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Form 990-PF

Return of Private Foundation

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

Department of the Treasury Internal Revenue Service

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

2010

OMB No 1545-0052

For	alen	dar year 2010, or tax yea	r beginning			, and e	nding			
G	heck	all that apply:	Initial return Amended return	Init	hal return of a fo Address chan	•	charity	Final ret	urn	
Nar	ne of	foundation	.			-		A Employer identificat	ion number	
		LADY FOUNI	DATION					, , ,		
		C/O WELLS	PRING GROUP	P.S.,	CPAS			27-040010	00	
Nun	nber a	•	if mail is not delivered to street	address)			Room/suite	B Telephone number		
		10885 NE 4	TH STREET,	SUITE	320			206.264.8	3200	
City	or to	own, state, and ZIP code						C If exemption application		
		BELLEVUE,	WA 98004					D 1. Foreign organizati		
H_(_		X Section 501(c)(3) ex					Foreign organizations check here and attack	n computation	o test,
<u></u>		ction 4947(a)(1) nonexem			e private founda			E If private foundation		
		rket value of all assets at a	· · —	ng method: her (specify)		Acci	'uai	under section 507(b)		
	<i>0111 1</i> ∙\$	Part II, col (c), line 16) 1 098	3 , 853 . (Part I, colu	mn (d) mus	t be on cash l	hasis)		F If the foundation is in under section 507(b)		
_	rt I	Analysis of Revenue an	nd Expenses		venue and		vestment	(c) Adjusted net		Isbursements
		(The total of amounts in colu necessarily equal the amount	ımns (b), (c), and (d) may not nts ın column (a))		es per books		ome	income	for chari	itable purposes n basis only)
	1	Contributions, gifts, gran						N/A	,,,,,,,	
	2	Check X if the foundation	on is not required to attach Sch. B							
	3	Interest on savings and tempo cash investments	orary							
	4	Dividends and interest fro	om securities		21,386.	2	1,386.		STATE	MENT 1
	5a	Gross rents								
	_	Net rental income or (loss)			0.010					
ē	6a	Net gain or (loss) from sale of Gross sales price for all			9,212.	•				
Revenue	_b	assets on line 6a	44,802.				0 010			
Ŗ	7 8	Capital gain net income (from				2-1	9,212.			
	9	Net short-term capital gai Income modifications	III						 	
	10a	Gross sales less returns					***			
	'.	Less Cost of goods sold								
	C	Gross profit or (loss)								
	11	Other income								
	12	Total. Add lines 1 throug	ìh 11	ļ	<u>30,598.</u>	3	0,598.			
	13	Compensation of officers, dire	·		0.		0.			0.
	14	Other employee salaries a Pension plans, employee					-			
es	15	Legal fees	Delletits					1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -	- }	!
ens	h	Accounting fees			-		-		- 7 ,	-
χĎ	C	Other professional fees	STMT 2		6,899.		6,899.	C CUNIO	1181	0.
ě	17	Interest						MON 5 8		1
trati	18	Taxes							-	1
<u></u>	19	Depreciation and depletion	on			-		, , , , , ,		
E	20	Occupancy		<u> </u>			 		<u>-</u> .	
og ଚ	21	Travel, conferences, and	=		_	<u>-</u>				
87. g	22	Printing and publications	i							
≥ĕ	24	Other expenses Total operating and adm	ninietrativa							
	24	expenses. Add lines 13 t			6,899.		6,899.			0.
ſĞ	25	Contributions, gifts, gran	_		0.		<u> </u>		+	0.
3	26	Total expenses and disb	·							
53		Add lines 24 and 25			6,899.		6,899.			0.
SCHAMES NOVER OF THE Expenses	27	Subtract line 26 from line	e 12: .							
ŨŚ		Excess of revenue over exper			23,699.					
		Net investment income (2	3,699.			
0235 12-0	<u>C</u> 01	Adjusted net income (if n		Ab - :	<u></u>		. <u> </u>	N/A		00. DE (0040)
12-0	7-10	LUM LOLLABELMOUN H	leduction Act Notice, see	ure instructi	เบทร				rorm 9	90-PF (2010)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of year			
<u></u>	arı	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value		
	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments	1,000,098.	54,804.	54,804.		
	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					
	l _	disqualified persons			·		
	7	Other notes and loans receivable					
	١,	Less: allowance for doubtful accounts			•		
Assets	8	Inventories for sale or use					
Ass	100	Prepaid expenses and deferred charges Investments - U.S. and state government obligations					
	I	Investments - corporate stock STMT 4	0.	471,126.	535,238.		
		Investments - corporate bonds STMT 5	0.	497,867.	508,811.		
	11	Investments - land, buildings, and equipment basis		457,007.	500,011.		
	''	Less accumulated depreciation					
	12	Investments - mortgage loans					
	13	Investments - other		•			
	14	Land, buildings, and equipment: basis			· · · · · · · · · · · · · · · · · · ·		
		Less accumulated depreciation					
	15	Other assets (describe ►)					
_	16	Total assets (to be completed by all filers)	1,000,098.	1,023,797.	1,098,853.		
	17	Accounts payable and accrued expenses					
	18	Grants payable					
es	19	Deferred revenue					
를	20	Loans from officers, directors, trustees, and other disqualified persons					
Liabilities	21	Mortgages and other notes payable					
_	22	Other liabilities (describe)	-				
	22	Total liabilities (add lines 17 through 22)	0.	0.			
_	23	Foundations that follow SFAS 117, check here	0.				
		and complete lines 24 through 26 and lines 30 and 31.					
Ses	24	Unrestricted					
auc	25	Temporarily restricted					
Ba	26	Permanently restricted					
pur		Foundations that do not follow SFAS 117, check here					
Ę	1	and complete lines 27 through 31.					
ts o	27	Capital stock, trust principal, or current funds	0.	0.			
SSe	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
Net Assets or Fund Balance	29	Retained earnings, accumulated income, endowment, or other funds	1,000,098.	1,023,797.			
Š	30	Total net assets or fund balances	1,000,098.	1,023,797.			
		Takal link ilking and ask access //d b. l.	1 000 000	1 000 707			
	31	Total liabilities and net assets/fund balances	1,000,098.	1,023,797.			
P	art	Analysis of Changes in Net Assets or Fund B	alances				
1	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line	30				
		st agree with end-of-year figure reported on prior year's return)		1	1,000,098.		
		r amount from Part I, line 27a		2	23,699.		
		r increases not included in line 2 (itemize)		3	0.		
		lines 1, 2, and 3		4	1,023,797.		
		eases not included in line 2 (itemize)	olumn (h) lice 20	5	1 023 707		
<u>6</u>	ruld	I net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	normi (D), iiile 30	6	1,023,797.		

