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# Return of Private Foundation

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

### Treated as a Private Foundation

2010

Department of the Treasury  
Internal Revenue Service

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

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

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

Name of foundation <b>THE CALLER FAMILY CHARITABLE FOUNDATION</b>		A Employer identification number <b>31-1570007</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>840 EAST HIGH STREET</b>	Room/suite	B Telephone number <b>(859) 266-1414</b>
City or town, state, and ZIP code <b>LEXINGTON, KY 40502-2107</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>867,833.</b> (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		100,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		3.	3.		STATEMENT 1
4 Dividends and interest from securities		19,762.	19,762.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		106,227.			
b Gross sales price for all assets on line 6a	743,221.				
7 Capital gain net income (from Part IV, line 2)			106,227.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		225,992.	125,992.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 3	7,650.	3,825.		3,825.
c Other professional fees	STMT 4	7,654.	7,654.		0.
17 Interest		137.	137.		0.
18 Taxes	STMT 5	148.	148.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 6	598.	598.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		16,187.	12,362.		3,825.
25 Contributions, gifts, grants paid		36,350.			36,350.
26 Total expenses and disbursements. Add lines 24 and 25		52,537.	12,362.		40,175.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		173,455.			
b Net investment income (if negative, enter -0-)			113,630.		
c Adjusted net income (if negative, enter -0-)				N/A	

**Part II Balance Sheets**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	72,474.	278,357.	278,357.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 7	0.	49,877.	49,936.
	b Investments - corporate stock STMT 8	228,444.	32,960.	34,551.
	c Investments - corporate bonds STMT 9	0.	21,169.	21,138.
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	244,107.	28,116.	27,044.
14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 11)	140,869.	448,870.	456,807.	
16 <b>Total assets</b> (to be completed by all filers)	685,894.	859,349.	867,833.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ )			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	685,894.	859,349.	
30 <b>Total net assets or fund balances</b>	685,894.	859,349.		
31 <b>Total liabilities and net assets/fund balances</b>	685,894.	859,349.		

**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	685,894.
2 Enter amount from Part I, line 27a	2	173,455.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	859,349.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 <b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	859,349.

**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>			
<b>b</b> SEE ATTACHED STATEMENTS			
<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>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 743,221.		636,994.	106,227.

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))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			106,227.

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	106,227.
<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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	33,000.	695,123.	.047474
2008	45,452.	832,305.	.054610
2007	48,838.	927,802.	.052638
2006	51,081.	851,115.	.060017
2005	44,425.	853,942.	.052023

<b>2</b> Total of line 1, column (d)	2	.266762
<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	3	.053352
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	559,442.
<b>5</b> Multiply line 4 by line 3	5	29,847.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	1,136.
<b>7</b> Add lines 5 and 6	7	30,983.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	40,175.

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2010 estimated tax payments and 2009 overpayment credited to 2010

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

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

11 Enter the amount of line 10 to be: Credited to 2011 estimated tax

118. Refunded

**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 any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

7 Did the foundation have at least \$5,000 in assets at any time during the year?

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

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

KY

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV

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

Yes No

1a X

1b X

1c X

2 X

3 X

4a X

4b

5 X

6 X

7 X

8b X

9 X

10 X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► THE FOUNDATION Telephone no. ► (859) 266-1414 Located at ► 840 EAST HIGH STREET, LEXINGTON, KY ZIP+4 ► 40502-2107			
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 type="checkbox"/> Yes <input checked="" 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	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
STEVEN H. CALLER	DIRECTOR			
1805 LAKEHILL CIRCLE				
LEXINGTON, KY 40502	1.00	0.	0.	0.
SUSAN L. CALLER	DIRECTOR			
1805 LAKEHILL CIRCLE				
LEXINGTON, KY 40502	0.00	0.	0.	0.
BRET A. CALLER	DIRECTOR			
840 EAST HIGH STREET				
LEXINGTON, KY 40502	0.00	0.	0.	0.
JILL CALLER KAPENSTEIN	DIRECTOR			
840 EAST HIGH STREET				
LEXINGTON, KY 40502	0.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)





**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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>	488,225.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	77,356.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	2,380.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	567,961.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	567,961.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	8,519.
<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>	559,442.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	27,972.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	27,972.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	1,136.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,136.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	26,836.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	26,836.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<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>	26,836.

**Part XII** Qualifying Distributions (see 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>	40,175.
<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>	
<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>	40,175.
<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	<b>5</b>	1,136.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	39,039.

