock	219350105	CORNING INC	14,992	776,000	13,595
Invest - Corp Stock	345370860	FORD MOTOR COMPANY	16,555	986,000	10,870
Invest - Corp Stock	171798101	CIMAREX ENERGY CO	16,378	185,000	13,759
Invest - Corp Stock	58405U102	MEDCO HEALTH SOLUTIONS INC	14,950	244,000	13,903
Invest - Corp Stock	44919F508	IAC/INTERACTIVECORP	15,355	535,000	13,229
Invest - Corp Stock	126650100	CVS/CAREMARK CORPORATION	16,272	468,000	13,136
Invest - Corp Stock	406216101	HALLIBURTON CO	19,027	466,000	15,301
Invest - Corp Stock	345838106	FOREST LABS INC	14,007	438,000	14,830
Invest - Corp Stock	235851102	DANAHER CORP	15,896	337,000	15,078
Invest - Corp Stock	92343V104	VERIZON COMMUNICATIONS	16,029	448,000	14,955
Invest - Corp Stock	907818108	UNION PACIFIC CORP	15,382	166,000	15,032
Invest - Other	3128GNTU3	FHLMC POOL #E85994 6 500% 9/01/16	3,758	3447,5600	3,636
Invest - Other	3128GSDX2	FHLMC POOL #E89118 6.000% 4/01/17	3,489	3196,3600	3,345
Invest - Other	36211RH36	GNMA POOL #520550 8 000% 2/15/30	1,178	1133,9300	1,134
Invest - Other	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	216,806	8903,7570	173,000
Invest - Other	411511306	HARBOR INTERNATIONAL FD INST #2011	471,534	7787,5070	319,500
Invest - Other	44980Q518	ING INTERNATIONAL REAL EST-I #2664	73,610	8500,0000	84,720
Invest - Other	44981V706	ING REAL ESTATE FUND CL-I #2190	340,947	23825,8040	155,106
Invest - Other	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	196,642	24127,7970	148,500
Invest - Other	52106N889	LAZARD EMERGING MKTS PTFL #638	154,583	7097,4580	67,000
Invest - Other	693391104	PIMCO REAL RETURN BOND FD-I #122	153,011	13469,2440	149,980
Invest - Other	693391559	PIMCO EMERG MKTS BD-INST #137	153,196	13801,4530	114,000

Invest - Other	722005667	PIMCO COMMODITY REAL RET STRAT-#45	185,840	20004	2990	186,700
Invest - Other	76628R615	RIDGEWORTH FD-MIDCAP VAL EQ I #5412	208,902	17599	1860	173,000
Invest - Other	780905451	ROYCE PREMIER FUND W CLASS #566	166,110	8142	6360	119,193
Invest - Other	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	168,204	14639	1830	166,640
Invest - Other	94985D244	WF ADV TRAD S/C GRWTH FD INST #4132	164,365	9771	9870	120,000
Invest - US & State	38373MJZ4	GOVT NATL MTG ASSN 5.500% 3/16/13	8,186	8062	2000	8,548
Other Assets	9STR06254	GRENADA CO MS TWP 21N RGE 7E SEC	226	0	2166	1
Other Assets	9STR06262	GRENADA CO MS TWP 21N RGE 7E SEC	25	0	2166	1
Other Assets	9STR06270	BRAZORIA CO TX J M MUSQUEZ SYV	5,686	0	2166	1
			4,312,576	-		3,441,689
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	39,822	39822	2900	39,822
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	26,052	26051	7800	26,052
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	11,330	11329	6400	11,330
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	521	520	9100	521
			77,725	-		77,725