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Form **990-PF**

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

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

2010

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

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

Name of foundation

Bussing-Koch Foundation, Inc.

A Employer identification number

35-1780862

Number and street (or P O box number if mail is not delivered to street address)

2905 Bayard Park Drive

Room/suite

B Telephone number (see page 10 of the instructions)

(812) 473-1060

City or town, state, and ZIP code

Evansville, IN 47714

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

Fair market value of all assets at

end of year (from Part II, col. (c),

line 16) **\$ 4,030,232.52**J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

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

(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 (attach schedule)

2,300.55

2 Check ☐ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

36,334.57

36,334.57

36,334.57

4 Dividends and interest from securities

38,092.83

38,092.83

38,092.83

5a Gross rents

0

0

0

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

76,131.46

b Gross sales price for all assets on line 6a **1,288,181.85**

7 Capital gain net income (from Part IV, line 2)

76,131.46

8 Net short-term capital gain

0

9 Income modifications

0

10a Gross sales less returns and allowances

b Less: Cost of goods sold

c Gross profit or (loss) (attach schedule)

0

11 Other income (attach schedule)

5,323.61

5,323.61

5,323.61

12 Total. Add lines 1 through 11

158,183.02

155,882.47

79,751.01

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

43,202.99

43,202.99

43,202.99

17 Interest

752.51

752.51

752.51

18 Taxes (attach schedule) (see page 14 of the instructions)

1,205.41

546.04

546.04

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

1,010.00

1,010.00

1,010.00

24 Total operating and administrative expenses.

46,170.91

45,511.54

45,511.54

Add lines 13 through 23

25 Contributions, gifts, grants paid

365,481.00

26 Total expenses and disbursements. Add lines 24 and 25

411,651.91

45,511.54

45,511.54

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements (

253,468.89)

b Net investment income (if negative, enter -0-)

110,370.93

c Adjusted net income (if negative, enter -0-)

34,239.47

PINE

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		144,441.95	78,753.88	78,753.88
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U.S. and state government obligations (attach schedule)		122,294.79	161,138.33	161,945.10
	b Investments—corporate stock (attach schedule)		2,016,501.68	1,703,849.96	2,010,165.34
	c Investments—corporate bonds (attach schedule)		491,927.03	427,269.85	258,716.74
	11 Investments—land, buildings, and equipment: basis ▶				
Liabilities	Less: accumulated depreciation (attach schedule) ▶				
	12 Investments—mortgage loans		594,200.00	608,700.00	608,700.00
	13 Investments—other (attach schedule)		705,551.00	841,897.45	911,951.61
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		4,074,916.45	3,821,609.47	4,030,232.67
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		4,074,916.45	3,821,609.47	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see page 17 of the instructions)		4,074,916.45	3,821,609.47	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		4,074,916.45	3,821,609.47	

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	4,074,916.45
2 Enter amount from Part I, line 27a	2	(253,468.89)
3 Other increases not included in line 2 (itemize) ▶	3	553.82
4 Add lines 1, 2, and 3	4	3,822,001.38
5 Decreases not included in line 2 (itemize) ▶	5	(392.91)
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,821,608.47

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a see attached list				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	76,131.46	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	(2,197.37)	

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.

(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	408,825.01	3,680,727.71	.1110718
2008	480,319.98	4,906,111.59	.0979024
2007	704,269.52	6,439,607.30	.1093653
2006	790,345.82	6,690,618.26	.1181275
2005	862,075.00	6,649,806.00	.1296391
2 Total of line 1, column (d)			2 .5661061
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .11322122
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 3,704,170.17
5 Multiply line 4 by line 3			5 419,390.67
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,037.09
7 Add lines 5 and 6			7 430,427.76
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 410,992.54

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of 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	1	2,207	42
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3	2,207	42
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,207	42
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	499	00
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	499	00
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,708	42
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ Refunded ☐	11		

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?	Yes	No
1a			✓
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		✓
1b			✓
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			✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		✓
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?		✓
4b	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?	6	✓
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	✓
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>Indiana</u>		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	✓
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9	✓
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	✓

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		☒
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		☒
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	☒	

Website address ►

14 The books are in care of ► Wilfred C. Bussing, III Telephone no. ► (812) 473-1060
 Located at ► 2709 Washington Ave., Evansville, IN ZIP+4 ► 47714

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

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 ►

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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	NA
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? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	2b	NA
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	3b	NA
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)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wilfred C. Bussing, III Newburgh, IN	President 4	0	0	0
Marie Bussing-Burks Evansville, IN	Vice Pres.	0	0	0
Constance K. Bussing Evansville, IN	Sec.-Treas.	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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 information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
3 All other program-related investments. See page 24 of the instructions	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,027,023.05
b	Average of monthly cash balances	1b	115,556.35
c	Fair market value of all other assets (see page 24 of the instructions)	1c	594,200.00
d	Total (add lines 1a, b, and c)	1d	3,736,779.40
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,736,779.40
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	56,051.69
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,680,727.71
6	Minimum investment return. Enter 5% of line 5	6	184,036.39

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	184,036.39
2a	Tax on investment income for 2009 from Part VI, line 5	2a	659.37
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	659.37
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	183,377.02
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	183,377.02
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	183,377.02

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	409,484.38
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	409,484.38
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	409,484.38
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	659.37
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	408,825.01

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				180,222.96
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 529,584.70				
b From 2006 462,736.35				
c From 2007 383,910.39				
d From 2008 238,047.63				
e From 2009 226,107.36				
f Total of lines 3a through e	1,840,386.43			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 410,992.54				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				180,222.96
e Remaining amount distributed out of corpus	230,769.58			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 2	1,071,156.01			
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 page 27 of the instructions		0		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	529,584.70			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,541,571.31			
10 Analysis of line 9:				
a Excess from 2006 462,736.35				
b Excess from 2007 383,910.39				
c Excess from 2008 238,047.63				
d Excess from 2009 226,107.36				
e Excess from 2010 230,769.58				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling **NA**