**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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				26,836.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005	810.			
<b>b</b> From 2006	9,363.			
<b>c</b> From 2007	3,812.			
<b>d</b> From 2008	4,209.			
<b>e</b> From 2009				
<b>f</b> Total of lines 3a through e	18,194.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$	40,175.			
<b>a</b> Applied to 2009, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2010 distributable amount				26,836.
<b>e</b> Remaining amount distributed out of corpus	13,339.			
<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	31,533.			
<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		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	810.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	30,723.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006	9,363.			
<b>b</b> Excess from 2007	3,812.			
<b>c</b> Excess from 2008	4,209.			
<b>d</b> Excess from 2009				
<b>e</b> Excess from 2010	13,339.			

<b>Part XIV</b>	<b>Private Operating Foundations</b> (see 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)







**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	JP MORGAN CHASE-1700 SHS	P	10/16/97	09/17/10
b	WALT DISNEY CO-1000 SHS	P	07/30/99	09/17/10
c	PROCTOR & GAMBLE-500 SHS	P	05/05/00	09/17/10
d	GENERAL ELECTRIC-1000 SHS	P	09/04/02	09/17/10
e	HOME DEPOT-1000 SHS	P	09/04/02	09/17/10
f	INTEL CORP-1000 SHS	P	09/04/02	09/17/10
g	BAYER AG SPON ADR-300 SHS	P	12/10/03	09/17/10
h	ZIMMER HOLDINGS- 100 SHS	P	11/10/05	09/17/10
i	ZIMMER HOLDINGS-200 SHS	P	11/10/05	09/17/10
j	LOWES COS INC-700 SHS	P	07/26/07	09/17/10
k	EXXON MOBIL CORP-150 SHS	P	12/10/09	09/17/10
l	TEMPLETON INCOME TR GLOBAL BOND FD-1974.724 SHS	P	12/10/09	09/17/10
m	PROCTOR & GAMBLE-120 SHS	P	03/30/05	09/17/10
n	AT&T INC-200 SHS	P	03/30/05	09/17/10
o	MERCK CO-144 SHS	P	03/06/08	09/17/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 68,210.		24,863.	43,347.
b 34,520.		31,260.	3,260.
c 30,515.		14,857.	15,658.
d 16,160.		30,645.	<14,485.>
e 29,830.		32,762.	<2,932.>
f 18,690.		16,970.	1,720.
g 19,910.		8,451.	11,459.
h 5,073.		6,698.	<1,625.>
i 10,145.		13,399.	<3,254.>
j 14,690.		19,763.	<5,073.>
k 9,123.		10,888.	<1,765.>
l 26,738.		25,000.	1,738.
m 7,316.		6,404.	912.
n 5,600.		3,899.	1,701.
o 5,217.		2,928.	2,289.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			43,347.
b			3,260.
c			15,658.
d			<14,485.>
e			<2,932.>
f			1,720.
g			11,459.
h			<1,625.>
i			<3,254.>
j			<5,073.>
k			<1,765.>
l			1,738.
m			912.
n			1,701.
o			2,289.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

3

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a UNITED HEALTH GROUP INC-100 SHS	P	03/06/08	09/17/10
b EXXON MOBIL CORP-75 SHS	P	01/08/10	09/17/10
c HARTFORD MUTUAL FD CAP APPREC-377.915 SHS	P	05/10/05	09/17/10
d LOOMIS SAYLES INVT TR FD-392.138 SHS	P	05/10/05	08/26/10
e MARSICO INVT 21ST CENT FD-927.318 SHS	P	04/04/08	09/17/10
f THORNBURG INTERNATIONAL-816.660 SHS	P	12/10/09	09/17/10
g TEMPLETON INCOME TR GLOBAL BOND FD-1974.724 SHS	P	12/10/09	09/17/10
h PARNASSUS EQUITY INCOME FD-414.079 SHS	P	12/10/09	09/17/10
i NEUBERGER BERMAN GENESIS ADVISOR-454.752 SHS	P	12/10/09	09/17/10
j JANUS INVT FD PERKING MID CAP-517.331 SHS	P	12/10/09	09/17/10
k HARTFORD MUTUAL FD CAP APPREC-159.337 SHS	P	01/12/10	09/17/10
l MARSICO INVT 21ST CENT FD-403.877	P	09/15/10	09/17/10
m 25,000 WACHOVIA BANK CD	P	09/15/08	09/20/10
n NET SHORT TERM CAPITAL GAIN FROM 61-1361431	P	VARIOUS	VARIOUS
o NET LONG TERM CAPITAL GAIN FROM 61-1361431	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,418.		4,658.	<1,240.>
b 4,558.		5,219.	<661.>
c 11,568.		12,541.	<973.>
d 5,427.		5,284.	143.
e 11,499.		13,044.	<1,545.>
f 20,849.		20,000.	849.
g 26,738.		25,000.	1,738.
h 9,913.		10,000.	<87.>
i 10,650.		10,000.	650.
j 10,486.		10,000.	486.
k 4,877.		5,000.	<123.>
l 5,008.		5,000.	8.
m 15,000.		15,000.	0.
n 2,712.			2,712.
o 711.			711.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,240.>
b			<661.>
c			<973.>
d			143.
e			<1,545.>
f			849.
g			1,738.
h			<87.>
i			650.
j			486.
k			<123.>
l			8.
m			0.
n			2,712.
o			711.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