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Part IV Capital Gains a	and Losses for	Tax on Investmen	t Income					
		erty sold (e.g., real estate, tock, 200 shs. MLC Co.)		(b) D	How acquired - Purchase - Donation	(c) Date acc (mo., day		(d) Date sold (mo., day, yr.)
1a 250 BECKMAN COL	JLTER INC.				P			
<u>ь 1,500 YAHOO INC</u>				<u> </u>	P			
c 240 FRONTIER CO	OMMUNICATIO	ONS CORP		<u> </u>	P			
<u>d</u>				┢				-
(e) Gross sales price	(f) Depreciation a	llowed (a) Co	st or other basis	1		(h) Gain	or (loss)	
	(or allowable	e) plus	expense of sale			(e) plus (1	f) minus (g)
a 18,012.		<u> </u>	11,24					6,770.
b 24,990. c 1,800.		<u> </u>	22,42 1,92					2,570. -128.
c 1,800.			1,34	0.				-120.
e					_			
Complete only for assets showin	g gain in column (h) ar	nd owned by the foundatio	n on 12/31/69			(I) Gains (Col.		
(i) F.M.V. as of 12/31/69	(j) Adjusted ba as of 12/31/6		xcess of col. (1) r col. (1), if any		C	col. (k), but not Losses (fr		
a								6,770.
<u>b</u>								2,570.
<u>C</u>								-128.
d					-			
<u>e</u>	C 14 a-a	un alan antau in Dant I lina	7	_				
2 Capital gain net income or (net ca		un, also enter in Part I, line oss), enter -0- in Part I, line		þ	2			9,212.
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8,		is 1222(5) and (6):		٦	ĺ			
If (loss), enter -0- in Part I, line 8	column (c).			•	3		N/A	
	nder Section 49	40(e) for Reduced	Tax on Net	Inv	estment Ir	ncome		
(For optional use by domestic private if section 4940(d)(2) applies, leave the Was the foundation liable for the sect if "Yes," the foundation does not quality.	is part blank. ion 4942 tax on the dis	tributable amount of any y	rear in the base per		,			Yes X No
1 Enter the appropriate amount in e	ach column for each ye	ear; see instructions befor	e making any entri	es.				
(a) Base period years Calendar year (or tax year beginnir	ng in) Adjusted ((b) qualifying distributions	Net value of no	(c) ncha	ritable-use asse	ts (co	Dıstrıb ol. (b) dıv	(d) ution ratio ided by col. (c))
2009		0.			985,04	8.		.000000
2008								
2007								
2006 2005	 							
2 Total of line 1, column (d)					-	2		.000000
3 Average distribution ratio for the 5 the foundation has been in exister		ride the total on line 2 by 5	, or by the number	of ye	ears	3		.000000
4 Enter the net value of noncharitab	·	from Part V. Juna 6				4		1,012,465.
	10 030 033013 101 20 10	noni i art A, ime o						
5 Multiply line 4 by line 3						5		0.
6 Enter 1% of net investment incom	e (1% of Part I, line 27	b)				6		237.
7 Add lines 5 and 6						7		237.
8 Enter qualifying distributions from		-				8		0.
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in	n Part VI, line 1b, and com	plete that part usin	g a 1	% tax rate.			
023521 12-07-10							Fi	orm 990-PF (2010)

LADY FOUNDATION Form 990-PF (2010) C/O WELLSPRING GROUP P.S., CPAS 27-0400100 Part VI | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions) 1a Exempt operating foundations described in section 4940(d)(2), check here \(\bigs \) and enter N/A on line 1. Date of ruling or determination letter: __ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here | and enter 1% 474. of Part I, line 27b 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-) 3 Add lines 1 and 2 3 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-5 6 Credits/Payments: a 2010 estimated tax payments and 2009 overpayment credited to 2010 98. b Exempt foreign organizations - tax withheld at source 6b 500 c Tax paid with application for extension of time to file (Form 8868) 6c d Backup withholding erroneously withheld 6d 7 Total credits and payments. Add lines 6a through 6d 598. 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 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 124. 10 11 Enter the amount of line 10 to be: Credited to 2011 estimated tax Part VII-A | Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes No any political campaign? 1a b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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? Х 1c 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? X 2 If "Yes," attach a detailed description of the activities 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes X 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? X 4a b If "Yes," has it filed a tax return on Form 990-T for this year? N/A 4b 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? X 5 If "Yes," attach the statement required by General Instruction T 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? X 7

Form **990-PF** (2010)

X

X

8b

WA

If "Yes," complete Part II, col. (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions)

of each state as required by General Instruction G? If "No." attach explanation

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)

year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV

_10 _ Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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

