

See a Social Security Number? Say Something! Report Privacy Problems to https://public.resource.org/privacy Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

	calendar year 2010, or tax year beginning	Industrial reduces of a fe	, and ending	[] [
G C	Check all that apply: Initial return Amended return	Initial return of a fo	· —	Final return	1
Nam	me of foundation		<u> </u>	A Employer identification	n number
Ivuii	B. CHARLES AND JAY G.	AMES FOUNDAY	rion	, c Employor roomanoano	
	C/O CORNERSTONE FAMILY			34-1809978	3
Num	mber and street (or P O box number if mail is not delivered to street ad		Room/suite	B Telephone number	
	5885 LANDERBROOK DRIVE	;	300	440-460-04	160
City	y or town, state, and ZIP code		•	C If exemption application is p	pending, check here
Í		44124		D 1. Foreign organization	s, check here
H C	Check type of organization: X Section 501(c)(3) exer	npt private foundation		Foreign organizations me check here and attach or	eeting the 85% test, proputation
	Section 4947(a)(1) nonexempt charitable trust 01	ther taxable private founda	tion	E If private foundation sta	itus was terminated
Fa	air market value of all assets at end of year J Accounting	method: X Cash	Accrual	under section 507(b)(1	
(fre	rom Part II, col. (c), line 16)	er (specify)		F If the foundation is in a	60-month termination
▶	\$ 15,726,707. (Part I, colum	n (d) must be on cash b	asis.)	under section 507(b)(1)(B), check here 🕨
Pa	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			N/A	
	2 Check X if the foundation is not required to attach Sch B				
]	3 Interest on savings and temporary cash investments	53,083.	53,083.		STATEMENT 1
	4 Dividends and interest from securities	170,109.	170,109.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)	0.400.445		DECE	
e l	68 Net gain or (loss) from sale of assets not on line 10 Cross sales price for all OAAC 071	-2,189,410.		RECEIV	<u>/I-i)</u>
Revenue	b Gross sales price for all 8,446,971.			18 MAY S	
æ	7 Capital gain net income (from Part IV, line 2)		0.	COLUMN A	kon
	8 Net snort-term capital gain				1
	9 Income modifications Gross sales less returns			OGULIV	
	10a and allowances b Less Cost of goods sold			1	
	c Gross profit or (loss)		,		** *
	11 Other income	57,191.	57,191.		STATEMENT 3
	12 Total Add lines 1 through 11	-1,909,027.	280,383.		
-	13 Compensation of officers, directors, trustees, etc	0.	0.		0
	14 Other employee salaries and wages		<u> </u>		
,,	15 Pension plans, employee benefits				
enses	16a Legal fees				
per	b Accounting fees STMT 4	7,350.	0.		0
Ä	c Other professional fees STMT 5	121,030.	121,030.		0
tive	17 Interest	26 020			
strа	18 Taxes STMT 6	26,839.	0.		0
ij	19 Depreciation and depletion				
and Administrative Expe	20 Occupancy 21 Travel, conferences, and meetings				
þ	22 Printing and publications				
		133,635.	1,142.		0
Operating	24 Total operating and administrative		-,		
=	expenses. Add lines 13 through 23	288,854.	122,172.		0
20	25 Contributions, gifts, grants paid	1,504,590.			1,504,590
o	26 Total expenses and disbursements				
Ope	20 Your expenses and dispersements		122,172.		1,504,590
odo 	Add lines 24 and 25	1,793,444.	166,116.	· · · · · · · · · · · · · · · · · · ·	
9d 	1		122,172.		
9d0 	Add lines 24 and 25	1,793,444. -3,702,471.			
	Add lines 24 and 25 27 Subtract line 26 from line 12:		158,211.	N/A	

Form 990-PF (2010)

C/O CORNERSTONE FAMILY OFFICE

34-1809978

Page 2

	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End o	of year
P	art	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	1,203,656.	494,023.	494,023.
		Savings and temporary cash investments	•	•	
		Accounts receivable ▶			
	•	Less: allowance for doubtful accounts			
	4	Pledges receivable ►		· · · · · · · · · · · · · · · · · ·	
		Less: allowance for doubtful accounts			
		Grants receivable	-	·	
	-	Receivables due from officers, directors, trustees, and other			
	D				
	_	disqualified persons			
	1	Other notes and loans receivable			
	_	Less: allowance for doubtful accounts			
ets	-	Inventories for sale or use			
Assets		Prepaid expenses and deferred charges		-	
•		Investments - U.S. and state government obligations	11 211 122	44 004 700	11 550 550
		Investments - corporate stock STMT 9	14,244,133.	11,884,739.	11,663,562.
	C	Investments - corporate bonds		·	
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation		 	
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	4,943,346.	4,782,946.	3,569,122.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)	20,391,135.	17,161,708.	15,726,707.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
S	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
abi	21	Mortgages and other notes payable			
=	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			1
		and complete lines 24 through 26 and lines 30 and 31.			
ès	24	Unrestricted			
Fund Balances	25	Temporarily restricted	-		1
Bal	26	Permanently restricted			1
ᅙ	-"	Foundations that do not follow SFAS 117, check here			
Ξ	İ	and complete lines 27 through 31			
٥	27	Capital stock, trust principal, or current funds	19,677,133.	20,391,135.	
Net Assets or	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ass	29	Retained earnings, accumulated income, endowment, or other funds	714,002.	-3,229,427.	i
et/	l	Total net assets or fund balances	20,391,135.	17,161,708.	1
Z	30	Total liet assets of fully paralices	20,331,133.	17,101,700.	
	31	Total liabilities and net assets/fund balances	20,391,135.	17,161,708.	
_				17,101,700.	l
P	<u>art</u>	Analysis of Changes in Net Assets or Fund B	alances		
_	Tota	net assets or fund balances at beginning of year - Part II, column (a), line	20		<u> </u>
١		t net assets or fund balances at beginning of year - Part 11, column (a), line st agree with end-of-year figure reported on prior year's return)	JU		20,391,135.
c	•	, , , , , , , , , , , , , , , , , , , ,		1	
		r amount from Part I, line 27a	0 m m 0 m 1	AMEMENTO 9	-3,702,471.
		r increases not included in line 2 (itemize)	SEE STA	ATEMENT 8 3	473,044.
		lines 1, 2, and 3		4	17,161,708.
-		eases not included in line 2 (itemize)	olumn (h) line 20	5	17 161 709
<u>6</u>	rota	net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	namii (D), iine 30	6	17,161,708.
					Form 990-PF (2010)

Form 990-PF (2010)

C/O CORNERSTONE FAMILY OFFICE 34-1809978

Part IV Capital Gains an	d Losses for Tax on In	vestment	Income					
	the kınd(s) of property sold (e.g ouse; or common stock, 200 shs			P-1	w acquired Purchase Donation	(c) Date (mo., d	acquired lay, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED HNE	SEE ATTACHED HNB# 1540070205 P V				VARI	ous	VARIOUS	
b SEE ATTACHED HNE					P	VARI	ous	VARIOUS
c LANDER INCOME FU	IND				P VARIOUS VARIO			
d								
е	•							
(e) Gross sales price	(f) Depreciation allowed (or allowable)		t or other basis xpense of sale			(h) G (e) plus	ain or (loss s (f) minus	(g)
a 7,831,249.		10	0,088,70	3.			_	2,257,454.
ь 615,722.			419,32					196,394.
c	<u> </u>		128,35	0.				-128,350.
d								
e								
Complete only for assets showing g	ain in column (h) and owned by	the foundation	on 12/31/69			(I) Gains (C		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (1) col. (j), if any		C	col. (k), but i Losses	not less that (from col.	
a							_	2,257,454.
b								196,394.
С								-128,350.
d								
е								
 Capital gain net income or (net capital Net short-term capital gain or (loss) and if gain, also enter in Part I, line 8, col 	as defined in sections 1222(5) ar		7 7	}	2			2,189,410.
If (loss), enter -0- in Part I, line 8	ler Section 4940(e) for				3		N/A	1
(For optional use by domestic private for If section 4940(d)(2) applies, leave this Was the foundation liable for the section If "Yes," the foundation does not qualify	part blank. 4942 tax on the distributable an under section 4940(e). Do not co	nount of any ye	ar in the base per	riod?				Yes X No
1 Enter the appropriate amount in eac	h column for each year; see instr	uctions before	making any entrie	es.				
(a) Base period years Calendar year (or tax year beginning i			Net value of no				Dıstrı (col. (b) dı	(d) bution ratio vided by col. (c))
2009		1,275.		14,	912,03	2.		.024898
2008	1,02	9,835.		14,	725,17	1.		.069937
2007		0,500.			200,25			.022570
2006		2,926.			704,63			.085886
2005	25	<u>4,890.</u>		8,	<u>753,91</u>	1.	 .	.029117
2 Total of line 1, column (d)						2		.232408
3 Average distribution ratio for the 5-y the foundation has been in existence	•	on line 2 by 5,	or by the number	of year	rs .	3_		.046482
4 Enter the net value of noncharitable-	use assets for 2010 from Part X,	line 5				4	1	4,639,590.
5 Multiply line 4 by line 3	,					5		680,477.
6 Enter 1% of net investment income (1% 01 Part I, line 2/b)					6		1,582.
7 Add lines 5 and 6						7		682,059.
8 Enter qualifying distributions from P	·	th and see-	lote that and	ug o 40/	tay rata	8		1,504,590.
If line 8 is equal to or greater than lin See the Part VI instructions.	e 7, check the box in Part VI, line	; iu, and comp	iete tilat part usin	ıyaı%	tax rate.			