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test—enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- none**
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
- none**
- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.
- a** The name, address, and telephone number of the person to whom applications should be addressed:
- b** The form in which applications should be submitted and information and materials they should include:
- c** Any submission deadlines:
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHED LIST				
Total			3a	365,481.00
b <i>Approved for future payment</i> NONE				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	36,334.57	
4	Dividends and interest from securities			14	38,092.83	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			14	5,323.61	
8	Gain or (loss) from sales of assets other than inventory			18	76,131.46	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				155,882.47	
13	Total. Add line 12, columns (b), (d), and (e)				13 155,882.47	

(See worksheet in line 13 instructions on page 29 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

BUSSING-KOCH FOUNDATION, INC. EIN 35-1780862
SCHEDULE OF INFORMATION FOR FORM 2010 990-PF

PART I, LINE 1, CONTRIBUTIONS, GIFTS, GRANTS, ETC., RECEIVED

Settlement, securities litigation	82.10
Settlement, securities litigation	27.51
Settlement, Tyco International securities litigation	25.44
Settlement, securities litigation	19.22
Settlement, securities litigation	10.24
Settlement, securities litigation	14.26
Settlement, securities litigation	25.59
Settlement, Time Warner securities litigation	27.54
Settlement, Qwest securities litigation	25.52
Settlement, Cendant securities litigation	43.13
Refund	<u>2,000.00</u>
	2,300.55

PART I, LINE 11, OTHER INCOME

Fifth Third Bond Fund	3,228.19
Fifth Third Value Fund	993.85
Pimco All Asset All Authority Fund	579.57
Private Selection Fund	<u>522.00</u>
	5,323.61

PART I, LINE 16c, OTHER PROFESSIONAL FEES

Evansville Commerce Bank agency fees	13,096.86
Fifth Third Bank agency fees	6,480.57
Old National Trust Co., agency fees	3,860.04
Wells Fargo Securities, Special Account B, Macs quarterly fees	3,769.60
Wells Fargo Securities, Special Account C, Macs quarterly fees	5,351.15
Wells Fargo Securities, Special Account G, Macs quarterly fees	<u>10,644.77</u>
	43,202.99

PART I, LINE 18, TAXES

The excise tax on 2009 net investment income	659.37
Foreign taxes (Wells Fargo Securities, Special Acct. C)	512.26
Foreign taxes (Wells Fargo Securities, Special Acct. G)	31.25
Foreign taxes (Old National Trust Co.)	<u>2.53</u>
	1,205.41

PART I, LINE 23, OTHER EXPENSES

Indiana Grantmakers Alliance, annual membership	500.00
Council on Foundations, annual membership	500.00
Indiana Secretary of State	<u>10.00</u>
	1,010.00

PART II, LINE 10a, U.S. AND STATE GOVERNMENT OBLIGATIONS

	<u>Book Value</u>	<u>Fair Market Value</u>
U.S. Government debt securities	161,138.33	161,945.10

PART II, LINE 10b, CORPORATE STOCK

<u>Corporate Name</u>	<u>No. of Shares</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Tyco International, Ltd.	900	37,410.37	37,296.00
Tyco Electronics, Ltd.	810	28,549.40	28,674.00
Allergan, Inc.	300	13,475.70	20,601.00
Berkshire Hathaway, Inc. Cl. B	400	34,798.00	32,044.00
CVS Corporation	1,040	42,051.20	36,160.80
Cisco Systems, Inc.	1,290	30,935.60	26,096.70
Comcast Corp., Cl. A	1,200	24,229.20	26,364.00
Dell, Inc.	1,400	26,753.10	18,970.00
Walt Disney Co.	1,200	34,539.00	45,012.00
Exxon Mobil Corp.	400	24,160.00	29,248.00
General Electric Co.	1,090	38,720.30	19,936.10
Home Depot, Inc.	1,190	33,335.08	41,721.40
J.P. Morgan Chase & Co.	750	31,724.61	31,815.00
Jacobs Engineering Group	500	18,494.95	22,925.00
Johnson & Johnson	570	37,539.60	35,254.50
Kraft Foods, Inc.	800	24,384.00	25,208.00
Mattel, Inc.	1,300	27,329.97	33,059.00
Microsoft Corp.	1,270	36,914.90	35,445.70
Northern Trust Corp.	450	22,022.58	24,934.50
Omnicom Group, Inc.	830	33,457.60	38,014.00
Pepsico, Inc.	225	14,062.10	14,699.25
Pfizer, Inc.	444	19,674.91	7,774.44
Procter & Gamble Co.	175	12,017.75	11,257.75
Progressive Corp. Ohio	1,600	27,134.86	31,792.00
Southern Co.	500	15,494.55	19,115.00
TJX Cos., Inc.	500	15,638.80	22,195.00
U.S. Bancorp	1,010	33,277.60	27,239.70
Walmart Stores, Inc.	425	21,742.96	22,920.25
Waters Corp.	275	13,167.15	21,370.25
Ecolab, Inc.	87	3,680.20	4,386.54
Praxair, Inc.	52	2,669.73	4,964.44
Danaher Corp.	114	4,024.40	5,377.38
Deere & Co.	51	2,538.57	4,235.55
Emerson Electric Co.	62	2,522.90	3,544.54
Quanta Services, Inc.	123	2,543.51	2,450.16
Stericycle, Inc.	38	1,189.34	3,074.96
McDonald's Corp.	63	2,914.72	4,835.88
Select Sector Spdr. Consumer	47	821.45	1,758.27
TJX Co., Inc.	59	2,640.76	2,619.01
Target Corp.	59	3,270.43	3,547.67
Exxon Mobil Corp.	84	2,712.30	6,142.08