Part VII-A Statements Regarding Activities (continued)		C/O WELLSPRING GROUP P.S., CPAS	<u> 27-0400.</u>	<u> </u>		raye 5
section 512(0)(13)? If Ves, statich schedule (see instructions) 2	Pä	art VII-A Statements Regarding Activities (continued)				
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 13 Did the foundation comply with the public inspection requirements for its annual ratums and exemption application? Weboate address ► N/A 1 The blocks are not and ► ANNIE MIKSCH Located at ► 40.7 DEXTER AVE N, SEATTLE, WA 2 Tel-4 ► 28.109 15 Section 49.7(91) moneximple charbable trusts filing from 590-PF in the ori Form 1041 - Check here and eiter the amount of lax-exempl interest received or accrued during the year A land and the rither amount of lax-exempl interest received or accrued during the year A land yin the diring pactentary are 2010, did, the foundation have an interest in or a synature or other authority over a bank securities, or other financial account in a foreign country? See page 20 of the instructions for exexptions and filing requirements for Form 17.6 90-22.1. If Yes,* eiter the name of the fireign country Pert VII-B is 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. 1 During the year did the foundation (either directly or indirectly); (1) Engage in the said or exchange, or lessing of property win a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or lacinkies to (or accept it from) a disqualified person? (4) Peys Compensation to, or pay or remiturise the expenses of, a disqualified person? (5) Transfer any monome or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person (or make any of either available) (6) Transfer any monome or assets to a disqualified person (or make any or either available) (7) If yes year any monome or assets to a disqualified person? (8) Agree to pay money or groperty to a government official? (sepsion, Order to the institution or person of the file of the	11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of				
12 Did the foundation acquire a direct on indirect inferest in any applicable insurance contract before August 17, 2008? 30 Did the foundation comply with the public isospection requirements for its annual returns and exemption application? 14 The books are in care of ANNIE MIKSCH		section 512(b)(13)? If "Yes," attach schedule (see instructions)	ŀ	11		X
13	12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before	[
13 Dut the foundation comply with the public respection requirements for its annual returns and exemption application? 13 X Websted address N/A		August 17, 2008?		12		X
Website address ► N/A If he books are in case of ▶ ANNIE MIKSCH Located at ▶ 407 DEXTER AVE N, SEATTLE, WA 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 999 PF in the of Form 1041 - Chack here and enter the amount of tax-eventy interest received or accrued during the year 16. Alary 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 10 F 90-22.1. If Yes, enter the name of the foundation of the country of the financial account in a foreign country? Part VIH-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. 19 Juring the year of the floundation (lettle derell) or indirectly); (1) Engage in the sale or exchange, or leasing of property with a disqualited person? (2) Borrow money from, land money to, or otherwise extend credit to (or accept in from) a disqualitied person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualited person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualited person? (5) Transfer any income or assets to a disqualited person for make any of either available for the benefit or use of a disqualited person for make any of either available for the benefit or use of a disqualited person for make any of either available for the benefit or use of a disqualited person for make any of either available for the benefit or use of a disqualited person for make any of either available for the benefit or use of a disqualited person for make any of either available for the benefit or use of a disqualited person for make any of either available for the benefit or use of a disqualited person for make any of either available for the benefit or use of a disqualited person for make any of either available for the benefit or	13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	Ī	13	Х	
Located at N 4.07 DEXTER AVE N, SEATTLE, WA Section 4947(a)(1) nonexempt character trusts filting Form 930-FF in teu of Form 1041 - Check here and enter the amount of tax exempt interest received or accrued during the year 16. All any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, secured or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form 1D 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 term is checked in the "Yes" column, unless an exception applies. 1 a buring the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualited person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish poots, services, or facilities to (or accept them from) a disqualited person? (4) Pay compensation to, or pay or remburse the expenses of, a disqualited person? (5) Transfer any income or assets to a disqualited person (or make any of either available for the benefit or use of a desqualited person (or make any of either available for the benefit or use of a desqualited person (or make any of either available for the tenter of the complete of the person of the complete of the foundation agreed to make a grant to or to employ the official for a period after termutation of government service, it termutating within 90 days.) B) If any answer is "Yes" to 1a(1)-(6), did 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? C) Transfer any years is test of a 24 form of year any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year and year of year person of year person after v			•			
Located at N 4.07 DEXTER AVE N, SEATTLE, WA Section 4947(a)(1) nonexempt character trusts filting Form 930-FF in teu of Form 1041 - Check here and enter the amount of tax exempt interest received or accrued during the year 16. All any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, secured or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form 1D 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 term is checked in the "Yes" column, unless an exception applies. 1 a buring the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualited person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish poots, services, or facilities to (or accept them from) a disqualited person? (4) Pay compensation to, or pay or remburse the expenses of, a disqualited person? (5) Transfer any income or assets to a disqualited person (or make any of either available for the benefit or use of a desqualited person (or make any of either available for the benefit or use of a desqualited person (or make any of either available for the tenter of the complete of the person of the complete of the foundation agreed to make a grant to or to employ the official for a period after termutation of government service, it termutating within 90 days.) B) If any answer is "Yes" to 1a(1)-(6), did 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? C) Transfer any years is test of a 24 form of year any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year and year of year person of year person after v	14	The books are in care of ANNIE MIKSCH Telephone no.	▶206.26	4.8	200	
15 Section 4947(a)(1) nonexempt charatable trusts fulno Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 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? File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. 18 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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or remibruise the expenses of, a disqualified person? (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)? (6) Agree to pay money or property to a poverment official? (Exception, Check No* of the boundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) b If any assets in 5 5°C to 3 (1)-(5), did any of the acts falls to quality under the exceptions described in Regulations section 53.4941(d).30 or an a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance (see page 22 of the instructions)? N/A Organizations relying on a current notice regarding disaster assistance (see page 22 of the instructions)? It is a substitute to distribute income (section 4942(a)(a) to ye						
and enter the amount of tax-exempt interest received or accrued during the year 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 filting requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country has been been 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. 1a Duming the year did the foundation (either directly) or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lead money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Firmship boods, services, or isolities to (or accept them from) a dequalified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transler any income or assets to a disqualified person (or make any of either available for the benefit or use of a desqualified person (Pexeption, Check No' 4) He production agreed to a make a grant to or the employ the official (Exception, Check No' 4) It any answer is "Fes" to fat(1)-(6), did any of the acts lat to qualify under the exceptions described in Regulations section 53-48 (14)-(3) or in a current notice regarding disaster assistance (see page 22 of the instructions)? (5) It any answer is "Fes" to fat(1)-(6), did any of the acts lat to qualify under the exceptions described in Regulations section 5442(16)-30 or a 942(16) disaster assistance (see page 22 of the instructions)? (6) Agree to pay money from person 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? 2) Taxes on faiture to distribute income (exciton 4942(16) are not applying the provisions of section 4942(15				_	$\overline{\Box}$
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termination of government service, if terminating within 90 days.) 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)? 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? 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(i)(3) or 4942(i)(5)): a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years \(\) \(İ		
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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 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? 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(i)(3) or 4942(i)(5)): a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years 2009 Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (if applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) N/A 4a Did the foundation mixes during the year any amount in a manner that would jeopardize its charitable purposes? 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?		· ·	es LAJ NO			
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? 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(i)(3) or 4942(i)(5)): a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years \(\) \	E,	·	37/3	.		
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a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years \(\)	2	· · · · ·				
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If "Yes," list the years \(\sum_{20.09} \), \\ Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. \(\sum_{	ä					
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c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			·'	0.	v	
Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No		,	}	20	^	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) N/A 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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	·					
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b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) N/A 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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	36		/ VIII.			
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had not been removed from jeopardy before the first day of the tax year beginning in 2010?			F	4a		_X_
	0		e that			7.7
		nau not been removed itom jedpardy before the first day of the tax year beginning in 20107			DE "	