3



**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a <b>NET SHORT TERM GAIN FROM 26-4632352</b>		P	VARIOUS	VARIOUS
b <b>NET LONG TERM CAPITAL GAIN FROM 26-4632352</b>		P	VARIOUS	VARIOUS
c <b>DISPOSAL OF SANDFLY PARTNERSHIP INTEREST</b>		P	VARIOUS	11/12/10
d <b>CAPITAL GAINS DIVIDENDS</b>				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,293.			1,293.
b 305.			305.
c 295,618.		247,461.	48,157.
d 854.			854.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,293.
b			305.
c			48,157.
d			854.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	106,227.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

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SOURCE	AMOUNT
TD WATERHOUSE	3.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS & INTEREST SUBSTITUTE PAYMENT IN LIEU OF DIVIDEND FROM PASSTHROUGH	20,544.	854.	19,690.
	72.	0.	72.
TOTAL TO FM 990-PF, PART I, LN 4	20,616.	854.	19,762.

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FORM 990-PF ACCOUNTING FEES STATEMENT 3

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,650.	3,825.		3,825.
TO FORM 990-PF, PG 1, LN 16B	7,650.	3,825.		3,825.

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FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES DEDUCTIONS RELATED TO PORTFOLIO INCOME FROM PASSTHROUGH	6,186.	6,186.		0.
	1,468.	1,468.		0.
TO FORM 990-PF, PG 1, LN 16C	7,654.	7,654.		0.

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FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	148.	148.		0.
TO FORM 990-PF, PG 1, LN 18	148.	148.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SECTION 988 EXPENSE	598.	598.		0.
TO FORM 990-PF, PG 1, LN 23	598.	598.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTES - DEUTSCHE BANK (SEE ATTACHED SCHEDULE	X		49,877.	49,936.
TOTAL U.S. GOVERNMENT OBLIGATIONS			49,877.	49,936.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			49,877.	49,936.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
VARIOUS STOCKS - DEUTSCHE BANK ACCOUNT (SEE ATTACHED SCHEDULE)	32,960.	34,551.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	32,960.	34,551.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS - DEUTSCHE BANK (SEE ATTACHED SCHEDULE)	21,169.	21,138.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	21,169.	21,138.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISHARES DIVERSIFIED ALTERNATIVES PARTNERSHIP	COST	28,116.	27,044.
TOTAL TO FORM 990-PF, PART II, LINE 13		28,116.	27,044.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - ZOLONDEK ACCOUNT (SEE SCHEDULE ATTACHED)	105,869.	113,021.	114,653.
MUTUAL FUNDS - MAIN ACCOUNT (SEE SCHEDULE ATTACHED)	35,000.	304,400.	310,466.
ACCRUED INTEREST (NOT RELEASED)	0.	371.	371.
MUTUAL FUNDS - PESKOFF ACCOUNT (SEE SCHEDULE ATTACHED)	0.	18,953.	18,953.
MUTUAL FUNDS - DEUTSCHE BANK ACCOUNT (SEE SCHEDULE ATTACHED)	0.	10,117.	10,356.

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SANDFLY PARTNERSHIP DISTRIBUTION  
RECEIVABLE

	0.	2,008.	2,008.
TO FORM 990-PF, PART II, LINE 15	140,869.	448,870.	456,807.