Noble Energy, Inc.	58	2,267.21	4,992.64
Schlumberger, Ltd.	81	4,870.17	6,763.50
Franklin Resources, Inc.	31	1,800.94	3,447.51
Goldman Sachs	25	4,319.62	4,204.00
J.P. Morgan Chase & Co.	105	4,471.86	4,454.10
MetLife, Inc.	100	4,151.69	4,444.00
Wells Fargo & Co.	136	3,900.16	4,214.64
Abbott Labs	60	3,202.21	2,874.60
Medco Health Solutions, Inc.	65	2,756.37	3,982.55
Teva Pharmaceutical Inds., Ltd.	68	3,752.27	3,544.84
Thermo Fisher Scientific, Inc.	82	4,511.98	4,539.52
Apple, Inc.	23	2,593.25	7,418.88
EMC Corp.	182	3,103.53	4,167.80
Harris Corp.	72	3,418.40	3,261.60
Hewlett Packard Co.	76	3,388.14	3,199.60
Intl. Business Machines Corp.	31	3,240.52	4,549.56
Microsoft Corp.	179	5,318.54	4,995.89
Visa, Inc.	56	3,847.99	3,941.28
Goldman Sachs Mid-Cap Value			
Instl. Fund #864	618.175	21,870.17	22,347.03
Goldman Sachs Growth Opportunities			
Cl. I Fund #1132	558.844	11,294.23	13,607.85
Royce Pa. Mut. Cl. A Fd. #260	854.284	6,747.04	9,952.41
Driehaus Emerging Mkts. Growth #3	208.148	3,868.54	6,704.45
Thornburg Intl. Value Cl I Fd #209	571.495	14,618.55	16,367.62
Church & Dwight	73	3,797.73	5,038.46
Costco Whsl. Corp.	51	3,251.08	3,682.71
Pepsico, Inc.	57	2,926.67	3,723.81
Procter & Gamble Co.	55	2,913.59	3,538.15
Walmart Stores, Inc.	36	1,971.36	1,941.48
Walgreen Co.	94	3,579.00	3,662.24
Barclays Bank Ipath Indl Commodity	116	3,252.33	5,436.92
Vanguard REIT ETF	135	5,957.55	7,474.95
Marvel Technology Group	125	2,238.60	2,318.75
Ace, Ltd.	49	2,613.17	3,050.25
AFLAC, Inc.	146	3,836.88	8,238.78
Abbott Laboratories	109	4,558.82	5,222.19
Apple, Inc.	22	2,042.26	7,096.32
Bard, C.R., Inc.	73	5,771.38	6,699.21
CVS/Caremark Corp.	163	4,785.86	5,667.51
Centurytel, Inc.	23	787.78	1,061.91
Chevron Corp.	91	6,437.70	8,303.75
Coca-Cola Co.	146	6,450.40	9,602.42
Comcast Corp. Class A	200	3,640.22	4,394.00
ConocoPhillips	128	7,700.62	8,716.80
Walt Disney Co.	201	6,789.58	7,539.51
Dodge & Cox Stock Fund	1,204.71	35,030.63	43,020.19
Emerson Electric Co.	128	2,248.00	7,317.76
Exxon Mobil Corp.	109	3,817.18	7,970.08
Fifth Third All Cap Value Fund	2,222.159	31,843.55	35,598.99
Goldman Sachs Group	23	3,936.68	3,867.68
Google, Inc. Class A	15	4,200.15	8,909.55
Harbor International Inst.	686.014	40,461.12	41,538.15
Hudson City Bancorp, Inc.	267	3,314.16	3,401.58

Intel Corp.	198	4,225.32	4,163.94
International Business Machines	36	2,494.08	5,283.36
Johnson & Johnson	128	2,564.01	7,916.80
Medtronic, Inc.	98	3,655.71	3,634.82
Microsoft Corp.	146	1,091.58	4,074.86
Mylan, Inc.	328	5,829.38	6,930.64
NIKE, Inc. Cl. B	91	4,389.77	7,773.22
Northern Trust Corp.	54	2,663.43	2,992.14
Oracle Corp.	365	1,774.31	11,424.50
Oppenheimer Developing Markets--Y	227.342	6,654.50	8,200.23
Pepsico, Inc.	109	2,647.14	7,120.97
Praxair, Inc.	73	1,954.57	6,969.31
Raytheon Co.	125	5,809.01	5,792.50
Rogers Communications, Inc. Cl. B	50	1,728.90	1,731.50
Spectra Energy Corp.	292	4,321.51	7,297.08
Stericycle, Inc.	109	2,613.97	8,820.28
Teva Pharmaceutical Inds., Ltd.	73	2,370.31	3,805.49
3M Co.	73	5,505.56	6,299.90
Vanguard Emerging Markets	984	38,433.12	47,375.66
Vectren Corp.	292	4,271.98	7,410.96
Verizon Communications	182	5,589.96	6,511.96
Wal-Mart Stores, Inc.	75	4,102.22	4,044.75
Pimco All Asset Auth. Fund	2,814.259	30,000.00	29,718.58
Plum Creek Timber Co., Inc.	146	4,755.03	5,467.70
Vanguard REIT ETF	200	10,620.42	11,074.00
Cognizant Technology Solutions Corp.	132	474.48	9,674.28
Anheuser Busch	106	4,771.25	6,051.54
Assa Abloy	368	3,433.82	5,225.60
Bae Systems Place Baesy	147	4,344.50	3,064.95
BG Group PLC	37	3,839.67	3,774.00
BHP Billiton	62	3,995.22	5,761.04
BNP Paribas	119	3,643.15	3,802.05
British Amern TOB	70	4,413.82	5,439.00
Canon, Inc. Sponsored PLC	133	5,489.68	6,828.22
Daito Trust Construction	37	2,172.21	2,534.50
Danone	335	3,947.36	4,237.75
Eni Spa ADR	52	3,659.15	2,274.48
Fanuc, Ltd.	222	3,555.08	5,692.08
Glaxosmithkline PLC Sponsored ADR	161	7,274.37	6,314.42
Honda Motor Ltd.	134	2,990.77	5,293.00
Hoya Corporation Spd. ADR	134	2,990.77	3,257.54
HSBC Holdings PLC Sponsored ADR	117	5,274.81	5,971.68
Imperial TOB Group PLC	47	2,941.48	2,902.25
ING Groep	352	3,988.57	3,446.08
Lloyds Banking Group	904	5,954.51	3,715.44
LVMH Moet Hennessy Louis Vuitton	89	1,424.53	2,950.35
Mitsubishi Estate	15	2,290.05	2,752.80
Nestle S A Sponsored ADR	64	2,427.56	3,764.48
Nidec Corporation	89	2,019.94	2,241.91
Novartis AG Sponsored ADR	108	5,022.42	6,366.60
Novo Nordisk	30	1,461.27	3,377.10
Potash Corp. of Saskatchewan, Inc.	22	1,447.79	3,406.26
Prudential PLC	231	3,097.68	4,818.66
Rogers Communications	51	1,716.96	1,766.13