Page 3

CHARLES AND JAY G. AMES FOUNDATION C/O CORNERSTONE FAMILY OFFICE Form 990-PF (2010) 34-1809978 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) 1,582. b Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1% 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 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4 1.582 5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-Credits/Payments: 16,000 a 2010 estimated tax payments and 2009 overpayment credited to 2010 6b b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) 6c d Backup withholding erroneously withheld 64 16,000. 7 Total credits and payments. Add lines 6a through 6d Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached 8 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 14,418. 10 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 14.418. Refunded 11 Enter the amount of line 10 to be: Credited to 2011 estimated tax Part VII-A | Statements Regarding Activities Yes No 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in 1a any political campaign? b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. c Did the foundation file Form 1120-POL for this year? 1c Х 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. > \$ X 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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 3 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a N/A b If "Yes," has it filed a tax return on Form 990-T for this year? 4b 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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 Х remain in the governing instrument? 6 Х 7 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) OH

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

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

10 X Form **990-PF** (2010)

X

X

8b

orm	B. CHARLES AND JAY G. AMES FOUNDATION 1990-PF (2010) C/O CORNERSTONE FAMILY OFFICE	24 1000	.070		Page
	art VII-A Statements Regarding Activities (continued)	34-1809	9/8	<u> </u>	ayt
	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of		Γ	Γ	
•	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		<u> </u>	<u> </u>	-
	August 17, 2008?		12		x
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ► N/A				
14	· · · · · · · · · · · · · · · · · · ·	▶ 440-46	0 - 0	460	
•	Located at ▶ 5885 LANDERBROOK DR., MAYFIELD HTS,, OH	ZIP+4 ▶44			
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,			Yes	N
	securities, or other financial account in a foreign country?		16		Х
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of		<u> </u>		
	the foreign country				
Pa	art 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	N
1a	During the year did the foundation (either directly or indirectly):				
		es X No	İ		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
		es X No			
		es X No			
		es X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available				
		es X 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.)	es X No	1		
t	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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	ightharpoons			
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		l		
	before the first day of the tax year beginning in 2010?		1c		x
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation				
	defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginni	ng	Ì		
		res X No			
	If "Yes," list the years , , , , , , , , , , , , , , , , , , ,				}
t	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect	ot			}
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attac				
	statement - see instructions)	N/A	2h	ŀ	

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

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

Form 4720, to determine if the foundation had excess business holdings in 2010.)

had not been removed from jeopardy before the first day of the tax year beginning in 2010?

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,

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

Form **990-PF** (2010)

X

3b

4a

Yes X No

N/A

during the year?

B. CHARLES AND JAY G. AM	ES FOUNDATION	Ī			
orm 990-PF (2010) C/O CORNERSTONE FAMILY O			34-18099	78	Page 6
Part VII-B Statements Regarding Activities for Which F	orm 4720 May Be F	Required (contin	ued)		
5a During the year did the foundation pay or incur any amount to:					
(1) Carry on gropaganda, or otherwise attempt to influence legislation (section	14945(e))?	Ye	es 🗶 No		
(2) Influence the outcome of any specific public election (see section 4955); or	r to carry on, directly or indire	ectly,			
any voter registration drive?			s X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	?	Ye	s X No		
(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		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f				
the prevention of cruelty to children or animals?		Ye	es 🗶 No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	ler the exceptions described i	n Regulations	1		
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A L	5b	
Organizations relying on a current notice regarding disaster assistance check hi	ere				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr					
expenditure responsibility for the grant?	N	[/A	es L No		
If "Yes," attach the statement required by Regulations section 53.4945	' '				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to p	pay premiums on				
a personal benefit contract?		Ye	es 🗶 No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		<u> </u>	6b	<u> </u>
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		Y€	es X No		
b If 'Yes,' did the foundation receive any proceeds or have any net income attribu				7b	<u> </u>
Part VIII Information About Officers, Directors, Truster Paid Employees, and Contractors	ees, Foundation Ma	inagers, Highly	<i>'</i>		
List all officers, directors, trustees, foundation managers and their of the second seco	compensation.		•		
2101 2111 0111001 01, 211 0010000, 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2		(c) Compensation	(d) Contributions to employee benefit plans	(e) Ex	ense
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	(e) Exp account allowa	t, other
	to position	enter o'	Compensation	dilowa	11003
				[
SEE STATEMENT 11		0.	0.	İ	0.
JIII VIIIIIIIII II					.
				ĺ	
				ĺ	
				ĺ	
				ĺ	
				1	
2 Compensation of five highest-paid employees (other than those inc	luded 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	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Exp account	ense
(a) Name and address of each employee paid more than \$60,000	devoted to position	(C) Compensation	and deterred compensation	allowa	inces
NONE					
				1	
				1	
				1	
		1		1	

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

B. CHARLES AND JAY G. AMES FOUNDAT: Form 990-PF (2010) C/O CORNERSTONE FAMILY OFFICE		1000070	Dogo 7
Information About Officers, Directors, Trustees, Foundation	Managers, Highly	1809978	Page 7
raid Linployees, and Contractors (continued)			
3 Five highest-paid independent contractors for professional services. If none, enter "NO		1,,0	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) CON	pensatio
NONE			
Total number of others receiving over \$50,000 for professional services			
Part IX-A Summary of Direct Charitable Activities			
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical in number of organizations and other beneficiaries served, conferences convened, research papers produced,		Expense	s
1 N/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	i and 2.	Amount	
1 <u>N/A</u>			

Form **990-PF** (2010)

All other program-related investments. See instructions.

Total. Add lines 1 through 3

Form 990-PF (2010)

C/O CORNERSTONE FAMILY OFFICE

34-1809978

Page 8

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndation	s, see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	10,396,580.
b	Average of monthly cash balances	1b	896,826.
C	Fair market value of all other assets	1c	3,569,122.
d	Total (add lines 1a, b, and c)	1d	14,862,528.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	14,862,528.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	222,938.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,639,590.
6	Minimum investment return. Enter 5% of line 5	6	731,980.
<u></u>	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are	d certair	1
	foreign organizations check here and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	731,980.
2a	Tax on investment income for 2010 from Part VI, line 5		
b	Income tax for 2010. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	1,582.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	730,398.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	730,398.
6	Deduction from distributable amount (see instructions)	6	<u> </u>
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	730,398.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
' a	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	1,504,590.
b		1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	<u></u>
3	Amounts set aside for specific charitable projects that satisfy the:		
a	0	3a	
b		3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,504,590.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
-	income. Enter 1% of Part I, line 27b	5	1,582.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,503,008.
-	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	qualifies	
	4940(e) reduction of tax in those years.		

Form **990-PF** (2010)

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,		·		
line 7				730,398.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			165,360.	
b Total for prior years:		-		
,,		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
¢ From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from				
Part XII, line 4: ► \$ 1,504,590.				
a Applied to 2009, but not more than line 2a			165,360.	
b Applied to undistributed income of prior			-	
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus				<u> </u>
(Election required - see instructions)	0.			
d Applied to 2010 distributable amount				730,398.
e Remaining amount distributed out of corpus	608,832.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount	0.			0.
must be shown in column (a)) 6 Enter the net total of each column as				
indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	608,832.			
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.			0.	
f Undistributed income for 2010. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2011				0.
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.				
Subtract lines 7 and 8 from line 6a	608,832.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010 608,832.				

CHARLES AND JAY G. AMES FOUNDATION Page 10 C/O CORNERSTONE FAMILY OFFICE 34-1809978 Private Operating Foundations (see instructions and Part VII-A, question 9) Part XIV 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)(5) 4942(j)(3) or Prior 3 years Tax year 2 a Enter the lesser of the adjusted net (b) 2009 (c) 2008 (d) 2007 (a) 2010 (e) Total income from Part I or the minimum investment return from Part X for each year listed **b** 85% of line 2a c Qualifying distributions from Part XII, line 4 for each year listed d Amounts included in line 2c not used directly for active conduct of exempt activities e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c 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(1)(3)(B)(1) 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 Gross investment income Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.) Information Regarding Foundation Managers: a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).) SEE STATEMENT b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest. Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here $\triangleright X$ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If

the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

B. CHARLES AND JAY G. AMES FOUNDATION

Form 990-PF (2010) C/O CORNERSTONE FAMILY OFFICE
Part XV Supplementary Information (continued)

023611 12-07-10

34-1809978 Page 11

Form **990-PF** (2010)

3 Grants and Contributions Paid During the Y	lf recipient is an individual		T	
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year	Of Substantial Contributor	roopione		
	!			
SEE STATEMENT 13 Total	<u> </u>		▶ 3a	1,504,590
b Approved for future payment				
NONE				
Total			▶ 3b	0.

34-1809978 Form 990-PF (2010) C/O CORNERSTONE FAMILY OFFICE Page 12 Part XVI-A **Analysis of Income-Producing Activities** Unrelated business income Excluded by section 512, 513, or 514 Enter gross amounts unless otherwise indicated. (e) (c) Exclu-(a) Business code (b) (d) Related or exempt Amount **Amount** function income 1 Program service revenue: Fees and contracts from government agencies 2 Membership dues and assessments 3 Interest on savings and temporary cash 53,083. 14 investments 170,109. 14 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property 6 Net rental income or (loss) from personal property 14 57,191. 7 Other investment income 8 Gain or (loss) from sales of assets other -2,189,41018 than inventory 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 11 Other revenue: 0. -1,909,027.12 Subtotal. Add columns (b), (d), and (e) -1,909,02713 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). \blacksquare N/A

CHARLES AND JAY G. AMES FOUNDATION

Form 990-PF (2010)

34-1809978

Page 13

C/O CORNERSTONE FAMILY OFFICE Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations** Yes No Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash 1a(1) (2) Other assets 1a(2) **b** Other transactions: (1) Sales of assets to a noncharitable exempt organization 1b(1) (2) Purchases of assets from a noncharitable exempt organization 1b(2) (3) Rental of facilities, equipment, or other assets 1b(3) (4) Reimbursement arrangements 1b(4) (5) Loans or loan guarantees 1b(5) (6) Performance of services or membership or fundraising solicitations X 1b(6) Sharing of facilities, equipment, mailing lists, other assets, or paid employees 1c 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. (b) Amount involved (c) Name of noncharitable exempt organization (a) Line no (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, and complete Sign Here Signature of officer or trustee Title Print/Type preparer's name Preparer's signature Date Check PTIN 5-4-11 self- employed CORNERSTONE FAMILY **Paid** OFFICE, LLC **Preparer** Firm's name ► CORNERSTONE FAMILY OFFICE. Firm's EIN **Use Only** 5885 LANDERBROOK DR. #300 Firm's address ► MAYFIELD HEIGHTS, OH 44124 Phone no. 440-460-0460

(Rev January 2011)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 154-5-1709

► File a separate application for each return.