LADY FOUNDATION							
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Part VII-B Statements Regarding Activities for Which I	Form 4720 May Be F	Required (contin	ued)				
5a During the year did the foundation pay or incur any amount to:							
(1), Carry on,propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Ye	s X No				
(2) Influence the outcome of any specific public election (see section 4955); o	or to carry on, directly or indire						
any voter registration drive?			s X No				
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Ye	es X No		İ		
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section						
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	s X No		ł		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or t						
the prevention of cruelty to children or animals?		Ye	es X No				
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described i	n Regulations			- }		
section 53.4945 or in a current notice regarding disaster assistance (see instru	ictions)?		N/A	5b			
Organizations relying on a current notice regarding disaster assistance check h	ere						
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fi	rom the tax because it mainta	ined					
expenditure responsibility for the grant?	N	Γ/A	s L No				
If "Yes," attach the statement required by Regulations section 53.494	5-5(d).		•				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on						
a personal benefit contract?		Ye	s X No		-		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?			6b	X		
If "Yes" to 6b, file Form 8870							
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	☐ Ye	s X No				
b If Yes," did the foundation receive any proceeds or have any net income attribu				7b			
Part VIII Information About Officers, Directors, Trust	ees, Foundation Ma	nagers, Highly	/				
Paid Employees, and Contractors					 -		
List all officers, directors, trustees, foundation managers and their		(c) Compensation	(cf) Contributions to	(-)	Evnance		
(a) Name and address	(b) Title, and average hours per week devoted	(If not paid.	(d) Contributions to employee benefit plans and deferred	acco	Expense unt, other		
	to position	`enter'-0-)'	compensation	allo	owances		
	TRUSTEE						
107 DEXTER AVE N	F 00				•		
SEATTLE, WA 98109	5.00	0.	0.		0.		
	TRUSTEE						
107 DEXTER AVE N	Г 00				•		
SEATTLE, WA 98109	5.00	0.	0.		0.		
10.100	TRUSTEE						
107 DEXTER AVE N SEATTLE, WA 98109	F 00		•		^		
SEATTLE, WA 98109	5.00	0.	0.		0.		
Compensation of five highest-paid employees (other than those inc	L	enter "NONE."		L			
	(b) Title and average		(d) Contributions to	(e)	Expense		
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred	acco	Expense unt, other wances		
NONE	devoted to position		compensation	and	wantes		
NONE							
							
	1						
-							
	1						
	-	 		 			
	1						
	i e						

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "NC	DNE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
	•	
Total number of others receiving over \$50,000 for professional services		▶ 0
Part IX-A Summary of Direct Charitable Activities		<u> </u>
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical ii	nformation such as the	<u></u>
number of organizations and other beneficiaries served, conferences convened, research papers produced		Expenses
1N/A		
		
2		
3		
·	,	
4	_	
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines	1 and 2.	Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	> _	0.
		Form 990-PF (2010)

27-0400100 C/O WELLSPRING GROUP P.S., CPAS Page 8 Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes; <u>816,1</u>57. a Average monthly fair market value of securities 1a b Average of monthly cash balances 211,726. 1b 0. c Fair market value of all other assets 1¢ d Total (add lines 1a, b, and c) 1d e Reduction claimed for blockage or other factors reported on lines 1a and 0. 1c (attach detailed explanation) Acquisition indebtedness applicable to line 1 assets Subtract line 2 from line 1d 883. 3 3 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 15.418. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 012,465. Minimum investment return. Enter 5% of line 5 50,623 Distributable Amount (see instructions) (Section 4942(1)(3) and (1)(5) private operating foundations and certain Part XI foreign organizations check here
and do not complete this part.) 50,623. Minimum investment return from Part X, line 6 474. Tax on investment income for 2010 from Part VI, line 5 Income tax for 2010. (This does not include the tax from Part VI.) c Add lines 2a and 2b Distributable amount before adjustments. Subtract line 2c from line 1 3 4 Recoveries of amounts treated as qualifying distributions Add lines 3 and 4 50,149. 5 Deduction from distributable amount (see instructions) 6 n. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 50 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 0. a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 1a b Program-related investments - total from Part IX-B 1b Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 2 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) 3a b Cash distribution test (attach the required schedule) 3b 0. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

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

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0.

income. Enter 1% of Part I, line 27b

Adjusted qualifying distributions. Subtract line 5 from line 4

4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI,		7 out o prior to 2000	2000	2010
line 7				50,149.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			49,250.	
b Total for prior years:		_		
		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009	0			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from				
Part XII, line 4: ► \$ 0.			_	
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior		0		
years (Election required - see instructions)		0.	. 	
c Treated as distributions out of corpus	0			
(Election required - see instructions)	0.			
d Applied to 2010 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract				
line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		
e Undistributed income for 2009. Subtract line				
4a from line 2a. Taxable amount - see instr.			49,250.	
f Undistributed income for 2010. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2011				50,149.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011.			1	
Subtract lines 7 and 8 from line 6a	0.			
0 Analysis of line 9:				
a Excess from 2006				ı
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				
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Part XIV Private Operating F	oundations (see ins		-A, question 9)	N/A	0020
1 a If the foundation has received a ruling of	determination letter that	rt is a private operating			
foundation, and the ruling is effective for	2010, enter the date of t	he ruling			
b Check box to indicate whether the found	lation is a private operatin	ig foundation described i	n section	4942(j)(3) or 49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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			L		
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 Info	rmation (Comple	te this part only	if the foundation	had \$5,000 or mo	ore in assets
at any time during t	he year-see the i	nstructions.)			
1 Information Regarding Foundation	n Managers:		- · · ·		
a List any managers of the foundation wh			ributions received by the	foundation before the clos	se of any tax
year (but only if they have contributed n	nore than \$5,000). (See so	ection 507(d)(2).)			
NONE			 .		
b List any managers of the foundation wh			or an equally large portion	on of the ownership of a pa	artnership or
other entity) of which the foundation ha	s a 10% or greater interes	SL.			
NONE					
2 Information Regarding Contributi		, , ,	•		
Check here ► if the foundation of					
the foundation makes gifts, grants, etc.		·		ompiete items za, b, c, and	u.
a The name, address, and telephone num	ber of the person to whon	n applications should be	addressed:		
MERRILL B. WRIGHT	3 mm = ^	0100			
	ATTLE, WA 9				
b The form in which applications should b	e submitted and informat	ion and materials they st	rould include:		
c Any submission deadlines:					
d Any restrictions or limitations on awards	s, such as by geographica	al areas, charitable fields,	kinds of institutions, or o	other factors:	