Royal Dutch Shell PLC	89	5,483.31	5,943.42
Sampo OY J-A	253	3,073.15	3,377.55
Sanofi-Aventis ADR	201	6,015.16	6,478.23
SAP	95	4,567.20	4,807.95
Singapore Telecommunications	131	2,386.49	3,111.25
Sumitomo Mitsui Finl Group, Inc.	744	7,966.92	5,289.84
Sun Hung Kai Pptys, Ltd.	161	2,122.60	2,654.89
Technip	44	3,580.95	4,092.00
Telestra Corporation	158	2,206.41	2,267.30
Total S.A. Sponsored ADR	73	2,068.94	3,904.04
Tullow Oil PLC	297	2,872.16	2,925.45
UBS AG	258	4,798.88	4,249.26
Unilever PLC American shares	156	4,850.29	4,817.28
Vodafone Group, PLC	84	1,897.56	2,220.96
WM Morrison	190	4,297.64	3,944.40
Xstrata PLC	1,095	3,691.76	5,080.80
Yahoo Japan Corporation	30	3,779.16	3,841.50
Amgen, Inc.	105	5,879.33	5,764.50
Anadarko Petroleum Corp.	43	1,746.20	3,274.88
Apache Corp.	31	2,978.90	3,696.13
Archer-Daniels-Midland Co.	124	3,800.44	3,729.92
AT&T	228	5,966.75	6,698.64
Bank New York Mellon	241	6,012.92	7,278.20
Bank of America	334	3,766.42	4,455.56
Barrick Gold Corp.	73	3,197.89	3,882.14
Canadian National Railway Co.	34	1,445.44	2,259.98
Carnival Corp.	97	2,336.90	4,472.67
Caterpillar, Inc.	78	3,442.93	7,305.48
Chevron Corp.	154	11,448.33	14,052.50
Cigna Corporation	92	3,165.58	3,372.72
Citigroup, Inc.	1,572	5,944.27	7,435.56
Cliffs Natural Resources	50	2,158.84	3,900.50
Colgate-Palmolive Co.	46	3,490.75	3,697.02
Comcast Corp. New	296	4,965.15	6,503.12
Corning, Inc.	99	1,880.16	1,912.68
Covidien PLC	82	3,276.83	3,744.12
Delta Air Lines, Inc.	623	5,461.95	7,849.80
Devon Energy Corp.	40	2,896.63	3,140.40
Dow Chemical Co.	177	3,953.67	6,042.78
EMC Corp.	174	3,431.17	3,984.60
Eaton Corporation	85	4,876.36	8,628.35
El Paso Corporation	291	2,542.39	4,004.16
Emerson Electric Co.	35	1,281.89	2,000.95
Exxon Mobil Corp.	153	10,398.89	11,187.36
Ford Motor Co.	416	3,115.56	6,984.64
General Electric Co.	164	2,152.93	2,999.56
Goldman Sachs Group, Inc.	59	5,957.37	9,921.44
Halliburton Co.	114	2,519.74	4,654.62
Hertz Global Holdings, Inc.	640	3,300.55	9,273.60
Hess Corporation	53	3,021.60	4,056.62
HSN, Inc.	259	5,618.58	7,938.35
Hyatt Hotels Corp.	89	2,820.18	4,072.64
Intel Corp.	123	1,955.78	2,586.69
International Paper Co.	170	4,385.24	4,630.80

Johnson & Johnson	60	3,665.07	3,711.00
J.P. Morgan Chase & Co.	411	12,011.31	17,434.62
Keycorp	536	3,860.29	4,743.60
Kroger Co.	226	4,950.92	5,053.36
M & T Bank Corp.	36	1,357.84	3,133.80
Marathon Oil Corp.	134	4,393.10	4,962.02
Marriott Intl., Inc.	139	2,278.52	5,774.06
Merck & Co., Inc.	98	3,025.40	3,531.92
MetLife, Inc.	68	2,496.79	3,021.92
Morgan Stanley	185	4,384.57	5,033.85
Newmont Mining Corp.	63	3,649.94	3,870.09
Nextra Energy, Inc.	34	1,804.19	1,767.66
Omnicom Group	104	4,441.67	4,763.20
Oracle Corporation	144	3,448.79	4,507.20
PG & E Corporation	47	2,029.71	2,248.48
Pepsico, Inc.	59	3,627.26	3,854.47
Pfizer, Inc.	307	5,203.50	5,375.57
PNC Financial Services	76	2,722.82	4,614.72
PPL Corp.	53	1,346.96	1,394.96
Procter & Gamble Co.	73	4,666.04	4,696.09
Progress Energy, Inc.	55	2,204.01	2,391.40
Prudential Financial, Inc.	86	4,959.02	5,049.06
Regions Financial Corp.	372	2,526.25	2,604.00
Schlumberger, Ltd.	117	5,510.94	9,769.50
State Street Corp.	84	3,259.26	3,892.56
Suncor Energy, Inc.	86	3,012.66	3,292.94
Suntrust Banks, Inc.	330	6,443.69	9,738.30
Target Corp.	114	3,758.82	6,854.82
Teva Pharmaceutical	65	2,728.05	3,388.45
Texas Instruments, Inc.	145	4,832.99	4,712.50
The Mosaic Company	59	3,428.96	4,505.24
Time Warner Cable	32	1,141.83	2,112.96
U. S. Steel Corp.	72	3,151.31	4,206.24
UnitedHealth Group, Inc.	225	5,862.24	8,124.75
Valero Energy Corp.	135	2,605.07	3,121.20
Verizon Communications	99	2,747.67	3,542.22
Wells Fargo Co.	495	9,938.37	15,340.05
Zions Bancorp	217	2,972.99	5,257.91