If you ar	re filing for an Automatic 3-Month Extension,	complete o	only Part I and check this box		. ▶ X			
	re filing for an Additional (Not Automatic) 3-M				٠.٠			
	nplete Part II unless you have already been gra				3			
Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 m onths for								
a corporati	ion required to file Form 990-T), or an additioi	nal (not au	tomatic) 3-month extension of time	You can electronicall	v file Form			
8868 to re	equest an extension of time to file any of the	forms liste	ed in Part I or Part II with the exce	ption of Form 8870, I	nformation			
	Transfers Associated With Certain Persona							
instructions	s) For more details on the electronic filing of the	ns form, vi	sit www.irs.gov/efile and click on e-fi	ile for Chanties & Nonp	rofits.			
Part I A	utomatic 3-Month Extension of Time. Or	ily submit	original (no copies needed).					
A corporat	ion required to file Form 990-T and requesting	an automa	atic 6-month extension - check this t	oox and complete				
				•				
All other co	orporations (including 1120-C filers), partnersh	ups. REMIC	Cs. and trusts must use Form 7004 to	request an extension of	of time			
	me tax returns.	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	50, 4110 11 2010 11 1201 200 7 0711 7004 10	roquest un extension o	i ciiii o			
Type or	Name of exempt organization			Employer identification	number			
print	B. CHARLES AND JAY G. AMES	FOIINDA	TION	34-1809978				
•	Number, street, and room or suite no if a P.O bo			34-1003370				
File by the due date for	C/O CORNERSTONE FAMILY OFFI			E CUTME 200				
filing your	City, town or post office, state, and ZIP code. For			E, SUITE SUU				
return See		a foreign au	aress, see instructions					
Instructions	MAYFIELD HEIGHTS, OH 44124							
Enter the F	Return code for the return that this application	ıs for (file a	a separate application for each return)	0 4			
Application	n	Return	Application		Return			
Is For	•	Code	Is For		Code			
Form 990		01	Form 990-T (corporation)					
					07			
Form 990-l		02	Form 1041-A		08			
Form 990-L		03	Form 4720		09			
Form 990-F		04	Form 5227		10			
	T (sec. 401(a) or 408(a) trust)	05	Form 6069		11			
Form 990-	T (trust other than above)	06	Form 8870		12			
Telepho If the org	ks are in the care of ► CORNERSTONE FA ne No ► 440.460.0460 ganization does not have an office or place of for a Group Return, enter the organization's for	l business ir	FAX No 440.460.0420 In the United States, check this box		▶□			
for the who	ole group, check this box ▶ 🔲 🛚 I	f it is for pa	art of the group, check this box	and atta	ach			
	he names and EINs of all members the extens							
	iest an automatic 3-month (6 months for a cor		equired to file Form 990-T) extension	of time				
			ganization return for the organization		dension is			
_	e organization's return for:		g					
	calendar year 20 10 or							
▶	tax year beginning	20	and ending	20				
		,	, and ending	, 20				
	tax year entered in line 1 is for less than 12 m Change in accounting period	onths, ched	ck reason Initial return	Fınal return				
3a If this	application is for Form 990-BL, 990-PF, 99	90-T, 4720), or 6069, enter the tentative tax	L less any				
	fundable credits See instructions	,		38 1,5	82.			
b If the	s application is for Form 990-PF, 990-T,			3a \$ 1,5 redits and 3b \$ 16,				
	ated tax payments made Include any prior yea			3b \$ \(\varphi \)	000.			
	ice Due. Subtract line 3b from line 3a. Include	-	ent with this form, if required, by us	sing EFTPS	^			
	tronic Federal Tax Payment System) See instru			3c \$	<u> </u>			
Caution. If	you are going to make an electronic fund v	withdrawal	with this Form 8868, see Form 8	3453-EO and Form 88	79-EO for			
payment in								
For Paperw	ork Reduction Act Notice, see Instructions.			Form 8868	(Rev 1-2011)			

REALIZED GAINS AND LOSSES
B. Charles and Jay G. Ames Foundation
Huntington Trust: 1540070205

From 01-01-10 Through 12-31-10

						Gain Or Loss	
Open	Close			Cost			
Date	Date	Quantity	Security	Basis	Proceeds	Short Term	Long Term
10/29/08		•	Altisource Portfolio Solutions	6,239			80,491
10/29/08			Altisource Portfolio Solutions	7,799			106,651
10/29/08			Altisource Portfolio Solutions	1,560			21,690
05/18/09			UltraShort Financials ProShares	22,256			
05/26/09			UltraShort Financials ProShares	11,197			
05/28/09			UltraShort Financials ProShares	11,108			
10/29/08			Altisource Portfolio Solutions	1,560			21,918
05/28/09			UltraShort Financials ProShares	33,324			
07/13/09			UltraShort Financials ProShares	22,176			
06/18/09			UltraShort Financials ProShares	21,771			
07/13/09			UltraShort Financials ProShares	22,176			
11/05/09			ETF Proshares Trust	19,820			
01/13/10			Direxion Daily RE	6,377			
06/18/09			UltraShort Financials ProShares	21,771		•	
11/05/09			ETF Proshares Trust	9,910			
12/23/09			Direxion Daily RE	6,213			
05/08/09			UltraShort Financials ProShares	31,303		•	
06/26/09			UltraShort Financials ProShares	21,125			
07/23/09			ProShares Ultrashort QQQ	6,948			
07/27/09			ProShares Ultrashort QQQ	13,566			
10/06/09			ProShares Ultrashort QQQ	5,904			
11/05/09			ETF Proshares Trust	9,910			
11/09/09			Path S&P 500 VIX Short-term Futures ETN	21,522			
05/08/09			UltraShort Financials ProShares	41,738		•	
10/06/09			ProShares Ultrashort QQQ	17,711			
10/29/09			ProShares Ultrashort QQQ	5,817			
06/29/09			UltraShort Financials ProShares	20,716			
09/28/09			ProShares Ultrashort QQQ	5,671			
10/29/09			ProShares Ultrashort QQQ	5,817			
10/29/08			Altisource Portfolio Solutions	4,679			63,768
01/22/10			Altisource Portfolio Solutions	44,127			
12/23/09			Direxion Daily RE	6,213			
12/24/09			Direxion Daily RE	18,093			
09/28/09			ProShares Ultrashort QQQ	5,671			
10/13/09			ProShares Ultrashort QQQ	11,252			
10/14/09			ProShares Ultrashort QQQ	11,013			
10/19/09			ProShares Ultrashort QQQ	11,003			
11/06/09			ProShares Ultrashort QQQ	5,599			
11/23/09			ProShares Ultrashort QQQ	20,836			
12/01/09			ProShares Ultrashort QQQ	10,321			
11/06/09			ETF Proshares Trust	19,405			
11/23/09			ETF Proshares Trust	36,066			
11/30/09			ETF Proshares Trust	18,247			
12/01/09			ETF Proshares Trust	35,595			
01/26/10		-	ETF Proshares Trust	71,937			
01/26/10			Energy Bull 3X	52,936			
11/09/09) iPath S&P 500 VIX Short-term Futures ETN) iPath S&P 500 VIX Short-term Futures ETN	43,044			
11/23/09				19,742			
11/30/09) iPath S&P 500 VIX Short-term Futures ETN	19,947			
11/03/09			Emerging Markets Bear 3X	14,096			
11/04/09	02/04/10	2,000	Emerging Markets Bear 3X	12,979	12,341	-030	,