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Part XV Supplementary Information	(continued)			0200
3 Grants and Contributions Paid During the Y	ear or Approved for Future	Payment		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (nome or business)	or substantial contributor	recipient		
a Paid during the year NONE	any foundation manager or substantial contributor	status of recipient	contribution	Amount
Total			► 3a	0
b Approved for future payment NONE				
Total			▶ 3b	0

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Part XVI-A Analysis of Income-Producing Activities

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Enter gross amounts unless otherwise indicated.	Unrelat	ed business income	Exclu	ded by section 512, 513, or 514	(e)
	(a) Business	(b) Amount	(C) Exclu- sion	(d)	Related or exempt
1 Program service revenue:	code	Amount	code	Amount	function income
a			į		
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	<u> </u>		1.4	21 200	
4 Dividends and interest from securities			14	21,386.	
5 Net rental income or (loss) from real estate:	<u> </u>				
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	9,212.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
<u> </u>					
d	-				
e	·			20 500	
12 Subtotal. Add columns (b), (d), and (e)		0.		30,598.	
13 Total. Add line 12, columns (b), (d), and (e)				13	30,598.
(See worksheet in line 13 instructions to verify calculations.)					
Part XVI-B Relationship of Activities to	the Acc	omplishment of Ex	emp	t Purposes	
Line No. Explain below how each activity for which incom	na ia rapartad	un naturna (a) of Dort V/I A	aantrib	outed importantly to the econ	alahmant of
			COMMIL	odeo importantiy to the accom	pasiment or
the foundation's exempt purposes (other than c	y providing it	mus for such purposes).			
					
					_
······································					
	_				
					
					
		· 			
023621			-		
023621 12-07-10					Form 990-PF (2010)

Form 990-PF (2010) C/O WELLSPRING GROUP P.S., CPAS 27-0400100 Page 13 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of Yes No the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash X 1a(1) Х (2) Other assets 1a(2) **b** Other transactions: (1) Sales of assets to a noncharitable exempt organization 1b(1) (2) Purchases of assets from a noncharitable exempt organization 1b(2) X (3) Rental of facilities, equipment, or other assets 1b(3) (4) Reimbursement arrangements 1b(4) (5) Loans or loan guarantees 1b(5) (6) Performance of services or membership or fundraising solicitations 1b(6) Sharing of facilities, equipment, mailing lists, other assets, or paid employees 1c d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (c) Name of noncharitable exempt organization (a) Line no (b) Amount involved (d) Description of transfers, transactions, and sharing arrangements N/A 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 X No b If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship N/A Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, Sign Here 11-14-2011 TRUSTEE Signature of officer or trustee Date Title Print/Type preparer's name Preparer's signature Date Check if PTIN self-employed Paid MARIE E. NOURSE

Form 990-PF (2010)

425-462-8220

Preparer

Use Only

Firm's name ► WELLSPRING GROUP P.S.,

Firm's address ► 10885 NE 4TH ST., SUITE 320 BELLEVUE, WA 98004

Firm's EIN ▶

Phone no.

FORM 990-PF DIVIDEND	S AND INTER	EST FROM	SECURITIES	STATEMENT 1
SOURCE	GROSS	AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MWR #0774 BOND AMORTIZATION MWR #0774 DIVIDENDS MWR #0774 INTEREST MWR #0774 PURCH. ACCRUED INT.		-6,413. 14,920. 18,100. -5,221.	0. 0. 0.	-6,413. 14,920. 18,100. -5,221.
TOTAL TO FM 990-PF, PART I, I	on 4	21,386.	0.	21,386.
FORM 990-PF C	THER PROFES	SIONAL FE	EES	STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		
INVESTMENT MANAGEMENT FEES	6,899.	6,	899.	0.
TO FORM 990-PF, PG 1, LN 16C	6,899.	6,	899.	0.
	FOOTN			

THE LADY FOUNDATION EIN 27-0400100 FORM 990-PF FOR THE YEAR ENDED 12/31/2010

ELECTION TO AMORTIZE BOND PREMIUM

THE TAXPAYER HEREBY MAKES THE BOND PREMIUM AMORTIZATION ELECTION PURSUANT TO CODE SECTION 171(C).

FORM 990-PF	CORPORATE STOCK		STATEMENT 4
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
MWR #0774 EQUITIES		471,126.	535,238.
TOTAL TO FORM 990-PF, PART	II, LINE 10B	471,126.	535,238.
FORM 990-PF	CORPORATE BONDS		STATEMENT 5
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
MWR #0774 FIXED INCOME		497,867.	508,811.
TOTAL TO FORM 990-PF, PART	II, LINE 10C	497,867.	508,811.