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FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 12

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NAME OF MANAGERSTEVEN H. CALLER  
SUSAN L. CALLER

**CALLER FAMILY CHARITABLE FOUNDATION, INC.**  
**2010 DONATIONS**

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ANTI-DEFAMATION LEAGUE	250 00
BABY HEALTH SERVICE, INC.	100.00
BOY SCOUTS OF AMERICA	250 00
CHABAD OF KENTUCKY	5,000.00
CHILD DEVELOPMENT CENTERS	100.00
EMEK HEBREW ACADEMY	5,000.00
ETTA ISRAEL CENTER	1,000.00
GODS PANTRY FOOD BANK INC.	100 00
HADASSAH - LEXINGTON CHAPTER	1,000 00
HILLEL AT THE UNIVERSITY OF FLORIDA	1,000 00
HOPE CENTER	1,000.00
KENTUCKY HISTORICAL SOCIETY FDTN.	100 00
CINCINNATI COMMUNITY KOLLEL	1,000 00
KOSHER INFORMATION BOARD	1,500 00
LEXINGTON HEARING AND SPEECH CENTER	100.00
NER AREYEH YESHIVA	2,500.00
NATIONAL JEWISH OUTREACH PROGRAM	250 00
OHR ELIYAHU ACADEMY	2,500 00
ORT AMERICA	1,000 00
PRICHARD COMMITTEE	500 00
AMERICAN RED CROSS	250 00
SOUTHERN INSTITUTE FOR	250 00
TORAH DAY SCHOOL OF ATLANTA	8,100.00
TORAS EMES RAV ISAACSON YESHIVA	2,500.00
UNIVERSITY OF KENTUCKY	1,000.00
	<hr/>
	<b>36,350.00</b>
	<hr/>

Caller Family Charitable Foundation  
Investment Summary  
EIN: 31-157007

Date Acquired	Description	12/31/2009		FMV 12/31/2009	2010 Purchases or Reinvestments		2010 Sales or Dispositions		12/31/2010		FMV 12/31/2009
		# of Shares	Cost		Date	# of Shares	Cost	Selling Price	Gain/(Loss)	# of Shares	
Stocks											
10/16/1997	JP Morgan Chase	1,700	24,862.81	70,839.00		9/17/2010	1,700	24,862.81	68,210.06	43,347.25	
7/30/1998	Walt Disney Co - Spin Off	1,000	31,261.11	32,250.00		9/17/2010	1,000	31,261.11	34,519.66	3,258.55	
5/5/2000	Procter & Gamble	500	14,857.96	30,315.00		9/17/2010	500	14,857.96	30,514.58	15,696.62	
9/4/2002	General Electric	1,000	30,645.46	15,130.00		9/17/2010	1,000	30,645.46	16,159.87	(14,485.59)	
9/4/2002	Home Depot	1,000	32,761.82	28,930.00		9/17/2010	1,000	32,761.82	29,829.64	(2,932.18)	
9/4/2002	Intel Corp	1,000	16,970.01	20,400.00		9/17/2010	1,000	16,970.01	18,689.79	1,719.78	
12/10/2003	Bayer A G Spon ADR	300	8,451.06	23,840.00		9/17/2010	300	8,451.06	19,909.71	11,458.65	
11/10/2005	Zimmer Holdings	100	6,698.32	5,911.00		9/17/2010	100	6,698.32	5,072.61	(1,625.71)	
11/10/2005	Zimmer Holdings	200	13,398.63	11,822.00		9/17/2010	200	13,398.63	10,145.21	(3,253.42)	
7/26/2007	Lowes Cos Inc Com	700	19,763.29	16,373.00		9/17/2010	700	19,763.29	14,689.87	(5,073.42)	
12/10/2009	Exxon Mobil Corp	150	10,887.94	10,228.50		9/17/2010	150	10,887.94	9,123.41	(1,764.53)	
Total Stock		7,650	210,558.41	266,138.50	-	-	7,650	210,558.41	256,864.41	46,306.00	-
Partnership											
Ishares Diversified Alternatives-Partshp (see FF.9)						9/21/2010	355,000	18,022.61			
Total Partnership		0.00	0.00	0.00	355.00	18,022.61	0.00	0.00	0.00	0.00	
Mutual Funds											
5/15/2009	Pimco Funds Commodity/Real Return Strat A	1,470,588	10,000.00	12,029.41		9/20/2010	1,601,423	18,000.00			
12/10/2009	Templeton Income Tr Global Bond Fd Cl A	1,974,724	25,000.00	25,118.49		9/21/2010	1,974,724	25,000.00	26,737.76	1,737.76	
9/20/2010	Aberdeen Funds Eq Long-Short Fd					9/20/2010	1,601,423	18,000.00			
9/21/2010	AQR Diversified Arbitrage I					9/21/2010	1,620,920	18,000.00			
9/20/2010	Columbia Fund Threadneedle GL Eq					9/20/2010	1,900,739	18,000.00			
9/20/2010	Comstock Ptnrs Fds Cap Value					9/20/2010	8,653,846	18,000.00			
9/20/2010	FPA Crescent Portfolio					9/20/2010	705,329	18,000.00			
9/20/2010	Franklin Strategic Ser Strat Inc Fd					9/20/2010	1,728,462	18,000.00			
9/20/2010	Highlands Funds Long/Short Equity A					9/20/2010	1,672,862	18,000.00			
9/20/2010	Hussman Inv Tr Strat Total Ret Fd					9/20/2010	1,421,028	18,000.00			
9/20/2010	Legg Mason Clearbridge Permal					9/20/2010	1,282,051	18,000.00			
9/20/2010	Menger Fd Sh Ben Int					9/20/2010	1,129,235	18,000.00			
9/20/2010	Pimco Funds Commodity/Real					9/20/2010	810,127	6,400.00			
9/20/2010	Pimco Stock Plus SH Strat Fd Instl					9/20/2010	3,691,170	18,000.00			
9/20/2010	Putnam Funds Absolut return 700					9/20/2010	1,585,903	18,000.00			
9/20/2010	Russell Funds Commodity Str S					9/20/2010	1,643,838	18,000.00			
9/20/2010	Rydex/sgf Funds Managed Futures					9/20/2010	738,007	18,000.00			
9/20/2010	TR For Profit Mgrs 10/4/10 See New					9/20/2010	1,956,039	18,000.00			
9/20/2010	Wasatch Funds Inc Long/Short Fund					9/20/2010	1,546,392	18,000.00			
Total Mutual Funds			35,000.00	37,147.90	33,687,369	294,400.00	1,974,724	25,000.00	26,737.76	1,737.76	
Total Securities											
		7,650.00	245,558.41	303,286.40	34,042.37	312,422.61	9,624.72	235,558.41	283,602.17	48,043.76	