Total 1,703,849.96 2,010,165.34

PART II, LINE 10c, CORPORATE BONDS

<u>Corporate Name</u>	<u>Book Value</u>	<u>Fair Market Value</u>
J. P. Morgan Chase & Co. 4.5% 1/15/12	5,062.95	5,184.25
Natural Rural Utilities 4.75% 3/01/14	25,077.50	27,027.00
Franklin, Tenn., GO 4.55% 3/1/19	10,187.20	10,347.90
Racine, Wisc., GO 4.0% 12/1/17	10,000.00	9,975.80
Fifth Third Total Return Bond Fund	39,655.16	36,311.02

Fifth Third High Yield Bond Fund	15,000.00	14,879.27
Verizon New England, Inc. Senior Notes 6.50% DTD 8/21/01	7,167.44	7,521.29
Household Finance Corp. 6.375% DTD 11/27/02	5,408.40	5,490.00
GMAC LLC 2.2% DTD 12/19/12	8,985.69	9,258.21
Wachovia Corp. Med. Term Sr. Notes 5.50% DTD 4/25/08	5,784.19	6,519.90
US Bancorp Senior Notes 2.00% DTD 6/14/10	8,988.75	9,125.55
Cellco Part/Veri Wireless Sr. Unsecured Notes 5.55% DTD 2/1/14	5,500.85	5,525.40
JP Morgan Chase & Co. Global Sub Notes 5.125% DTD 9/15/04	8,427.44	8,516.80
Goldman Sachs Group, Inc. Fltn. Rate Notes 0.00% DTD 9/29/04	5,865.05	5,878.80
Xerox Corp. Sr. Unsecured 4.25% DTD 12/4/09	6,051.54	6,295.92
Novartis Capital Corp. Co. Gtd. 2.90% DTD 3/16/10	8,956.98	9,227.97
AT&T, Inc. Sr. Notes 2.5% DTD 7/30/10	5,981.64	5,971.32
American Express Co. Med. Term Notes 2.75% DTD 9/13/10	5,964.96	5,918.88
PNC Funding Corp. Co. Gtd. 4.25% DTD 9/21/09	5,989.32	6,290.10
Walmart Stores, Inc. Sr. Unsecured Notes 1.50% DTD 10/25/15	8,951.31	8,609.49
Pepsico, Inc., Senior Notes 5.0% DTD 5/28/08	8,893.44	9,875.16
Cisco Systems, Inc., Senior Notes 4.95% DTD 2/17/09	4,056.40	4,371.44
Burlington North Santa Fe Sr. Unsecured Notes 4.7% DTD 10/1/19	5,989.50	6,298.20
Time Warner Cable, Inc. Co. Guaranteed CPN 5.0% DTD 12/11/09	5,875.20	6,189.84

Kraft Foods, Inc. Sr. Unsecured CPN 5.375% DTD 2/8/10	6,156.96	6,462.96
General Electric Cap. Corp. Med. Term Notes CPN 4.375% DTD 9/16/10	8,929.53	8,897.76
United Parcel Service Sr. Unsecured CPN 3.125% DTD 11/12/10	5,959.80	5,597.64
Deutsche Bank AG London Sr. Unsecured CPN 2.375% DTD 1/11/10	8,991.18	9,154.44
Shell International Fin. Co. Gtd. 1.875% DTD 3/25/10	9,178.83	9,125.55
Barclays Bank PLC Med. Term Note CPN 0.0% DTD 11/24/10	9,000.00	8,965.80
Vodafone Group PLC Sr. Unsecured CPN 4.15% DTD 6/10/09	5,995.98	6,302.40
Statoil ASA Co. Gtd. CPN 3.125% DTD 8/17/10	6,984.74	6,935.67
Thermwood Corp. Debentures RO Q1 12.000 04/27/2014 DTD 04/27/2001	<u>171,014.96</u>	<u>0.00</u>
Total	427,269.85	258,716.74

PART II, LINE 13, OTHER

	<u>No. of Shares</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Smith Barney Westport Futures Fund, L.P.	98.8641	100,000.00	169,169.33
Smith Barney Private Selection Fund I, L.L.C.	52,522.00	52,522.00	52,522.00
Deer Creek, L.L.C.	1	350,000.00	350,000.00
House of Bread & Peace loan		9,000.00	9,000.00
Lincoln Boyhood Drama Assn. loan		<u>285,000.00</u>	<u>285,000.00</u>
Total		841,897.45	911,951.61

PART III, LINE 3, INCREASES NOT INCLUDED IN LINE 2

Basis adjustment, Wells Fargo Securities Special Acct. B	79.62
Basis adjustment, Fifth Third Value Fund	<u>474.20</u>
	553.82

PART III, LINE 5, DECREASES NOT INCLUDED IN LINE 2

Basis adjustment, Private Selection Fund	<u>(392.91)</u>
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**PART IV CAPITAL GAINS AND LOSSES
FOR TAX ON INVESTMENT INCOME**