LADY FOUNDATION EIN: 27-0400100 2010 FORM 990-PF, PART II, LINE 10 PAGE 1 OF 6

Pescription Account Type Equitiy AMEREN ILL CO PFD 4% NIC FROM AMILP AMEREN ILL CO PFD 4% NIC FROM AMEREN ILL CO PFD 4% NIC FROM AUG 6,08% Next Dwidend Payable 02/01/11 AUTOMATIC DATA PROCESSING INC Estimated Yield 311% Capital Gam Option Cash Connecticut I & PWR CO \$ 2 09 CONNECTICUT II & PWR CO \$ 2 09	750 750 400	\$66 00 \$46 28 \$75.23	Market Value \$16,500.00 \$34,710.00	Market Value \$16,000 00	Annual Income	Cost Basis	Gain (Loss)
5- N	250 750 400	\$66 00 \$46 28 \$75,23 \$37 50	\$16,500.00	\$16,000 00			
CESSING INC C IO1/11 C W01/11 SINC CL B	75 0 250 400	\$46.28 \$75.23 \$37.50	\$34,710 00		11,000.00	\$17,500 00	(\$1,000 00)
20	250	\$75.23 \$37 50		\$33,427.50	\$1,080 00	\$29,762.78	\$4,947.22
R CO \$ 2 09 Cl	400	\$37.50	\$18,807,50	\$27,355.00	\$190.00	\$11,241.87	\$7,565 63
S INC CL B			\$15,000 00	\$14,275 20	\$836 00	\$14,600.00	\$100 00
S INC CL B	009	\$41,54	\$24,984.00	\$23,622 00	11,260 00	\$26,626 80	(\$1,642.80)
S INC CL B	005	\$ 73 12	\$35,560 00	\$34,780 00	\$880 00	\$29,636.80	\$6,923.20
	1,250	\$26.17	\$32,712 50	\$29,637.50	\$1,200 00	\$32,700 00	\$12 50
CASH	10 \$1	\$1,790 00	\$17,900 00	\$18,030 00	\$1,000 00	\$17,900 00	
ITT CORP COM Esimaled Yleid 1.91% CASH Dwidend Option Cash Capital Gain Opton Cash Next Dwidend Payabe 01/01/11	009	\$52 11	\$31,266 00	\$27,630 00	\$ 600 00	\$ 29,219 B 8	\$2,046 12

. LADY FOUNDATION EIN: 27-0400100 2010 FORM 990-PF, PART II, LINE 10 PAGE 2 OF 6

EQUITIES 48.45%							i	7 1 1 1
	Symbol/Cusip	:	Price on	Current	Prior	Estimated	Cost Basis	Opreanized Gain (Loss)
Description	Account Type	Quantity	12/31/10	Market V210P	אומו צבו למות	#1 000 00	07 013 013	42 185 30
JOHNSON & JOHNSON	(N)	200	\$61 85	\$30,925.00	\$30,775,00	00 080,14	01'666'376	0. 505.34
Estimated Yield 3.49%	CASH							
Dwidend Option Cash								
Capital Gain Option Cash			;		000	00 0100	624 420 00	43 780 CD
MICROSOFT CORP	MSF1	1,000	\$27.91	00 016,124	00 8¢2,¢5¢	00 050\$	00 005,470	2001.00
Esumated Yield 2.29%	CASH							
Dividend Opton Cash								
Capital Gain Option Cash								
Next Diridend Payable 03/10/11					:		20.00	9
PACIFIC GAS & ELEC CO REDM VTG	PCGPRH	750	\$20 05	\$15,037.50	\$15,090 00	\$843.75	\$14,647.50	On Once
1S1 PFD 4.50%	CASH							
Estimated Yield 5.61%								
PARDEE RESOURCES CO INC	PDER	125	\$255 00	\$31,875,00	\$28,125.00	\$559,00	\$23,750.00	38, 125 CU
Estimated Yield 1.72%	CASH							:
PORTLAND GEN ELEC CO COM NEW	POR	1,500	\$21.70	\$32,550.00	\$31,755.00	\$1,569 00	\$26,182 60	\$4,367.40
Esimated Yield 4.79%	CASH							
Dividend Option Cash								
Capital Gain Option Cash								
Next Dividend Payable 01/17/11								
OUALCOMM INC	QCOM	1,000	64 64\$	\$49,490.00	\$46,820 00	\$769 00	\$35,868 /0	V 13,621 30
Estimated Yield 153%	CASH							
Dividend Option Cash								
Capital Gain Option Cash								
SOUTHERN CO	S	1,000	\$38.23	\$38,230.00	\$37,720 00	\$1,820 00	\$33,018 30	0/ 117'6\$
Estimated Yield 4 76%	CASH							
Dividend Option Cash								
Capital Gain Option Cash								
9800,00889	λλS	1,000	\$29.40	\$29,400.00	\$29,020 00	\$1,040 00	\$28,911 70	\$488.30
Felimated Vield 3 57%	CASH							
Dividend Option Cast								
Contal Gan Onlon Cash								
Novi Duidend Davahle 01/28/11								
SINCE CONTINUED INCESSES	2/1	1 000	835 78	\$35.780 00	\$32,010 00	\$1,953.00	\$29,299 22	\$6,480.78
VENEZON COMMONICATIONS	HS VS		:					
City and Their 3.45%	1000							
Dividend Option Cash								
Capital Galn Opton Cash								
Next Dividend Payable 02/01/11								

2010 FORM 990-PF, PART II, LINE 10 . LADY FOUNDATION EIN: 27-0400100

PAGE 3 OF 6

Unrealized Gein (Loss) \$310 00 \$64,111.65 Total Cost Basis \$15 290 00 \$471,125.85 Estimated Annual Income \$19,111.75 Market Value \$15,200 00 Prior Market Value \$15,600 00 Current \$535,237 50 \$535,237.50 Price on 12/31/10 \$78 00 Account Type XELPRD CASH Symbol/Cusip Next Dividend Payable: 01/15/11 EQUITIES 48.45% Description XCEL ENERGY INC PFD \$4.11 Estimated Yield 5.26% Total Equities Total Equity

FIXED INCOME 46.06% For an explanation of fixed income pricing, please see the last page Redemption schedule(s), bond rating(s), and other information are provided where available. If information does not appear regarding a particular investment, it is not available. The ratings on this statement are provided by Standard & Poor's and/or Moody s to rate the quality based on the respective

listed since the last coupon date on certain fixed income securries which may not yet have been paid by the issuer or received by NFS. There reting agency's assessment.