Caller Family Charitable Foundation  
Investment Summary  
EIN: 31-157007

Date	Description	12/31/2009		FMV		2010 Purchases or Reinvestments				2010 Sales or Dispositions				12/31/2010		FMV
		# of Shares	Cost	12/31/2009		Date	# of Shares	Cost	Date	# of Shares	Cost	Selling Price	Gain/(Loss)	# of Shares	Cost	
Stocks																
3/30/2005	Procter & Gamble	120	6,403.55	7,275.60					9/17/2010	120	6,403.55	7,315.93	912.38	-	-	
3/30/2005	AT&T Inc (See merger below - B)	200	3,898.84	5,606.00					9/17/2010	200	3,898.84	5,599.97	1,701.13	-	-	
3/6/2008	Schering Plough Corp/Merck 144 shs (See merger below)	250	2,928.04	5,261.76					9/17/2010	144	2,928.04	5,217.17	2,289.13	-	-	
3/6/2008	Merck Com (See merger below - A)	100	4,657.86	3,048.00					9/17/2010	100	4,657.86	3,418.00	(1,239.86)	-	-	
1/8/2010	United Health Group Inc Com					1/8/2010	75.00	5,218.66	9/17/2010	75	5,218.66	4,558.28	(660.40)	-	-	
	Exxon Mobil Corp	-	-	-	-									-	-	
Total Stocks		670	17,888.29	21,191.36			75	5,218.66		495.00	23,106.95	26,109.33	3,002.38	-	-	0.00
Partnership																
	Ishares Diversified Alternatives					9/21/2010	60.000	3,053.14						60	3,053.14	3,033.01
Total Partnership							60.000	3,053.14						60.00	3,053.14	3,033.01
Mutual Funds																
9/21/2010	AQR Diversified Arbitrage I					9/21/2010	277.367	3,100.00						277.367	3,100.00	3,089.87
12/20/2010	AQR Diversified Arbitrage I					12/20/2010	4.212	46.63						4.212	46.63	46.92
9/21/2010	FPA Crescent Portfolio					9/21/2010	121.283	3,100.00						121.283	3,100.00	3,249.17
12/14/2010	FPA Crescent Portfolio					12/14/2010	2.746	72.77						2.746	72.77	73.57
9/21/2010	Hussman Inv't Tr Strat Total Ret Fd					9/21/2010	241.824	3,100.00						241.824	3,100.00	2,933.33
10/1/2010	Hussman Inv't Tr Strat Total Ret Fd					10/1/2010	0.568	7.25						0.568	7.25	6.89
11/22/2010	Hussman Inv't Tr Strat Total Ret Fd					11/22/2010	10.630	130.43						10.630	130.43	128.84
9/21/2010	Pimco Funds Commodity/Real					9/21/2010	391.909	3,100.00						391.909	3,100.00	3,589.89
9/21/2010	Pimco Stockplus Sh Strat Fd Insl					9/21/2010	629.039	3,100.00						629.039	3,100.00	2,748.90
12/31/2010	Quaker Akros Absolute Str A					12/31/2010	10.754	96.14						10.754	96.14	96.14
9/21/2010	Tr for Profnsl Mgrs 10/4/10					9/21/2010	334.348	3,100.00						334.348	3,100.00	2,889.07
Total Mutual Funds							2,025	18,953.22						2,024.680	18,953.22	18,952.69
Total																
		670.00	17,888.29	21,191.36			2,159.68	27,225.02		495.00	23,106.95	26,109.33	3,002.38	2,084.68	22,006.36	21,985.70