Open	Close			Coot			
Date	Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Torm
						Short renn	Long reini
10/29/08	01/05/10	4,000	Altisource Portfolio Solutions	6,335	86,827		80,492
10/29/08	01/06/10	5,000	Altisource Portfolio Solutions	7,799	114,450		106,651
10/29/08	01/07/10	1,000	Altisource Portfolio Solutions	1,560	23,250		21,690
05/18/09	01/08/10	500	UltraShort Financials ProShares	22,256	11,130		_,,,,,,
05/26/09	01/08/10		UltraShort Financials ProShares	11,197			
05/28/09			UltraShort Financials ProShares	11,108	5,565		
10/29/08			Altisource Portfolio Solutions	1,560	23,478		21,918
05/28/09	01/12/10	,	UltraShort Financials ProShares	33,324			21,310
07/13/09			UltraShort Financials ProShares	22,176	-		
06/18/09	01/15/10		UltraShort Financials ProShares		11,265		
07/13/09	01/15/10		UltraShort Financials ProShares	21,771	11,288		
11/05/09	01/15/10		ETF Proshares Trust	22,176	11,288		
01/13/10				19,820	16,772		
	01/20/10		Direxion Daily RE	6,377	6,324		
06/18/09	01/20/10		UltraShort Financials ProShares	21,771	11,237		
11/05/09			ETF Proshares Trust	9,910	8,474		
12/23/09			Direxion Daily RE	6,213	6,629		
05/08/09	01/21/10		UltraShort Financials ProShares	31,303	17,284	-14,019	
06/26/09	01/21/10		UltraShort Financials ProShares	21,125	11,522	-9,603	
07/23/09	01/21/10	250	ProShares Ultrashort QQQ	6,948	4,829	-2,119	
07/27/09	01/21/10		ProShares Ultrashort QQQ	13,566	9,657	-3,909	
10/06/09	01/21/10	250	ProShares Ultrashort QQQ	5,904	4,829	-1,075	
11/05/09	01/21/10	250	ETF Proshares Trust	9,910	8,628	-1,282	
11/09/09	01/22/10	500	Path S&P 500 VIX Short-term Futures ETN	21,522	15,371	-6,151	
05/08/09	01/22/10	1,000	UltraShort Financials ProShares	41,738	24,145	-17,593	
10/06/09	01/22/10	750	ProShares Ultrashort QQQ	17,711	14,910	-2,801	
10/29/09	01/22/10	250	ProShares Ultrashort QQQ	5,817	4,970	-847	
06/29/09	01/26/10		UltraShort Financials ProShares	20,716	12,525	-8,191	
09/28/09	01/28/10		ProShares Ultrashort QQQ	5,671	5,195	-476	
10/29/09	01/28/10		ProShares Ultrashort QQQ	5,817	5,195	-622	
10/29/08	01/29/10		Altisource Portfolio Solutions	4,679	68,447	-022	60.760
01/22/10	01/29/10		Altisource Portfolio Solutions	44,127	45,632	1 505	63,768
12/23/09	01/29/10		Direxion Daily RE	6,213	7,403	1,505	
12/24/09	01/29/10		Direxion Daily RE			1,190	
09/28/09	01/29/10		ProShares Ultrashort QQQ	18,093	22,210	4,117	
10/13/09	01/29/10		ProShares Ultrashort QQQ	5,671	5,325	-346	
10/13/09	01/29/10		ProShares Ultrashort QQQ	11,252	10,651	-601	
10/19/09				11,013	10,651	-362	
	01/29/10		ProShares Ultrashort QQQ	11,003	10,651	-352	
11/06/09	01/29/10		ProShares Ultrashort QQQ	5,599	5,325	-274	
11/23/09	01/29/10		ProShares Ultrashort QQQ	20,836	21,302	466	
12/01/09	01/29/10		ProShares Ultrashort QQQ	10,321	10,651	330	
11/06/09	01/29/10		ETF Proshares Trust	19,405	18,623	-782	
11/23/09	01/29/10		ETF Proshares Trust	36,066	37,245	1,179	
11/30/09	01/29/10		ETF Proshares Trust	18,247	18,623	376	
12/01/09	01/29/10	1,000	ETF Proshares Trust	35,595	37,245	1,650	
01/26/10	01/29/10		ETF Proshares Trust	71,937	74,491	2,554	
01/26/10	02/01/10		Energy Bull 3X	52,936	50,523	-2,413	
11/09/09	02/04/10	1,000	iPath S&P 500 VIX Short-term Futures ETN	43,044	31,019	-12,025	
11/23/09	02/04/10	500	Path S&P 500 VIX Short-term Futures ETN	19,742	15,509	-4,233	
11/30/09	02/04/10	500	Path S&P 500 VIX Short-term Futures ETN	19,947	15,509	-4,438	
11/03/09	02/04/10		Emerging Markets Bear 3X	14,096	12,341	-1,755	
11/04/09	02/04/10		Emerging Markets Bear 3X	12,979	12,341	-638	
		-	- •	· —, - · •	_,		

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
11/05/09	02/04/10	1.000	Emerging Markets Bear 3X	6,372	6,171	-201	
05/28/09	02/04/10		Financial Bear 3X	5,250			
07/13/09	02/04/10		Financial Bear 3X	45,700			
05/07/09	02/04/10		UltraShort Financials ProShares	10,007			
06/04/09	02/04/10		UltraShort Financials ProShares	40,244			
06/11/09	02/04/10		UltraShort Financials ProShares	19,715			
07/22/09	02/04/10		UltraShort Financials ProShares	9,709			
07/27/09	02/04/10		UltraShort Financials ProShares	36,585			
07/29/09	02/04/10	•	UltraShort Financials ProShares	36,233			
07/30/09	02/04/10		UltraShort Financials ProShares	35,225			
10/05/09	02/04/10		UltraShort Financials ProShares	25,845			
11/05/09	02/04/10	•	UltraShort Financials ProShares	26,805			
11/30/09	02/04/10		UltraShort Financials ProShares	25,175			
11/06/09			Emerging Markets Bear 3X	6,155			
11/11/09	02/05/10		Emerging Markets Bear 3X	8,098			
11/12/09	02/05/10	-	Emerging Markets Bear 3X	13,946			
11/18/09	02/05/10		Emerging Markets Bear 3X	10,530			
11/30/09	02/05/10		Emerging Markets Bear 3X	5,605			
12/01/09	02/05/10		Emerging Markets Bear 3X	5,166		1,409	
12/11/09	02/05/10		Emerging Markets Bear 3X	5,295		•	
01/05/10			Emerging Markets Bear 3X	22,575			
05/08/09	02/05/10		Financial Bear 3X	50,487			
05/29/09	02/05/10		Financial Bear 3X	14,955			
06/11/09	02/05/10		Financial Bear 3X	21,868			
06/19/09	02/05/10		Financial Bear 3X	9,700			
06/29/09	02/05/10		Financial Bear 3X	6,963			
07/13/09	02/05/10		Financial Bear 3X	55,856			
07/15/09	02/05/10	•	Financial Bear 3X	21,754			
07/22/09	02/05/10		Financial Bear 3X	10,296			
10/06/09	02/05/10		Direxion Small Cap Bear 3X	18,484			
11/03/09	02/05/10		Direxion Small Cap Bear 3X	14,156			
11/05/09	02/05/10		Direxion Small Cap Bear 3X	13,415			
11/06/09	02/05/10		Direxion Small Cap Bear 3X	6,340			
12/01/09	02/05/10		Direxion Small Cap Bear 3X	12,037		-677	
11/30/09	02/05/10		UltraShort Financials ProShares	25,175			
09/28/09	02/08/10		UltraShort Financials ProShares	12,516		488	
02/08/10			Market Vector Gold Miners	41,715			
02/08/10			Market Vector Gold Miners	41,715		849	
10/29/08	02/11/10		Altisource Portfolio Solutions	3,120	48,577		45,457
02/05/10	02/11/10		Market Vector Gold Miners	41,253		1,970	•
11/02/09			Ocwen Financial Corp.	53,612		-2,583	
11/05/09			Ocwen Financial Corp.	10,219			
10/29/08			Altisource Portfolio Solutions	1,560			23,398
02/12/10			UltraPro Short S&P 500 ProShares	39,320		832	
10/29/08	02/16/10	2,000	Altisource Portfolio Solutions	3,120			48,096
11/05/09			Ocwen Financial Corp.	40,876		3,315	
11/05/09	03/02/10	1,000	Ocwen Financial Corp.	10,219		990	
03/12/10			Market Vectors ETF TR JR Gold Mines	6,463		176	
03/12/10			Market Vector Gold Miners	11,301	11,635	334	
03/12/10			Market Vectors ETF TR JR Gold Mines	6,463		238	
03/12/10		250	Market Vector Gold Miners	11,301	11,036	-265	
03/12/10			Market Vectors ETF TR JR Gold Mines	12,927		-88	

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
03/19/10			DB Gold Dbl Lg ETN	5,367	5,221	-146	
03/05/10			Daily Tech Bear 3x	8,974			
03/09/10			Daily Tech Bear 3x	4,382			
03/11/10			Daily Tech Bear 3x	20,896			
03/16/10			Daily Tech Bear 3x	8,307			
03/02/10			Emerging Markets Bear 3X	25,833			
03/05/10			Emerging Markets Bear 3X	24,475	•		
09/28/09			UltraShort Financials ProShares	12,516			
10/06/09			UltraShort Financials ProShares	12,417		•	
10/14/09			UltraShort Financials ProShares	11,554		•	
10/19/09			UltraShort Financials ProShares	11,717			
10/22/09			UltraShort Financials ProShares	47,996			
03/02/10			Ultrashort Russell 2000	22,917			
11/05/09			Ocwen Financial Corp.	10,219			
11/06/09			Ocwen Financial Corp.	39,751			
03/12/10			Altisource Portfolio Solutions			9,020	
03/23/10			Altisource Portfolio Solutions	51,615			
03/23/10			Altisource Portfolio Solutions	9,800			
03/25/10			Altisource Portfolio Solutions	2,450 20,887			
03/30/10			Altisource Portfolio Solutions	22,548			
03/31/10			Altisource Portfolio Solutions				
03/31/10			Altisource Portfolio Solutions	11,237			
11/06/09			Ocwen Financial Corp.	11,237			
07/27/09			Financial Bear 3X	39,751	48,349		
07/29/09	04/27/10		Financial Bear 3X	37,736			
05/06/09			Ultra Short Real Estate	18,664			
06/24/09			Ultra Short Real Estate	31,919			
11/23/09			Path S&P 500 VIX Short-term Futures ETN	10,543			
12/17/09			Path S&P 500 VIX Short-term Futures ETN	19,742			
12/17/09			Path S&P 500 VIX Short-term Futures ETN	17,932			
02/11/10			Path S&P 500 VIX Short-term Futures ETN	17,932 15,852			
02/12/10			UltraPro Short S&P 500 ProShares	29,490			
02/11/10			Path S&P 500 VIX Short-term Futures ETN				
01/06/10			Path S&P 500 VIX Short-term Futures ETN	15,852 31,438		-3,937	
01/07/10			Path S&P 500 VIX Short-term Futures ETN				
01/08/10			Path S&P 500 VIX Short-term Futures ETN	30,892 15,015			
02/16/10			Path S&P 500 VIX Short-term Futures ETN	30,424			
07/29/09			Financial Bear 3X	18,664		· ·	
07/30/09	05/06/10		Financial Bear 3X	35,527	14,587	-11,371 -20,940	
08/21/09			Financial Bear 3X	12,250	7,293	-20,940 -4,957	
10/14/09			Direxion Small Cap Bear 3X	11,023	7,293	-3,979	
10/19/09			Direxion Small Cap Bear 3X	10,881	7,044	-3,837	
10/22/09	05/06/10		Direxion Small Cap Bear 3X	17,352	10,566	-6,786	
11/16/09			Direxion Small Cap Bear 3X	5,767	3,522	-2,245	
12/11/09			Direxion Small Cap Bear 3X	11,430	7,044	-4,386	
05/08/09			Ultra Short Real Estate	32,155	8,372	-23,783	
06/25/09			Ultra Short Real Estate	20,878	5,581	-15,297	
07/06/09			Ultra Short Real Estate	51,533	13,953	-37,580	
02/12/10			UltraPro Short S&P 500 ProShares	9,830	7,777	-2,053	
02/16/10			UltraPro Short S&P 500 ProShares	38,058	31,109	-6,949	
02/17/10			UltraPro Short S&P 500 ProShares	36,701	31,109	-5,592	
02/19/10			UltraPro Short S&P 500 ProShares	26,911	23,332	-3,579	