Accrued Interest - Represents interest accumulated since the last coupon date on certain fixed interest executives which find you lave occur paid by the last coupon date on certain fixed interest accumulated since by the last coupon date on certain fixed interest.	ccumulated since the last	coupon date o	n certain tixed in	come securines wil	יכון ויושא זוטו אַכּר ווִשּא	e ocal bank as all	()	
Is no guarantee that the accrued Interest will	will be paid by the issuer		Estimated	Estimated				
uks	Symbol/Cusip		Price on	Current	Esumated Prior	Estimated	Total	Unrealized
Description	Account Type	Quantity	12/31/10	Market Value	Market Value	Anrual Income	Cost Basis	Cain (Loss)
Bonds DEL NT 6 12500%	189054AC3	40,000	\$100,396	\$40,15840	\$40,369 20	\$2,450 00	\$42,006 00	
02/01/2011	CASH							
MOODY'S Baa1 /S&P BBB+								
CPN PMI SEMI-ANNUAL ON AUG 01. FEB 01								
Next Interest Payable 02/01/11								
CONTINUOUSLY CALLABLE								
SUBJECT TO MAKE WHOLE CALL								
Accrued Interest \$1020 83							CA0.170.88	(\$12 48)
Adjusted Cost Basis								(or 21.4)
YTD Amortized Premium \$1,835 12 E	ш				;			
PFIZER INC MAKE WHOLE 04 45030%	717081CZ4	90,000	\$104,346	\$52,173.00	\$52,364.00	\$2,225 00	00 5 / 7 '50.5	
03/15/2012	CASH							
MODDY'S A1 /S&P AA								
CPN PMT SEMI-ANNUAL								
ON SEP 15, MAR 15								
Next Interest Payable 03/15/11								
CONTINUOUSLY CALLABLE FROM 03/24/2009	5							
SUBJECT TO MAKE WHOLE CALL								
Accrued Interest \$655 14							\$51,872.22 D	82003
Adjusted Cost Basis	u						! !	
	•							

2010 FORM 990-PF, PART II, LINE 10 PAGE 4 OF 6 LADY FOUNDATION EIN: 27-0400100

FIXED INCOME 46.06% For an explanation of fixed income pricing, please see the last page. Redemption schedule(s), bond rating(s), and other information are provided where available. If information does not expear regarding a particular investment, it is not evailable. The ratings on this statement are provided by Standard & Poor's and/or Moorly's to rate the quality based on the respective rating agency's assessment.

Accrued Interest - Represents interest accumulated since the last coupon date on certain fixed income securities which may not yet have been paid by the insuer or received by MFS. There	prest accumulated since the	last coupon date	on certain iixed i	ncome securities w	nich may not yet nav	e oeen paro ny ule r	יאופי סי יפרפועפו		,
is no guarantee that the accrued interest will be paid by the Issuer	terest will be paid by the i	ssuer	Estimated	E-stimated					
	Symbol/Custp		Price on	Current	Estimated Prior	Estimated	Total	_	Uniealized
Scription	Account Type	Quantity	12/31/10	Market Value	Market Value	Annual Income	Cost Basis	Ö	Gain (Loss)
KRAFT FOODS INC BD 6 00000% 02/11/2013	50075NAQ7 CASH	20,000	\$109,506	\$54,753 00	\$55,198 00	\$3,000,00	\$54,792 00		
MOODY'S Baaz /S&P BBB.									
CPN PMT SEMI.ANNUAL									
ON FEB 11, AUG 11									
Next Interest Payable, 02/11/11									
Accrued Interest \$1166 67									
							\$53,383.69		11,369 31
	\$1,408.30 E			:					
MICROSOFT CORP NT 2 95000%	594918AB0	20,000	\$104 098	\$52,049 00	\$52,611.00	\$1,475.00	\$51,017 50		
06/01/2014	CASH								
MOODY'S And IS&P AAA									
CPN PMT SEMI-ANNLAL									
ON DEC 01, JUN 91									
Next Interest Payable: 06/01/11									
Accrued Interest \$122 92									:
Adjusted Cost Basis							\$50,811 41	۵	\$1,237 59
YTD Amortized Premium \$2	\$206.09 E								
ADOBE SYSTEMS INC NOTE 03 25000%	0072	20,000	\$1018726	\$10,936 30	\$51,780 00	\$1,625.00	\$50,161.50		
02/01/2015 MAKE WHOLE ISIN	CASH								
#US00724FAA93 SEDOL #B3MYKN3									
MOODY'S Baa1 /S&P 388+									
CPN PMT SEMI-ANNUAL									
ON AUG 01, FEB 01								,	
Next Interest Payable 02/01/11									
CONTINUOUSLY CALLABLE									
SUBJECT TO MAKE WHOLE CALL									
	1						\$50,133.83	2	\$807.47
Y I D Amortized Premium	\$2 / 68 F								

LADY FOUNDATION

2010 FORM 990-PF, PART II, LINE 10 EIN: 27-0400100 PAGE 5 OF 6

FIXED INCOME 46.06%
For an explanation of fixed income pricing, please see the last page. Redomption schedule(s), bond rating(s), and other information are provided where available. If information does not appear regarding a particular investment, it is not available. The ratings on this statement are provided by Standard & Poor's anctor Moody's to rate the quality based on the respective rating agency's assessment.

Accrued Interest Represents interest accumulated since the last coupon date on certain fixed income securities which may not yet have been paid by the issuer or received by MFS. There