1(a)	(b) (c)	(d)	(e)	(g)	(h) & (l)
4,947.116 sh., Fifth Third Value Fund	P various	1/4/2010	152519.6	131036.33	21450.27
100 sh., Genuine Parts Co.	P 12/4/2008	1/8/2010	3788.29	3789.85	-1.56
5 sh., Google, Inc. Class A	P 12/4/2008	1/14/2010	2981.12	1400.05	1581.07
365 sh., Vanguard Emerging Markets ETF	P 7/7/2009	1/25/2010	15097.92	11289.45	3808.47
20 sh., Mastercard, Inc.	P 1/21/2009	1/27/2010	5110.5	2594.95	2515.55
30 sh., Monsanto Co.	P 3/18/2009	4/27/2010	1953.89	2433.91	-480.02
70 sh., Monsanto Co.	P 11/27/2009	4/27/2010	4559.08	5560.32	-1001.24
75 sh., Qualcomm, Inc.	P 6/11/2009	4/27/2010	2997.25	3450.93	-453.68
109 sh., Vanguard Emerging Markets ETF	P 7/7/2009	5/18/2010	4297.8	3371.37	926.43
25 sh., Qualcomm, Inc.	P 6/11/2009	5/25/2010	873.13	1150.31	-277.18
50 sh., Qualcomm, Inc.	P 10/14/2009	5/25/2010	1746.26	2108.76	-362.5
96.711 sh., Dodge & Cox Intl. Stock Fund	P 11/14/2007	6/2/2010	2766.9	4712.73	-1945.83
60.188 sh., Dodge & Cox Intl. Stock Fund	P 12/31/2007	6/2/2010	1721.98	2778.27	-1056.29
17.865 sh., Dodge & Cox Intl. Stock Fund	P 12/31/2007	6/2/2010	511.12	824.64	-313.52
1641.791 sh., Fifth Third All Cap Value Fund	P 1/4/2010	6/2/2010	22000	23526.87	-1526.87
104.188 sh., Harbor International	P 9/3/2008	6/2/2010	5000	6145.01	-1145.01
50 sh., Accenture PLC	P 4/9/2008	6/4/2010	1860.96	1852.29	8.67
7 sh., Apple, Inc.	P 12/4/2008	6/4/2010	1844.88	469.82	1195.07
25 sh., Becton Dickinson & Co.	P 8/23/2005	6/4/2010	1784.21	1341.19	443.02
25 sh., Conocophillips	P 2/16/2007	6/4/2010	1293.22	1655.5	-362.28
25 sh., Walt Disney Co.	P 6/11/2008	6/4/2010	834.98	844.48	-9.5
100 sh., Emerson Electric Co.	P 11/5/1992	6/4/2010	4640.93	1756.25	2884.68
25 sh., Exxon Mobil Corp.	P 4/17/2003	6/4/2010	1511.47	875.5	635.97
100 sh., Microsoft Corp.	A 8/1/1996	6/4/2010	2594.09	747.66	1846.43
18 sh., NIKE, Inc.	P 10/24/2008	6/4/2010	1291.65	868.31	423.34
25 sh., Northern Trust Corp.	P 5/5/2009	6/4/2010	1251.22	1335.66	-84.44
21 sh., Praxair, Inc.	P 6/26/2002	6/4/2010	1622.43	562.27	1060.16
150 sh., Charles Schwab Corp.	P 1/28/2009	6/4/2010	2429.97	2381.97	48
25 sh., Stericycle, Inc.	P 2/17/2004	6/4/2010	1468.97	599.53	869.44
25 sh., United Technologies Corp.	P 6/26/2002	6/4/2010	1671.22	807.88	863.34
200 sh., Vectren Corp.	A 10/25/1995	6/4/2010	4584.22	3456.3	1127.92
62 sh., Wisdomtree Dieefa H/Y Equity Fund	P 1/20/2010	6/4/2010	2201.58	2685.4	-483.82
283 sh., Wisdomtree Diefa H/Y Equity Fund	P 1/21/2010	6/4/2010	10049.16	12219.23	-2170.07
1433.6917 sh., Fifth Third All Cap Value Fund	P 1/4/2010	6/17/2010	20000	20544.8	-544.8
88 sh., Bank America Corp.	P 1/11/2010	6/21/2010	1388.62	1503.04	-114.42
50 sh., ConocoPhillips	P 2/16/2007	6/21/2010	2699.95	3311	-611.05
25 sh., Emerson Electric Co.	P 11/5/1992	6/21/2010	1182.97	439.06	743.91
100 sh., Genuine Parts Co.	P 12/4/2008	6/21/2010	4120.95	3789.85	331.1
100 sh., Spectra Energy Corp.	P 5/5/2009	6/21/2010	2126.97	1542.82	584.15
50 sh., Stericycle, Inc.	P 2/17/2004	6/21/2010	3218.94	1199.07	2019.87
87 sh., Bank America Corp.	P 1/11/2010	6/28/2010	1337.17	1485.96	-148.79
37.451 sh., Dodge & Cox Intl. Stock Fund	P 12/31/2007	7/1/2010	1063.24	1728.73	-665.49
16.385 sh., Dodge & Cox Intl. Stock Fund	P 12/31/2007	7/1/2010	465.17	756.31	-291.14
5.438 sh., Dodge & Cox Intl. Stock Fund	P 12/29/2006	7/1/2010	154.38	237.22	-82.84
17.788 sh., Dodge & Cox Intl. Stock Fund	P 12/29/2006	7/1/2010	505	775.92	-270.92
21.338 sh., Dodge & Cox Intl. Stock Fund	P 12/29/2006	7/1/2010	605.79	930.77	-324.98
77.718 sh., Dodge & Cox Intl. Stock Fund	P 4/5/2006	7/1/2010	2206.42	3060.53	-854.11
388.1987 sh., Fifth Third All-Cap Value Fund	P 1/4/2010	7/1/2010	5000	5562.89	-562.89
103.263 sh., Harbour International	P 9/3/2008	7/1/2010	5000	6090.45	-1090.45
16 sh., Apple, Inc.	P 12/4/2008	7/6/2010	4101.36	1485.28	2616.08
25 sh., Syngenta	P 2/16/2007	7/6/2010	1163.99	908.63	255.36