Open Close				Cook			
Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
01/08/10			Path S&P 500 VIX Short-term Futures ETN	15,015	14,452	-563	
01/11/10			iPath S&P 500 VIX Short-term Futures ETN	14,636			
05/06/10			Direxion Daily Small Cap Bull 3X	26,715			
05/06/10			Energy Bull 3X	37,584			
05/11/10		•	Emerging Markets Bear 3X	11,126			
02/18/10			iPath S&P 500 VIX Short-term Futures ETN	28,846			
03/01/10			Path S&P 500 VIX Short-term Futures ETN	25,740			
05/10/10			Emerging Markets Bear 3X	33,500			
08/21/09			Financial Bear 3X	12,250			
02/12/10			Direxion Small Cap Bear 3X	10,301	•		
03/01/10			Direxion Small Cap Bear 3X	8,810	•		
07/06/09			Ultra Short Real Estate	51,533			
02/11/10			Direxion Daily RE	15,659			
02/12/10			Direxion Daily RE	15,249			
05/26/09			Ultra Short Real Estate	20,438			
06/29/09			Ultra Short Real Estate	12,063			
07/01/09			Ultra Short Real Estate				
03/01/03			Direxion Small Cap Bear 3X	17,397 4,405			
03/02/10			Direxion Small Cap Bear 3X			•	
03/02/10			iPath S&P 500 VIX Short-term Futures ETN	4,234			
05/02/10			Path S&P 500 VIX Short-term Futures ETN	25,364			
02/12/10				24,608			
09/09/09		-	Direxion Daily RE Financial Bear 3X	15,249			
02/19/10		,		24,215	•		
02/19/10			UltraPro Short S&P 500 ProShares UltraPro Short S&P 500 ProShares	8,970			
			Ultra Short Real Estate	8,364	•		
06/04/09 06/12/09			Ultra Short Real Estate	8,770	•		
07/01/09			Ultra Short Real Estate	18,877		•	
07/16/09			Ultra Short Real Estate	1,933		·	
07/20/09			Ultra Short Real Estate	18,641			
07/22/09			Ultra Short Real Estate	26,132			
04/20/10				17,895			
05/14/10		•	Path S&P 500 VIX Short-term Futures ETN	18,974			
02/12/10			Energy Bull 3X Direxion Daily RE	17,600	•		
02/12/10			Direxion Daily RE	15,249			
09/09/09			Financial Bear 3X	14,296			
09/10/09			Financial Bear 3X	12,107			
03/05/10			UltraPro Short S&P 500 ProShares	34,945			
06/04/09				16,728		13	
06/05/09			Ultra Short Real Estate Ultra Short Real Estate	8,770			
07/27/09			Ultra Short Real Estate	17,045	5,775	-11,270	
07/28/09			Ultra Short Real Estate	32,834			
07/30/09			Ultra Short Real Estate	8,127		-5,239	
03/02/10			Direxion Small Cap Bear 3X	15,828	5,775	-10,053	
03/02/10			•	16,938		-3,525	
03/03/10			UltraPro Short S&P 500 ProShares UltraPro Short S&P 500 ProShares	8,364		609	
04/08/10			UltraPro Short S&P 500 ProShares	15,322	17,945	2,623	
04/08/10			UltraPro Short S&P 500 ProShares	14,386		3,559	
04/23/10			UltraPro Short S&P 500 ProShares	6,734		2,239	
03/03/10			Direxion Small Cap Bear 3X	13,644		4,301	
03/03/10			Direxion Small Cap Bear 3X Direxion Small Cap Bear 3X	20,794	18,678	-2,116	
03/04/10			Direxion Daily RE	20,712	18,678	-2,034	
Janini	00120110	500	Direction Daily Till	4,400	4,238	-162	

Open	Close		•	Cost	_		
Date	Date	Quantity	Security	Basis	Proceeds	Short Term	Long Term
03/22/10		500	Direxion Daily RE	4,479	4,238	-241	************
03/24/10	05/20/10		Direxion Daily RE	4,327			
04/08/10	05/20/10	500	Direxion Daily RE	4,087			
09/10/09	05/20/10		Financial Bear 3X	9,319			
11/03/09	05/20/10	1,000	Financial Bear 3X	22,486			
11/05/09	05/20/10		Financial Bear 3X	13,425			
08/20/09	05/20/10	200	Ultra Short Real Estate	12,678			
08/21/09	05/20/10		Ultra Short Real Estate	11,880			
09/04/09	05/20/10	200	Ultra Short Real Estate	12,586			
09/09/09	05/20/10	600	Ultra Short Real Estate	34,418			
09/10/09	05/20/10	200	Ultra Short Real Estate	10,995	•		
10/29/09	05/20/10		Ultra Short Real Estate	20,473			
11/03/09	05/20/10		Ultra Short Real Estate	10,216			
09/15/09	05/24/10		Financial Bear 3X	13,159			
11/05/09	05/24/10	400	Financial Bear 3X	8,950			
10/05/09	05/24/10	100	Ultra Short Real Estate	5,105			
11/03/09	05/24/10		Ultra Short Real Estate	20,432			
04/27/10	05/27/10		Ocwen Financial Corp.	11,897		•	
05/18/10	05/27/10		Ultra Semiconductors	15,959			
04/16/10			Altisource Portfolio Solutions	25,595			
04/19/10			Altisource Portfolio Solutions	12,600			
04/26/10			Altisource Portfolio Solutions	24,794		1,560	
04/27/10	05/28/10		Altisource Portfolio Solutions	12,177			
05/20/10			Market Vectors ETF TR JR Gold Mines	6,390		539	
05/27/10			UltraPro Short S&P 500 ProShares	17,249		626	
05/18/10	06/03/10		Ultra Semiconductors	15,959		644	
04/06/10	06/04/10		Direxion Daily RE	3,962		46	
04/09/10	06/04/10		Direxion Daily RE	15,716			
10/05/09	06/04/10		Ultra Short Real Estate	35,735			
11/05/09	06/04/10		Ultra Short Real Estate	10,041	5,855	-4,186	
11/06/09	06/04/10		Ultra Short Real Estate	5,017			
06/02/10	06/04/10		Emerging Markets Bear 3X	49,527	•		
04/09/10			Direxion Daily RE	3,929	4,186	257	
04/13/10	06/07/10		Direxion Daily RE	15,531	16,745		
09/15/09	06/07/10		Financial Bear 3X	10,966			
10/05/09	06/07/10		Financial Bear 3X	21,683			
10/29/09	06/07/10		Financial Bear 3X	10,631	8,289	-2,342	
11/06/09	06/07/10		Financial Bear 3X	21,635	16,577	-5,058	
05/27/10		-	ProShares Ultrashort QQQ	9,122	9,017	-105	
09/15/09	06/07/10		Ultra Short Real Estate	9,753	6,051	-3,702	
10/08/09	06/07/10		Ultra Short Real Estate	9,853	6,051	-3,802	
11/06/09	06/07/10		Ultra Short Real Estate	5,017	3,026	-1,991	
05/10/10	06/08/10		Direxion Daily RE	17,101	21,779	4,678	
09/28/09	06/08/10		Financial Bear 3X	20,842	17,414	-3,428	
10/29/09	06/08/10		Financial Bear 3X	21,261	17,414	-3,847	
02/12/10	06/08/10		Financial Bear 3X	41,785	34,828	-6,957	
10/22/09	06/08/10		Ultra Short Real Estate	24,327	15,561	-8,766	
09/28/09	06/09/10		Financial Bear 3X	20,842	16,871	-3,971	
05/19/10	06/09/10		ProShares Ultra DJ-UBS Crude Oil	4,630	4,803	173	
06/04/10	06/11/10		Direxion Daily Small Cap Bull 3X	22,713	22,095	-618	
06/07/10	06/14/10		Altisource Portfolio Solutions	26,946	28,104	1,158	
05/19/10	06/14/10		Energy Bull 3X	16,306	16,149	-157	
22, 10, 10	22	230		10,000	10,173	-137	