Callier Family Charitable Foundation  
Investment Summary  
EIN 31-197007

Date Acquired	Description	12/31/2009 # of Shares	12/31/2009 Cost	FMV 12/31/2009	2010 Purchases or Reinvestments Date	2010 Purchases or Reinvestments # of Shares	2010 Purchases or Reinvestments Cost	2010 Sales or Dispositions Date	2010 Sales or Dispositions # of Shares	2010 Sales or Dispositions Cost	Selling Price	Gain/(Loss)	12/31/2010 # of Shares	12/31/2010 Cost	FMV 12/31/2010
Partnership															
9/21/2010	Inherits Diversified Alternatives	-	-	-	9/21/2010	120,000	6,095.31	-	-	-	-	-	120,000	6,095.31	6,068.01
Total Partnership															
		-	-	-		120,000	6,095.31	-	-	0.00	0.00	-	120,000	6,095.31	6,068.01
Bonds															
Total Bonds															
		-	-	-		0.00	0.00	-	-	0.00	0.00	-	-	-	-
Mutual Funds															
5/10/2005	Hamford Mutual Funds	377,915	12,541.16	11,594.43	9/17/2010	579,839	6,500.00	8/17/2010	377,915	12,541.16	11,567.98	(973.18)	579,839	6,500.00	6,873.95
5/10/2005	Loomis Sayles Int'l Tr. Fund	392,138	5,243.90	5,231.12	9/17/2010	583,950	6,500.00	8/26/2010	392,138	5,243.90	5,427.19	143.29	583,950	6,500.00	6,505.20
4/4/2008	Mutual Fund FD 21st Century FD	927,318	13,043.78	11,304.01	9/17/2010	331,871	6,500.00	8/26/2010	927,318	13,043.78	11,488.74	(1,545.04)	331,871	6,500.00	7,084.34
12/10/2009	Thornburg International A	816,660	20,000.00	20,281.33	9/17/2010	6,284	131.03	8/17/2010	816,660	20,000.00	20,849.33	849.33	6,284	131.03	133.72
12/10/2009	Templeton Income Global Bd Fd A	1,974,724	25,000.00	25,118.48	9/17/2010	3,110,048	6,500.00	8/17/2010	1,974,724	25,000.00	26,737.76	1,737.76	3,110,048	6,500.00	6,812.80
12/10/2009	Parnassus Equity Income Fd	414,079	10,000.00	10,124.23	9/17/2010	2,558	152.59	8/17/2010	414,079	10,000.00	9,913.05	(86.85)	2,558	152.59	154.26
12/10/2009	Neuberger Berman Genesis Advisor	454,752	10,000.00	10,372.89	9/17/2010	620,801	6,500.00	8/17/2010	454,752	10,000.00	10,650.26	650.26	620,801	6,500.00	6,478.00
12/10/2009	Janus Int'l Fd Perfing Mid Cap	517,331	10,000.00	10,243.15	9/17/2010	2,875	30.18	8/17/2010	517,331	10,000.00	10,486.30	486.30	2,875	30.18	28.99
9/21/2010	Aberdeen Funds Eq LS Fd	-	-	-	9/21/2010	159,337	5,000.00	8/17/2010	-	-	-	-	159,337	5,000.00	3,174
9/21/2010	ACR Diversified Advantage I	-	-	-	9/21/2010	189,337	5,000.00	8/17/2010	-	-	-	-	189,337	5,000.00	3,088
9/21/2010	ACR Diversified Advantage II	-	-	-	9/21/2010	604,088	6,500.00	8/17/2010	-	-	-	-	604,088	6,500.00	6,765.80
9/21/2010	Columbia Fund GL Extended Alpha CL A	-	-	-	9/21/2010	5,000.00	6,500.00	8/17/2010	-	-	-	-	5,000.00	6,500.00	138.77
9/21/2010	Columbia Fund GL Extended Alpha CL A	-	-	-	9/21/2010	604,088	6,500.00	8/17/2010	-	-	-	-	604,088	6,500.00	6,765.80
9/21/2010	Comstock Partners Fds Cap Value	-	-	-	9/21/2010	12,380	138.40	8/17/2010	-	-	-	-	12,380	138.40	138.77
9/21/2010	FPA Crescent Portfolio	-	-	-	9/21/2010	508,118	6,500.00	8/17/2010	-	-	-	-	508,118	6,500.00	6,175.81