125 sh., Becton Dickinson & Co.	P	8/23/2005	7/13/2010	8750.13	6705.96	2044.17
25 sh., Laboratory Corp. American	P	8/21/2008	7/13/2010	1892	1812.23	79.77
75 sh., Laboratory Corp.	P	7/24/2008	7/13/2010	5676	5029.46	646.54
50 sh., Molson Coors Brewing Co.	P	1/5/2010	7/13/2010	2186.73	2262.16	-75.43
100 sh., Molson Coors Brewing Co.	P	12/15/2009	7/13/2010	4373.47	4408.14	-34.67
100 sh., Windstream Corp.	P	11/25/2009	7/13/2010	1102.58	1016	86.58
1668.5205 sh., Fifth Third Total Return Bond Fund	P	8/8/1996	7/16/2010	15000	16272.12	-1272.12
2573.5294 sh., Fifth Third All-Cap Value Fund	P	1/4/2010	7/16/2010	35000	36878.67	-1878.67
0.01 sh., Frontier Communications Corp.	P	12/8/2009	7/20/2010	0.07	0.09	-0.02
36 sh., Frontier Communications Corp.	P	12/8/2009	7/22/2010	264.92	311.86	-46.94
24 sh., Frontier Communications Corp.	P	11/25/2009	7/22/2010	176.67	199.02	-22.35
150 sh., Accenture PLC Ireland	P	4/9/2008	7/23/2010	5718.46	5556.87	161.59
10 sh., CME Group, Inc.	P	8/13/2009	7/23/2010	2744.46	2871.7	-127.24
25 sh., Celgene Corp.	P	10/26/2007	7/23/2010	1290.89	1650.25	-359.36
25 sh., Celgene Corp.	P	1/10/2008	7/23/2010	1290.88	1304.5	-13.62
50 sh., Celgene Corp.	P	12/10/2007	7/23/2010	2581.77	2424.65	157.12
176.218 sh., Dodge & Cox Intl. Stock Fund	P	4/5/2006	7/26/2010	5483.9	6939.47	-1455.57
466.456 sh., Dodge & Cox Intl. Stock Fund	P	1/5/2006	7/26/2010	14516.1	16951	-2434.9
1666.6666 sh., Fifth Third Total Return Bond Fund	P	8/8/1996	7/26/2010	15000	16254.04	-1254.04
812.5065 sh., Fifth Third All-Cap Value Fund	P	1/4/2010	7/26/2010	11115.09	11643.22	-528.13
376.861 sh., Harbour International	P	9/3/2008	7/26/2010	20000	22227.27	-2227.27
6 sh., Charles Schwab Corp.	P	1/28/2009	7/26/2010	89.62	95.28	-5.66
294 sh., Charles Schwab Corp.	P	12/24/2008	7/26/2010	4391.28	4422	-30.72
100 sh., Syngenta	P	2/16/2007	7/26/2010	4611.24	3634.54	976.7
54 sh., AFLAC, Inc.	P	11/21/2001	7/28/2010	2632.46	1419.12	1213.34
41 sh., Abbott Laboratories	P	11/24/2003	7/28/2010	1999.53	1714.79	284.74
9 sh., Apple, Inc.	P	12/4/2008	7/28/2010	2322.86	835.47	1487.39
17 sh., Bard, C.R., Inc.	P	6/23/2010	7/28/2010	1329.03	1349.33	-20.3
10 sh., Bard, C.R., Inc.	P	7/8/2010	7/28/2010	781.79	790.6	-8.81
61 sh., CVS/Caremark Corp.	P	7/8/2010	7/28/2010	1859.85	1791.03	68.82
9 sh., Centurytel, Inc.	P	7/8/2010	7/28/2010	319.6	308.26	11.41
25 sh., Chevron Corp.	P	12/15/2009	7/28/2010	1828.98	1936.5	-107.52
9 sh., Chevron Corp.	P	8/24/2009	7/28/2010	658.43	636.7	21.73
54 sh., Coca Cola Co.	P	9/21/2008	7/28/2010	2938.09	2385.76	552.33
47 sh., ConocoPhillips	P	2/16/2007	7/28/2010	2503.17	3112.34	-609.17
74 sh., Walt Disney Co.	P	6/11/2008	7/28/2010	2481.1	2499.64	-18.47
81 sh., EMC Corp/Mass	P	1/15/2008	7/28/2010	1614.3	1356.75	257.55
47 sh., Emerson Electric Co.	P	11/5/1992	7/28/2010	2323.1	825.44	1497.73
41 sh., Exxon Mobil Corp.	P	4/17/2003	7/28/2010	2437.01	1435.82	1001.19
8 sh., Goldman Sachs Group	P	11/20/2009	7/28/2010	1169.9	1369.28	-199.38
5 sh., Google, Inc. Class A	P	12/4/2008	7/28/2010	2426.1	1400.05	1026.05
99 sh., Hudson City Bancorp	P	7/21/2010	7/28/2010	1191.93	1228.85	-36.92
74 sh., Intel Corp.	P	7/20/2010	7/28/2010	1589.49	1579.16	10.33
14 sh., International Business Machines	P	8/8/2002	7/28/2010	1784.82	969.92	814.9
47 sh., Johnson & Johnson	P	11/5/1992	7/28/2010	2686.47	941.47	1745
37 sh., Medtronic, Inc.	P	7/20/2010	7/28/2010	1364.53	1380.22	-15.69
54 sh., Microsoft Corp.	A	8/1/1996	7/28/2010	1375.35	403.73	971.62
122 sh., Mylan, Inc.	P	7/8/2010	7/28/2010	2154.61	2168.25	-13.64
34 sh., NIKE, Inc.	P	10/24/2008	7/28/2010	2449.65	1640.13	809.52
41 sh., Northern Trust Corp.	P	5/5/2009	7/28/2010	1932.29	2190.48	-258.19
135 sh., Oracle Corp.	P	12/16/1996	7/28/2010	3272.45	656.25	2616.2
17 sh., PG&E Corp.	P	7/20/2010	7/28/2010	747.64	744.21	3.43
41 sh., Pepsico, Inc.	P	2/24/1995	7/28/2010	2640.35	995.71	1644.64
54 sh., Plum Creek Timber Co., Inc.	P	8/13/2009	7/28/2010	1986.08	1758.71	227.37
27 sh., Praxair, Inc.	P	6/26/2002	7/28/2010	2282.81	722.93	1559.88