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
06/07/10	06/14/10	500	Direxion Daily Small Cap Bull 3X	20,839	23,279	2,440	
06/04/10			Direxion Daily Small Cap Bull 3X Shares	8,032		-81	
06/07/10			Direxion Daily Technology Bull 3X Shares	7,302		649	
05/18/10			Ultra Pro S&P 500 Proshares	77,114			
05/20/10			Ultra Pro S&P 500 Proshares	27,008			
06/04/10			Ultra Semiconductors	7,952			
06/07/10			Ultra Semiconductors	7,223			
05/19/10			Energy Bull 3X	16,306			
05/19/10			ProShares Ultra DJ-UBS Crude Oil	9,261	10,415		
05/20/10			Ultra Pro S&P 500 Proshares	6,752	7,162		
05/24/10			Ultra Pro S&P 500 Proshares	13,251	14,324		
06/04/10			Ultra Pro S&P 500 Proshares	87,155	93,106		
06/07/10			Ultra Pro S&P 500 Proshares	31,858	35,810		
05/19/10			ProShares Ultra DJ-UBS Crude Oil	9,261	10,418		
05/14/10			Ultra Basic Materials ProShares	7,833			
05/19/10			Energy Bull 3X	8,153	8,395		
05/19/10			Energy Bull 3X	8,153	8,750		
05/27/04			Altria Group Inc.	11,171	20,055		0 004
05/27/04			Philip Morris International				8,884
05/14/10			Ultra Basic Materials ProShares	25,455	46,464		21,009
05/20/10			Market Vectors ETF TR JR Gold Mines	7,833	7,838		
06/04/10			Market Vectors ETF TR JR Gold Mines	19,171	21,821	2,650	
10/06/09				6,625	7,274		
			Financial Bear 3X	20,479	15,727		
11/30/09 10/22/09			Financial Bear 3X Ultra Short Real Estate	20,414	15,727		
06/11/10				34,058	18,984		
			Path S&P 500 VIX Short-term Futures ETN	5,801	5,605		
06/14/10 06/15/10		•	Path S&P 500 VIX Short-term Futures ETN	49,986	50,444		
			Path S&P 500 VIX Short-term Futures ETN	13,487	14,012		
06/16/10 06/17/10	06/24/10 06/24/10		Path S&P 500 VIX Short-term Futures ETN	13,190	14,012		
			iPath S&P 500 VIX Short-term Futures ETN	12,948	14,012		
06/18/10 05/10/10			Parth S&P 500 VIX Short-term Futures ETN	6,240	7,006		
11/09/09			Direxion Daily RE Financial Bear 3X	17,101	18,660		
11/30/09		•		40,047	33,070		
02/16/10			Financial Bear 3X	20,414	16,535		
10/09/09		· ·	Financial Bear 3X Ultra Short Real Estate	39,688	33,070		
10/09/09			Ultra Short Real Estate	9,712	5,680		
11/09/09			Ultra Short Real Estate	9,731	5,680		
04/29/10	06/30/10			28,867	17,040		
05/11/10	06/30/10	•	Direxion Daily RE Direxion Daily RE	6,634	7,719	1,085	
06/11/10			Direxion Daily RE	3,242	3,859	617	
11/11/09			Financial Bear 3X	6,695	7,719	1,024	
11/23/09			Financial Bear 3X	18,764	17,117	-1,647	
02/17/10			Financial Bear 3X	9,702	8,558	-1,144	
09/28/09			Ultra Short Real Estate	18,905	17,117	-1,788	
10/14/09			Ultra Short Real Estate	19,089	11,600	-7,489	
10/14/09			Financial Bear 3X	4,758	2,900	-1,858	
10/14/09			Financial Bear 3X	18,174	18,172	-2 067	
	07/01/10			9,353	9,086	-267	
11/11/09			Financial Bear 3X	18,764	18,172	-592	
05/03/10			Direxion Daily RE	12,605	15,978	3,373	
05/11/10			Direxion Daily RE	9,726	11,984	2,258	
06/14/10	07/01/10	1,500	Direxion Daily RE	9,588	11,984	2,396	

Open	Close			Cost			
Date	Date	Quantity	Security	Basis	Proceeds	Short Term	Long Term
09/16/09			Ultra Short Real Estate	4,679	3,001	-1,678	
10/14/09			Ultra Short Real Estate	23,792	15,005	-8,787	
10/19/09		400	Ultra Short Real Estate	18,958	12,004	-6,954	
10/14/09	07/02/10	2,000	Financial Bear 3X	36,348	36,830	482	
06/29/10	07/02/10	250	Direxion Daily Small Cap Bull 3X	10,016	9,109	-907	
09/16/09	07/02/10	300	Ultra Short Real Estate	14,036			
09/17/09	07/02/10	200	Ultra Short Real Estate	8,759			
11/12/09	07/02/10	200	Ultra Short Real Estate	8,984			
11/23/09	07/02/10	400	Ultra Short Real Estate	17,335			
11/30/09	07/02/10		Ultra Short Real Estate	26,924			
12/01/09			Ultra Short Real Estate	17,051			
12/14/09			Ultra Short Real Estate	31,624			
12/17/09			Ultra Short Real Estate	15,871			
12/21/09			Ultra Short Real Estate	23,178			
12/23/09			Ultra Short Real Estate	14,617			
01/04/10			Ultra Short Real Estate	7,425			
01/06/10			Ultra Short Real Estate	15,210			
02/11/10			Ultra Short Real Estate	25,590			
02/12/10			Ultra Short Real Estate	16,863			
03/08/10			Ultra Short Real Estate	3,367			
06/24/10			Ultra Pro S&P 500 Proshares	32,909			
06/29/10			Direxion Daily Small Cap Bull 3X	10,016			
06/30/10			Direxion Daily Small Cap Bull 3X				
06/29/10			Ultra Pro S&P 500 Proshares	4,676			
06/17/10			Altisource Portfolio Solutions	30,684			
05/28/10				27,834			
06/30/10		-	Ocwen Financial Corp.	37,076		-	
07/01/10			Direxion Daily Small Cap Bull 3X	4,676			
06/30/10			Direxion Daily Small Cap Bull 3X	8,690			
07/01/10			Ultra Pro S&P 500 Proshares	29,251	•		
06/24/10			Ultra Pro S&P 500 Proshares	27,683	•		
06/25/10			Direxion Daily Large Cap Bull 3X	11,294			
06/29/10			Direxion Daily Large Cap Bull 3X	11,148			
06/29/10			Direxion Daily Large Cap Bull 3X	10,398			
06/24/10			Direxion Daily Mid Cap Bull 3X	7,462			
			Direxion Daily Mid Cap Bull 3X	6,821			
06/24/10			Direxion Daily Technology Bull 3X Shares	7,635			
06/25/10			Direxion Daily Technology Bull 3X Shares	7,355			
06/29/10	07/13/10		Direxion Daily Technology Bull 3X Shares	6,807			
06/29/10			ProShares Ultra DJ-UBS Crude Oil	4,863	4,947	84	
06/24/10			Ultra Semiconductors	3,029	3,103	74	
06/25/10			Ultra Semiconductors	4,404	4,654	250	
06/29/10			Ultra Semiconductors	2,802	3,103	301	
07/13/10			Direxion Small Cap Bear 3X	8,652	9,006	354	
02/22/10			Financial Bear 3X	17,900	15,300	-2,600	
07/13/10	07/16/10		Direxion Small Cap Bear 3X	8,652	9,244	592	
01/06/10	07/19/10		Financial Bear 3X	17,663	16,041	-1,622	
05/19/10	07/20/10		ProShares Ultra DJ-UBS Crude Oil	4,630	4,982	352	
06/29/10			ProShares Ultra DJ-UBS Crude Oil	4,863	4,982	119	
06/30/10			ProShares Ultra DJ-UBS Crude Oil	9,468	9,965	497	
07/16/10			Ultra Pro S&P 500 Proshares	32,011	32,584	573	
06/17/10	07/21/10	-	Altisource Portfolio Solutions	27,834	25,858	-1,976	
07/20/10	07/21/10	500	Emerging Markets Bear 3X	19,957	20,299	342	

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
01/07/10		500	Financial Bear 3X	8,526	7,787	-739	
05/18/10	07/22/10	500	Ultra Basic Materials ProShares	15,351	14,812	-539	
05/19/10	07/22/10	1,500	ProShares Ultra DJ-UBS Crude Oil	13,891	15,310	1,419	
05/19/10	07/26/10	1,000	Energy Bull 3X	32,613	30,115	-2,498	
05/18/10	07/26/10	500	Ultra Basic Materials ProShares	15,351	15,478	127	
05/19/10	07/26/10	500	Ultra Basic Materials ProShares	14,382	15,478	1,096	
06/18/10	07/29/10	3,000	Altisource Portfolio Solutions	83,098	80,546	-2,552	
06/21/10	07/29/10	1,000	Altisource Portfolio Solutions	27,172	26,849	-323	
07/22/10	07/29/10	100	UltraPro Short S&P 500 ProShares	3,217	3,093	-124	
06/21/10	07/30/10	4,000	Altisource Portfolio Solutions	108,689		2,479	
05/20/10	08/02/10	500	Energy Bull 3X	14,827			
05/19/10	08/02/10	500	ProShares Ultra DJ-UBS Crude Oil	4,630			
06/04/10	08/02/10		ProShares Ultra DJ-UBS Crude Oil	9,224			
05/20/10	08/03/10	500	Energy Bull 3X	14,827			
06/04/10	08/03/10		ProShares Ultra DJ-UBS Crude Oil	4,612			
07/01/10	08/03/10		ProShares Ultra DJ-UBS Crude Oil	13,627			
05/20/10	08/04/10		Energy Bull 3X	7,414	•	897	
07/22/10			Direxion Small Cap Bear 3X	8,809			
07/22/10			Emerging Markets Bear 3X	9,178			
07/30/10			Emerging Markets Bear 3X	8,864			
01/07/10			Financial Bear 3X	21,315			
07/22/10			UltraPro Short S&P 500 ProShares	3,217		-36	
07/22/10			UltraPro Short S&P 500 ProShares	3,157			
08/02/10			UltraPro Short S&P 500 ProShares	1,494			
07/22/10			Daily Tech Bear 3x	3,916			
07/22/10			Direxion Small Cap Bear 3X	8,809			
07/22/10			Direxion Small Cap Bear 3X	16,517			
08/02/10			UltraPro Short S&P 500 ProShares	7,470			
07/22/10			Direxion Small Cap Bear 3X	8,258			
07/26/10			Direxion Small Cap Bear 3X	15,319			
07/30/10			Direxion Small Cap Bear 3X	7,774			
08/11/10			Direxion Daily Large Cap Bull 3X	11,501			
05/20/10			Energy Bull 3X	7,414			
07/01/10			Market Vectors ETF TR JR Gold Mines	26,396			
07/26/10			Direxion Daily RE	14,507			
01/07/10			Financial Bear 3X	4,263			
05/27/10			Financial Bear 3X	3,732		232	
07/26/10			Direxion Daily RE	14,507		456	
07/30/10			Direxion Daily RE	6,893	7,482	589	
08/02/10			Direxion Daily RE	6,464	•	1,018	
05/27/10			Financial Bear 3X	11,195	12,077	882	
07/26/10			Financial Bear 3X	3,503		523	
07/23/10			DB Gold Dbl Lg ETN	3,184	3,283	99	
03/24/10			Financial Bear 3X			1,717	
04/06/10			Financial Bear 3X	6,732			
07/26/10			Financial Bear 3X	6,252		2,197 722	
			Financial Bear 3X	3,503			
08/02/10 04/08/10				3,318	4,225	907	
			Financial Bear 3X	6,119	8,711	2,592	
04/19/10			Financial Bear 3X	6,020		2,691	
07/01/10			iShares COMEX Gold Trust	11,875	12,099	224	
07/01/10			DB Gold Dbl Lg ETN	4,776		162	
07/28/10	08/26/10	100	DB Gold Dbl Lg ETN	2,900	3,292	392	