12/14/2010	FPA Crescent Portfolio	-	-	-	9/21/2010	1,197	15.27	8/17/2010	-	-	-	-	1,197	15.27	14.52
9/21/2010	Franklin Square Strategic Ser Strat Inc Fd	-	-	-	9/21/2010	22,381	274.81	8/17/2010	-	-	-	-	22,381	274.81	271.46
9/21/2010	Franklin Square Strategic Ser Strat Inc Fd	-	-	-	9/21/2010	483,923	6,500.00	8/17/2010	-	-	-	-	483,923	6,500.00	6,810.62
10/4/2010	Franklin Square Strategic Ser Strat Inc Fd	-	-	-	9/21/2010	10,741	157.57	8/17/2010	-	-	-	-	10,741	157.57	157.79
12/22/2010	Franklin Square Strategic Ser Strat Inc Fd	-	-	-	9/21/2010	403,877	5,000.00	8/17/2010	-	-	-	-	403,877	5,000.00	5,008.08
12/22/2010	Franklin Square Strategic Ser Strat Inc Fd	-	-	-	9/21/2010	408,935	6,500.00	8/17/2010	-	-	-	-	408,935	6,500.00	6,438.79
9/21/2010	Highland Fund Long/Short Equity A	-	-	-	9/21/2010	7,494	118.28	8/17/2010	-	-	-	-	7,494	118.28	118.28
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	821,745	6,500.00	8/17/2010	-	-	-	-	821,745	6,500.00	7,527.18
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	1,324,335	6,500.00	8/17/2010	-	-	-	-	1,324,335	6,500.00	5,767.34
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	8,713,841	6,500.00	8/17/2010	-	-	-	-	8,713,841	6,500.00	6,745.41
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	19,389	221.93	8/17/2010	-	-	-	-	19,389	221.93	223.81
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	703,913	6,500.00	8/17/2010	-	-	-	-	703,913	6,500.00	6,202.98
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	202,41	202.41	8/17/2010	-	-	-	-	202,41	202.41	202.41
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	587,976	6,500.00	8/17/2010	-	-	-	-	587,976	6,500.00	6,739.19
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	883,87	6,500.00	8/17/2010	-	-	-	-	883,87	6,500.00	915.56
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	286,612	6,500.00	8/17/2010	-	-	-	-	286,612	6,500.00	6,873.26
9/21/2010	Huamman Int'l Tr Strat Total ret Fd	-	-	-	9/21/2010	560,345	6,500.00	8/17/2010	-	-	-	-	560,345	6,500.00	7,077.16
10/1/2010	Wassatch Fds Inc Long/Short Fd	-	-	-	10/1/2010	0,181	1.81	8/17/2010	-	-	-	-	0,181	1.81	2.08
12/29/2010	Wassatch Fds Inc Long/Short Fd	-	-	-	12/29/2010	0,120	1.51	8/17/2010	-	-	-	-	0,120	1.51	1.52
Total Mutual Funds															
		5,874,917	105,868.84	104,249.65		13,088,110	123,020.75		6,438,131	115,868.84	117,016.02	1,147.18	12,524,686	113,020.75	114,653.01
CDs															
9/15/2008	Wichow Bank CD	15,000	15,000.00	15,348.80											
7/25/2008	Salwa Maw Bk Murray UT CD	20,000	20,000.00	20,300.20					8/20/2010	15,000,000	15,000.00	-	20,000	20,000.00	20,512.20
Total CDs															
		35,000.00	35,000.00	39,000.00		0,000	0.00		40,441.00	15,000.00	15,000.00	-	20,000	20,000.00	20,512.20
Total Securities															
		40,874.92	140,868.84	143,248.65		13,208,110	126,116.06		48,979.13	130,868.84	132,016.02	1,147.18	139,116.06	139,116.06	141,231.22