	Action likelest the actual interest will be paid by the issuer	incless accumulated since	the issuer		Potential 2		(2) !
Symbol Clash Symbol Clash Symbol Clash Symbol Clash Symbol Clash Symbol Clash Symbol Clash Symbol Clash Symbol Clash Symbol Clash Symbol Clash Symbol Clash Symbol Symbol Clash Symbol Clash		G and a me was some		r silinated	Callinated		1		
The county of the county of		Symbol/Cusip		Price on	Current	E Stimated Prior	Estimated	lotal	Onreguzed
15.5R NT CASH 50,000 \$104.126 \$52.053.00 \$51,575.00 \$51,383.00 \$15.5R NT VAVE CAMPINS BE 194160NT 50,000 \$104.126 \$52.053.00 \$53,283.00 \$15.78 NUAL. 16. 02.02711 \$216.15 E \$51,000 \$107.857 \$53,382.850 \$52,002.50 \$52,798.00 \$51,716.85 B B \$52,798.00 \$51,716.85 B B \$52,798.00 \$51,713.8 B \$52,713.8 B \$52,713.8 B \$52,745.95 B B \$52,745.9	Description	- [Quantity	12/31/10	Market value	Market Value	Annual Income	LOSI BASIS	Cain (Loss)
15.5R NT CASH NUAL NUAL NUAL NUAL NUAL 15.16.15 E 15.0.100	COLGATE PALMOLIVE CO MTNS BI	19416	20,000	\$104 126	\$52,063 00	\$53,283 00	\$1,575 00	\$51,383 00	
8 AA- NUAL Stable Stabl	3 15000% 08/05/2015 SR NT	CASH							
Minutary Minutary	MOODY'S As3 /S&P AA.								
State Stat	CPN PMT SEMI-ANNUAL								
\$538 J5 \$538 J	ON FEB 05, AUG 05								
\$51166 96 D	Next Interest Payable 02/07/11								
### ### ### ### ### ### ### ### ### ##	Accrued Interest \$538 75								
	Adjusted Cost Basis								\$896 14
SSR NT CASH St. 1980 St.	YTD Amortized Premium								
16. GB/01/11 Lie. GB/01/11	OCCIDENTAL PETE CORP DEL	674599BX2	20,000	\$107,857	\$53,928.50	\$55,389 50	\$2,062.50	\$52,798 00	
A A NUMAL \$1.0607/11 ALLABLE WHOLE CALL \$171.37 \$177.	4 12500% 06/01/2016 SR NT	CASH							
NUAL \$171.37 \$171.3	MOGDY'S A2 /S&P A								
### ### ##############################	CPN PMT SEMI-ANNUAL								
E. 06/01/11 E. 06/01/11 E. 06/01/11 E. 06/01/12 E. 06/01/12 E. 06/01/13	ON DEC 01, JUN 01								
### ### ##############################	Next Interest Payable: 06/01/11								
\$57,476 % D \$171,37 \$1	CONTINUOUSLY CALLABLE								
\$171.37 \$171.37 mum \$277.13 E mum \$277.13 E 03.75000\$ \$104.63 \$52.315.00 \$104.63 \$52.315.00 \$104.63 \$52.315.00 \$104.63 \$52.315.00 \$10.00	SUBJECT TO MAKE WHOLE CALL								
\$57,476 % D num \$77113 E 037500% 097023BCE \$6,000 \$104 63 \$52,315 00 \$53.811,00 \$11,875 00 \$51,020,20 NHOLE CASH \$6,000 \$104 63 \$52,315 00 \$51,020,20 • • • • • • • • • • • • • • • • • • •	Accrued Interest \$171,37								
NIUM \$171 13 E 03.75000% 0970236C6 \$6,000 \$104 63 \$52,315 00 \$53,811,00 \$1.875 00 \$51,020,20 NHOLE CASH ALABIE ALLABIE E 5 WHOLE CALL \$2,1354 \$1213 54 \$1214 03 E									\$ 1,501 64
03.75000% 097023BCE 50.000 \$104 63 \$52.315 00 \$1.875 00 \$51,020.30 AMOLE CASH CASH CASH CASH CASH CASH CASH CASH	YTD Amortized Premium								
VHOLE CASH A NUAL 0 c· 05/20/11 ALLABI E = WHOLE CALL \$\$213.54 \$124.03 E	BOEING CO NOTE 03,75000%	097023BC8	20,000	\$104 63	\$5231500	\$53,811.00	\$1,875.00	\$51,020,00	
A NUAL. NUAL. NUAL. O 6: 05/20/11 ALLABI E E WHOLE CALL. \$213.54 \$124.03 E	11/20/2016 MAKE WHOLE	CASH							
NUAL 0 0 ALLABIE E-WHOLE CALL \$213.54 \$124.03 E	MOUDY'S AZ /S&P A								
0 er 05/20/11 AVHOLE CALL \$213.54 sto.895.95 D	CPN PMT SEMI-ANNUAL								
e: 05/20/11 ALABI E ALABI E 1WFOLE CALL \$213.54 frium \$124.03 E	ON MAY 20, NOV 20								
AILABI E WHOLE CALL \$213.54 Inlim \$124.03 E	Next Interest Payable: 05/20/11								
WHOLE CALL \$213.54 thin \$124.03 E	CONTINUOUSLY CALLABI E								
\$213.54 shum \$124.03 E	SUBJECT TO MAKE WHOLE CALL								
nlum \$124.03 E									53 419 05
\$0 471 ≮	Adjusted Cost Basis								
	Y1D Amortized Premium								

2010 FORM 990-PF, PART II, LINE 10 PAGE 6 OF 6 LADY FOUNDATION . EIN: 27-0400100

FIXED INCOME 46.06% For an explanation of fixed income pricing, please see the last page. Redemption schedule(s), bond reting(s), and other information are provided who o available. If information does not appear regarding a particular investment, it is not available. The ratings on this statement are provided by Standard & Poor's analor Moody s to rate the quality based on the respective rating egency's assessment.

Accrued Interest - Represents interest accumulated since the fast coupon date on certain fixed income securities which may not yet have been paid by the issuer or received by NFS. There	erest accumulated since the	ne last coupon date	on certain fixed	income securitles w	hich may not yet hav	re been pard by the	Issuer or received	by NFS.	There
is no guarantee that the accrued interest will be paid by the issuer.	nterest will be paid by the	issuer,	Estimated	Est mated					
	Symbol/Cusip		Price 01	Current	Estimated Prior	Estimated	Total		Unrealized
Description	Account Type	Quantity	12/31/10	Market Value	Market Value	Annual Income	Cost Basis		Gain (Loss)
ELI LILLY & CO BD 5 200%	532457883	20,000	\$110.844	\$55,422.00	\$57,093 50	\$2,600.00	\$54,186.00		
03/15/2017 MAKE WHOLE	CASH								
MOODY'S A2 ISBP AA-									
CPN PMT SEMI-ANNUAL									
ON SEP 15, MAR 15									
Next Interest Payable, 03/15/11									
Accrued Interest \$765.56									
Adjusted Cost Basis							\$53,708 99	2	\$1,713.01
YTD Amortized Premium \$	\$477.01 E								
NORDSTROM INC BOND 06 25000%	655664AK6	40,000	\$112 531	\$45 012 40	\$45,853 00	\$2,500,00	\$43,642 40		
01/15/2018	CASH								
MODDY S Baaz /S&P BBB+									
CPN PMT SEMI-ANNUAL									
ON JUL 15, JAN 15									
Next Interest Payable 01/75/11									
Accrued Interest \$1152.78									
Adjusted Cost Basis							\$43,296 23	۵	\$1,716,17
YTD Amoruzed Premium \$:	\$246.17 E								
Total Corporate Bonds		480,000		\$508,810 60		\$21,387.50	\$497,866.92		\$10,943 68
Total Fixed Income		480,000		\$508,810,60		\$21,387.50	\$497,866.92		\$10,943.68