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
04/12/10	08/26/10	500	Financial Bear 3X	5,956	8,397	2,441	
04/19/10			Financial Bear 3X	6,020			
05/19/10			United States Oil Fund	33,095			
07/22/10			Path S&P 500 VIX Short-term Futures ETN	23,738			
07/26/10			Path S&P 500 VIX Short-term Futures ETN	11,426			
08/02/10			Path S&P 500 VIX Short-term Futures ETN	5,453			
05/19/10			Path S & P GSCI Crude Oil TR Index ETN	10,865			
03/08/10			Ultra Short Real Estate	10,102			
03/09/10			Ultra Short Real Estate	15,129			
08/24/10			ProShares UltraShort 20+ Year Treasury	7,740			
03/09/10			Ultra Short Real Estate	5,043			
03/17/10			Ultra Short Real Estate	10,474			
08/11/10			Direxion Daily Small Cap Bull 3X	19,320	•		
08/11/10			Ultra Pro S&P 500 Proshares	34,008			
05/24/10			Energy Bull 3X	14,601			
08/11/10			Direxion Daily Small Cap Bull 3X	19,320			
	· · · · · · · · · · · · · · · · · · ·		•				
08/19/10			Ultra Pro S&P 500 Proshares	32,523			
08/30/10			Ultra Pro S&P 500 Proshares	30,238			
08/11/10			Direxion Daily Technology Bull 3X Shares	14,266			
09/07/10 09/08/10 1,000 Direxion Daily Small Cap Bull 3X Share		· · · · · · · · · · · · · · · · · · ·	38,980				
08/23/10			Direxion Daily Technology Bull 3X Shares	3,989			
08/24/10			Direxion Daily Technology Bull 3X Shares	3,782			
08/26/10			Direxion Daily Technology Bull 3X Shares	5,009			
08/18/10			ProShares Ultra DJ-UBS Crude Oil	4,565	-		
05/06/10			Ocwen Financial Corp.	11,891			
05/18/10		•	Ocwen Financial Corp.	23,778			
05/20/10			Ocwen Financial Corp.	23,776			
05/28/10			Ocwen Financial Corp.	23,340			
06/01/10			Ocwen Financial Corp.	11,990			
08/03/10			Altisource Portfolio Solutions	14,257			
08/05/10			Altisource Portfolio Solutions	14,237			
08/11/10			Altisource Portfolio Solutions	13,746			
05/24/10			Energy Bull 3X	14,601			
06/24/10			Energy Bull 3X	14,335			
06/22/10			Altisource Portfolio Solutions	53,426			
08/11/10			Altisource Portfolio Solutions	96,223			
08/31/10		•	Altisource Portfolio Solutions	13,410		837	
09/03/10			Altisource Portfolio Solutions	26,961	28,494	1,533	
09/09/10			Altisource Portfolio Solutions	40,060		2,681	
09/20/10		-	UltraPro Short S&P 500 ProShares	6,882		2,001	
08/26/10			Altisource Portfolio Solutions	26,668		3,184	
06/24/10			Energy Bull 3X	14,335		1,601	
06/25/10			Energy Bull 3X	13,996		1,940	
06/25/10			Energy Bull 3X	13,996		2,425	
08/18/10			ProShares Ultra DJ-UBS Crude Oil	9,130		358	
09/16/10			ProShares Ultra DJ-UBS Crude Oil	9,167		321	
06/01/10			Energy Bull 3X	13,959		2,941	
05/19/10			iPath S & P GSCI Crude Oil TR Index ETN	10,865		433	
07/01/10			ProShares Ultra DJ-UBS Crude Oil	22,712		2,090	
08/19/10			ProShares Ultra DJ-UBS Crude Oil	4,548		412	

Altus Capital Inc.
REALIZED GAINS AND LOSSES
B. Charles and Jay G. Ames Foundation
Huntington Trust: 1540070205

Huntington Trust: 1540070205 From 01-01-10 Through 12-31-10

. . . .

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
08/20/10	09/30/10		ProShares Ultra DJ-UBS Crude Oil	8,895	9,921	1,026	
09/17/10			ProShares Ultra DJ-UBS Crude Oil	8,935	•	•	
08/19/10	10/01/10		Energy Bull 3X	13,836			
07/02/10	10/01/10		ProShares Ultra DJ-UBS Crude Oil	8,784			
07/02/10	10/04/10		ProShares Ultra DJ-UBS Crude Oil	8,784			
06/29/10	10/05/10		Energy Bull 3X	6,348			
06/30/10	10/05/10		Energy Bull 3X	6,092	-		
07/01/10	10/05/10		Energy Bull 3X	11,607			
08/24/10	10/05/10		Energy Bull 3X	12,949			
07/02/10	10/05/10		ProShares Ultra DJ-UBS Crude Oil	4,392	-		
08/23/10	10/05/10		ProShares Ultra DJ-UBS Crude Oil	8,748			
08/24/10	10/05/10		ProShares Ultra DJ-UBS Crude Oil	8,461			
08/31/10	10/05/10		ProShares Ultra DJ-UBS Crude Oil	4,346			
05/25/10	10/06/10		Path S & P GSCI Crude Oil TR Index ETN	10,130			
05/21/10	10/06/10		Statoil ASA	19,831	21,998		
05/24/10	10/06/10	•	Statoil ASA	9,804			
07/01/10	10/06/10		Statoil ASA	9,530			
08/11/10	10/06/10		Statoll ASA	10,072			
09/20/10	10/18/10		Daily Tech Bear 3x	17,747			
05/20/10	10/19/10		Ocwen Financial Corp.	35,009	-		
06/04/10	10/19/10	•	Ocwen Financial Corp.	22,160			
09/24/10	10/19/10		UltraPro Short S&P 500 ProShares	6,753			
09/24/10	10/19/10		Direxion Small Cap Bear 3X	6,887			
09/21/10	10/21/10		UltraPro Short S&P 500 ProShares	6,699			
09/24/10	10/21/10		Daily Tech Bear 3x	8,482			
09/24/10	10/21/10		Direxion Small Cap Bear 3X	6,887	7,492		
09/28/10	10/22/10		UltraPro Short S&P 500 ProShares	13,357			
03/17/10	10/22/10		Ultra Short Real Estate	1,496			
03/24/10	10/22/10		Ultra Short Real Estate	5,961			
04/06/10	10/22/10		Ultra Short Real Estate	11,278			
04/08/10	10/22/10		Ultra Short Real Estate	2,877			
04/13/10	10/22/10		Ultra Short Real Estate	8,365			
05/10/10	10/22/10		Ultra Short Real Estate	6,518			
05/27/10	10/22/10		Ultra Short Real Estate	13,935			
06/11/10	10/22/10		Ultra Short Real Estate	5,267			
07/09/10	10/22/10		Ultra Short Real Estate	13,692	•		
09/24/10	10/22/10		Daily Tech Bear 3x	8,482			
05/10/10	10/25/10		Ultra Short Real Estate	19,554	7,281 14,010		
07/26/10	10/25/10		Ultra Short Real Estate	6,018	4,670	-5,544	
07/26/10	10/27/10		Ultra Short Real Estate				
07/20/10	10/27/10		Ultra Short Real Estate	6,018	4,902	-1,116	
08/02/10	10/27/10		Ultra Short Real Estate	5,855	4,902	-953	
06/04/10	11/04/10		Ocwen Financial Corp.	11,325	9,804	-1,521	
06/07/10	11/04/10		Ocwen Financial Corp.	5,540	4,518	-1,022	
10/01/10	11/04/10		Altisource Portfolio Solutions	10,783	9,037	-1,746	
10/01/10	11/05/10		Altisource Portfolio Solutions Altisource Portfolio Solutions	15,366	13,759	-1,607	
10/01/10	11/05/10		Altisource Portfolio Solutions Altisource Portfolio Solutions	15,366	14,106	-1,260	
10/03/10				14,540	14,106	-434	
10/01/10	11/16/10 11/16/10		Direxion Daily RE Direxion Daily RE	5,839	5,625	-214	
			•	11,656	11,250	-406	
10/05/10	11/16/10		Direxion Daily RE	5,565	5,625	60	
09/03/10 09/28/10	11/16/10		iPath S&P 500 VIX Short-term Futures ETN	19,272	12,370	-6,902	
03/20/10	11/26/10	1,000	Financial Bear 3X	13,169	12,461	-708	

Gain Or Loss

Open	Close		_	Cost			
Date	Date	Quantity	Security	Basis	Proceeds	Short Term	Long Term
09/08/10	11/26/10	75	iPath S&P 500 VIX Short-term Futures ETN	5,773	3,368	-2,405	
09/09/10			Path S&P 500 VIX Short-term Futures ETN	13,061	•		
09/10/10			Path S&P 500 VIX Short-term Futures ETN	18,595	•	•	
09/13/10			Path S&P 500 VIX Short-term Futures ETN	17,874			
09/17/10			iPath S&P 500 VIX Short-term Futures ETN	8,662			
09/20/10			Path S&P 500 VIX Short-term Futures ETN	8,440	- •		
09/24/10			iPath S&P 500 VIX Short-term Futures ETN	16,924			
09/29/10			iPath S&P 500 VIX Short-term Futures ETN	8,402	•		
10/05/10			Path S&P 500 VIX Short-term Futures ETN	42,063	-,		
09/20/10	11/30/10		Direxion Daily RE	21,827	•		
09/28/10	11/30/10	500	Financial Bear 3X	6,585	•		
10/04/10	11/30/10	1,000	Financial Bear 3X	13,040	•		
09/24/10	11/30/10	500	Daily Tech Bear 3x	16,964			
09/28/10	11/30/10	250	Daily Tech Bear 3x	8,402	•		
10/05/10	11/30/10		Daily Tech Bear 3x	8,406			
10/12/10	11/30/10	500	Daily Tech Bear 3x	16,087			
11/04/10	11/30/10	500	Daily Tech Bear 3x	12,715			
09/29/10	11/30/10	250	Path S&P 500 VIX Short-term Futures ETN	16,805			
10/06/10	11/30/10	125	iPath S&P 500 VIX Short-term Futures ETN	8,164	6,026	-2,138	
10/11/10	11/30/10	125	iPath S&P 500 VIX Short-term Futures ETN	7,593	6,026	-1,567	
10/13/10	11/30/10	500	Path S&P 500 VIX Short-term Futures ETN	28,348	24,105	-4,243	
10/20/10	11/30/10	250	iPath S&P 500 VIX Short-term Futures ETN	14,050	12,053	-1,997	
10/21/10	11/30/10	250	Path S&P 500 VIX Short-term Futures ETN	13,502	12,053	-1,449	
10/22/10	11/30/10	250	Path S&P 500 VIX Short-term Futures ETN	13,002	12,053	-949	
11/04/10	11/30/10	250	iPath S&P 500 VIX Short-term Futures ETN	11,416	12,053	637	
11/18/10	11/30/10	1,000	Path S&P 500 VIX Short-term Futures ETN	46,260	48,210	1,950	
06/26/00	12/10/10		Keithley Instruments Inc.	352,969	108,000		-244,969
06/07/10	12/27/10		Ocwen Financial Corp.	32,350	29,069	-3,281	
06/07/10	12/30/10	2,000	Ocwen Financial Corp.	21,567	19,376	-2,191	
06/18/10	12/30/10	1,300	Ocwen Financial Corp.	13,960	12,594	-1,366	
TOTAL REA	LIZED GAIN	V/LOSS		9,471,035	8,446,971	-1,220,458	196,394
			Wash Sales	-67,364		67,364	
			Wash Sales Released	1,104,360		-1,104,360	