Callier Family Charitable Foundation  
Investment Summary  
EIN 31-157007

Date Acquired	Description	2010 Purchases or Reinvestments			2010 Sales or Dispositions			12/31/2010		FMV 12/31/2010
		Date	# of Shares	Cost	Date	# of Shares	Cost	# of Shares	Cost	
Stocks	11/9/2010 Berkshire Hathaway Inc	11/9/2010	125 000	10,196 10				125 000	10,196 100	10,013 75
	11/1/2010 JP Morgan Chase & Co	11/1/2010	250 000	9,349 53				250 000	9,349 530	10,605 00
	11/18/2010 Johnson & Johnson	11/18/2010	100 000	6,444 81				100 000	6,444 810	6,185 00
	11/18/2010 Wells Fargo & Co	11/18/2010	250 000	6,970 00				250 000	6,970 000	7,747 50
	Total Stocks		725 000	32,960 44	0 000	0 000	0 000	725 000	32,960 44	34,551 25
Notes & Bonds	12/29/2010 UST Notes 500% 11/30/12	12/29/2010	50,000 000	49,876 95			-	50,000 000	49,876 950	49,935 50
	Total US Treasury Notes		50,000 000	49,876 95				50,000 000	49,876 950	49,935 500
	12/21/2010 Coca Cola Enterprise Inc 3 75% 11/30/12	12/21/2010	10,000 000	10,363 00				10,000 000	10,363 000	10,348 70
	12/16/2010 Midamerican Energy Hldgs Co 5 875% 10/1/12	12/16/2010	10,000 000	10,819 90				10,000 000	10,819 900	10,789 60
	Total Corporate Bonds		20,000 000	21 182 90	0 000	0 000	0 000	20,000 000	21,182 900	21,138 300
Mutual Funds	11/1/2010 Annaly Cap Management Inc	11/1/2010	300 000	5 323 82			-	300 000	5,323 820	5,376 00
	12/16/2010 Douglas Emmett Inc	12/16/2010	250 000	4,792 89			-	250 000	4,792 890	4,980 00
	Total Mutual Funds		550 000	10,116 71	0 000	0 000	0 000	550 000	10,116 71	10,356 00
	Total Securities		71 275 000	114,137 00	0 000	0 000	0 000	71,275 000	114,137 000	115,881 050

Application for Extension of Time To File an  
Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

Type or print	Name of exempt organization	Employer identification number
	<b>THE CALLER FAMILY CHARITABLE FOUNDATION</b>	<b>31-1570007</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions.	
	<b>840 EAST HIGH STREET</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	<b>LEXINGTON, KY 40502-2107</b>	

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

**0 4**

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

**THE FOUNDATION**

- The books are in the care of ► **840 EAST HIGH STREET - LEXINGTON, KY 40502-2107**

Telephone No. ► **(859) 266-1414**

FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2010** or
- ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	<b>1,254.</b>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	<b>1,254.</b>
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	<b>0.</b>

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

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

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

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

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or  
print

File by the  
extended  
due date for  
filing your  
return. See  
instructions.

Name of exempt organization

Employer identification number

**THE CALLER FAMILY CHARITABLE FOUNDATION**

**31-1570007**

Number, street, and room or suite no. If a P O box, see instructions.

**840 EAST HIGH STREET**

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

**LEXINGTON, KY 40502-2107**

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

**04**

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

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

**THE FOUNDATION**

- The books are in the care of **840 EAST HIGH STREET - LEXINGTON, KY 40502-2107**

Telephone No. **(859) 266-1414**

FAX No.

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011**

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

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

**ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	<b>1,254.</b>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	<b>1,254.</b>
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	<b>0.</b>

**Signature and Verification**

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

Signature **Aaron C. Carter**

Title **CPA**

Date **7/28/11**