10,508,031

8,446,971

-2,257,454

196,394

FORM 990-PF INTEREST ON SAVINGS A	ND TEMPORARY CA	SH INVESTMENTS	STATEMENT 1
SOURCE			AMOUNT
HUNTINGTON #0205			53,083.
TOTAL TO FORM 990-PF, PART I, LINE	3, COLUMN A		53,083.
FORM 990-PF DIVIDENDS AND	INTEREST FROM	SECURITIES	STATEMENT 2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
HNB #03669631532 HNB #1540070205	70. 170,039.	0.	70. 170,039.
TOTAL TO FM 990-PF, PART I, LN 4	170,109.	0.	170,109.
FORM 990-PF O	THER INCOME		STATEMENT 3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	
MASSACHUSETTS MUTUAL LIFE INSURANC NONTAXABLE PORTION AMERICAN GENERAL LIFE INSURANCE CO MASSACHUSETTS MUTUAL LIFE INSURANCE CO NONTAXABLE PORTION JEFFERSON PILOT INSUR CO JEFFERSON PILOT INSUR CO NONTAXABLE PRINCIPAL LIFE INSURANCE CO PRINCIPAL LIFE INSURANCE CO NONTAXABLE PORTION	114,7 177,7 -105,3 -156,4 121,5	65. 177,765 18105,318 34156,434 39. 121,539 74105,374 79. 115,579	5. 3. 4. 9.

FORM 990-PF	ACCOUNTI	NG FEES	S	TATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	7,350.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	7,350.	0.		0.
FORM 990-PF (OTHER PROFES	SIONAL FEES	S'	TATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY EXPENSE	121,030.	121,030.		0.
TO FORM 990-PF, PG 1, LN 16C	121,030.	121,030.		0.
FORM 990-PF	TAX	ES	S'	FATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TREASURER, STATE OF OHIO FEDERAL TAX PAYMENTS	200. 26,639.	0.		0.
TO FORM 990-PF, PG 1, LN 18	26,839.	0.		0.
FORM 990-PF	OTHER E	XPENSES	S	FATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGE FROM K-1 LANDER INCOME FUND INSURANCE PREMIUM PAID MISCELLANEOUS NONDEDUCTIBLE EXPENSES	240. 22. 132,233. 880. 260.	240. 22. 0. 880. 0.		0. 0. 0. 0.
TO FORM 990-PF, PG 1, LN 23	133,635.	1,142.		0.
			=	

FORM 990-PF OTHER INCREASES IN NET	ASSETS OR	FUND BALANCES	STATEMENT	8
DESCRIPTION			AMOUNT	
NONTAXABLE ANNUITY DISTRIBUTIONS TIMING DIFFERENCE			472,4	18. 26.
TOTAL TO FORM 990-PF, PART III, LINE	3		473,0	44.
FORM 990-PF CORPO	RATE STOCK		STATEMENT	9
DESCRIPTION		BOOK VALUE	FAIR MARKE	т
CORPORATE STOCK		11,884,739.	11,663,5	62.
TOTAL TO FORM 990-PF, PART II, LINE 1	.0B	11,884,739.	11,663,5	62.
FORM 990-PF OTHER	INVESTMENT	s	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKE' VALUE	Т
LANDER INCOME FUND ANNUITIES NORTHWESTERN MUTUAL LIFE INSURANCE	COST COST COST	0. 4,485,777.	3,225,8	0. 97.
POLICY POLICY	COSI	297,169.	343,2	25.
TOTAL TO FORM 990-PF, PART II, LINE 1	.3	4,782,946.	3,569,1	22.

NAME AND ADDRESS	TITLE AND AVRG HRS/WK		EMPLOYEE BEN PLAN CONTRIB	EXPENSE
B. CHARLES AMES 20 WAXMYRTLE WAY VERO BEACH, FL 32963	PRESIDENT 0.00	0.	0.	0
JOYCE G. AMES 20 WAXMYRTLE WAY VERO BEACH, FL 32963	SECRETARY & TRE	EAS.	0.	0
RICHARD S. AMES 33921 HACKNEY ROAD HUNTING VALLEY, OH 44022	VICE PRESIDENT 0.00	0.	0.	0
PAULA A. REDMAN 522 CAMINO MILITAR SANTA FE, NM 87501	VICE PRESIDENT 0.00	0.	0.	0
CYNTHIA AMES 2761 SHERBROOKE ROAD SHAKER HEIGHTS, OH 44122	VICE PRESIDENT 0.00	0.	0.	0
TOTALS INCLUDED ON 990-PF, PAGE	6, PART VIII =	0.	0.	0

NAME OF MANAGER

B. CHARLES AMES JOYCE G. AMES FORM 990-PF. GRANTS AND CONTRIBUTIONS

STATEMENT 13

PAID DURING THE YEAR			
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT		AMOUNT
CASE WESTERN RESERVE UNIVERSITY 10900 EUCLID AVENUE CLEVELAND, OH 44106	WEATHERHEAD SCHOOL OF MANAGEMENT	PUBLIC	100,000.
FEDERATED CHURCH 76 BELL STREET CHAGRIN FALLS, OH 44022	GENERAL	PUBLIC	1,000.
HARVARD BUSINESS SCHOOL 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	GENERAL	PUBLIC	25,000.
HOSPICE OF THE WESTERN RESERVE 300 EAST 185TH STREET CLEVELAND, OH 44119	GENERAL	PUBLIC	1000000.
ILLINOIS WESLEYAN 216 HOLMES HALL P.O BOX 2900 BLOOMINGTON, IL 61702	SCHOOL OF ART	PUBLIC	100,000.
INDIAN RIVER MEDICAL FOUNDATION 1000 36TH STREET VERO BEACH, FL 32960	GENERAL	PUBLIC	25,000.
RIVERSIDE THEATER 3250 RIVERSIDE PARK DRIVE VERO BEACH, FL 32963	GENERAL	PUBLIC	5,000.
VERO BEACH MUSEUM OF ART 3001 RIVERSIDE PARK DRIVE VERO BEACH, FL 32963	GENERAL	PUBLIC	5,000.

B. CHARLES AND JAY G. AMES FOUR	NDATION C/		34-1809978
VERO BEACH MUSEUM OF ART 3001 RIVERSIDE PARK DRIVE VERO BEACH, FL 32963	GENERAL	PUBLIC	5,000.
CHILDREN OF THE WORLD 19940 STATE HWY 181 FAIRHOPE, AL 36532	GENERAL	PUBLIC	5,000.
FIELDSTONE FARM 16497 SNYDER ROAD CHAGRIN FALLS, OH 44023	GENERAL	PUBLIC	25,000.
HARVARD BUSINESS SCHOOL 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	GENERAL	PUBLIC	10,000.
HOPE HOSPICE 9470 HEALTH PARK CIRCLE FT. MYERS, FL 33908	GENERAL	PUBLIC	5,000.
KIDS OF NYU 902 BROADWAY, SUITE 1603 NEW YORK, NY 10003	GENERAL	PUBLIC	10,000.
OPEN DOORS 2460 FAIRMOUNT BLVD. #202 CLEVELAND, OH 44106	GENERAL	PUBLIC	25,000.
ST. PAUL'S EPISCOPAL CHURCH 2747 FAIRMOUNT BLVD. CLEVELAND HEIGHTS, OH 44106	GENERAL	PUBLIC	5,000.
THE BLACKBURN HOME 6 BOTSFORD ST. POLAND, OH 44514	GENERAL	PUBLIC	5,000.
THE FREE CLINIC 12201 EUCLID AVENUE CLEVELAND, OH 44106	GENERAL	PUBLIC	25,000.

B. CHARLES AND JAY G. AMES FOUNDATION C/		34-1809978
RIO GRANDE SCHOOL 715 CAMINO CABRA SANTA FE, NM GENERAL 87505	PUBLIC	1,000.
CASE WESTERN RESERVE UNIVERSITY 10900 EUCLID AVENUE CLEVELAND, WEATHERHEAD SCHOOL OF OH 44106 MANAGEMENT	PUBLIC	100,000.
YMCA 5000 MAYFIELD RD. LYNDHURST, OH GENERAL 44124	PUBLIC	5,000.
YMCA 5000 MAYFIELD RD. LYNDHURST, OH GENERAL 44124	PUBLIC	10,000.
INDIAN RIVER STATE COLLEGE FOUNDATION GENERAL 3209 VIRGINIA AVENUE FORT PIERCE , FL 34981	PUBLIC	7,590.
TOTAL TO FORM 990-PF, PART XV, LINE 3A	_	1,504,590.