47 sh., Raytheon Co.	P	9/2/2009	7/28/2010	2305.31	2184.19	121.12
100 sh., Spectra Energy Corp.	P	5/5/2009	7/28/2010	2111.96	1542.82	569.14
8 sh., Spectra Energy Corp.	P	1/15/2009	7/28/2010	168.96	118.4	50.56
41 sh., Stericycle, Inc.	P	2/17/2004	7/28/2010	2634.2	983.23	1650.97
26 sh., Target Corp.	P	5/21/2003	7/28/2010	1332.47	865.71	466.76
27 sh., Teva Pharmaceutical Inds., Ltd.	P	8/23/2005	7/28/2010	1386.96	876.69	510.27
27 sh., 3M Co.	P	4/28/2005	7/28/2010	2299.28	2036.3	262.98
34 sh., United Technologies Corp.	P	6/26/2002	7/28/2010	2387.43	1098.71	1288.72
108 sh., Vectren Corp.	A	10/25/1995	7/28/2010	2674.04	1866.41	807.63
68 sh., Verizon Communications	P	10/8/2009	7/28/2010	1906	2139.08	-233.08
54 sh., Wal-Mart Stores, Inc.	P	12/10/2009	7/28/2010	2778.25	2953.59	-175.34
219 sh., EMC Corp.	P	1/15/2008	8/20/2010	4041.27	3668.25	373.02
24 sh., Northern Trust Corp.	P	5/5/2009	8/25/2010	1110.03	1282.24	-172.21
31 sh., Northern Trust Co.	P	12/24/2008	8/25/2010	1433.79	1529	-95.21
35 sh., Target Corp.	P	5/21/2003	8/25/2010	1796.87	1165.38	631.49
45 sh., PG&E Corp.	P	7/20/2010	9/20/2010	2032.17	1969.97	62.2
34 sh., Target Corp.	P	5/21/2003	10/18/2010	1860.36	1132.09	728.27
3 sh., Apple, Inc.	P	12/4/2008	10/21/2010	948.22	278.49	669.73
1,637.5545 sh., Fifth Third Total Return Bond Fund	P	8/8/1996	10/27/2010	15000	15970.13	-970.13
91 sh., United Technologies Corp.	P	6/26/2002	12/20/2010	7183.41	2940.66	4242.75
71 sh., Wal-Mart Stores, Inc.	P	12/10/2009	12/20/2010	3840.32	3883.43	-43.11
US Treasury 3.75% 10/31/12	P	1/17/2008	3/5/2010	10692.19	10451.56	240.63
92.839 sh., Driehaus Emg. Mkts. Growth Fd. #3	P	2/11/2009	3/5/2010	2717.4	1530.92	1186.48
12.123 sh., Fidelity Diversified Intl. Fd. #325	P	5/25/2007	3/5/2010	333.75	492.68	-158.93
14.34 sh., Goldman Sachs Mid Cap Value Instl. Fd. #864	P	5/25/2007	3/5/2010	442.82	618.77	-175.95
19.65 sh., Royce Pa. Mutual Cl I Fd. #260	P	11/16/2007	3/5/2010	195.32	235.21	-39.89
34 sh., Spdr. S&P 500 ETF	P	12/16/2009	3/5/2010	3871.88	3794.74	77.14
50 sh., Vanguard REIT ETF	P	12/4/2009	3/5/2010	2293.97	2206.5	87.47
5 sh., John Deere & Co.	P	4/2/2007	3/5/2010	296.94	259.97	36.97
6 sh., PepsiCo, Inc.	P	11/15/2007	3/5/2010	383.61	444.96	-61.35
23.759 sh., Fidelity Diversified Intl. Fd. #325	P	5/18/2009	3/19/2010	661.21	541.22	119.99
95.458 sh., Fidelity Diversified Intl. Fd. #325	P	5/25/2007	3/19/2010	2659.1	3882.08	-1223.98
12.699 sh., Fidelity Diversified Intl. Fd. #325	P	1/4/2008	3/19/2010	353.41	490.94	-137.53
359.447 sh., Fidelity Diversified Intl. Fd. #325	P	3/24/2008	3/19/2010	10003.41	12674.09	-2670.68
45.569 sh., Fidelity Diversified Intl. Fd. #325	P	2/11/2009	3/19/2010	1268.19	889.05	379.14
32 sh., Johnson & Johnson	P	3/19/2008	4/28/2010	2069.98	2087.09	-17.11
6 sh., Johnson & Johnson	P	2/9/2009	4/28/2010	388.12	349.55	38.57
8 sh., Covance, Inc.	P	5/3/2005	8/4/2010	325.75	360.48	-34.73
20 sh., Covance, Inc.	P	6/24/2005	8/4/2010	814.36	905.56	-91.2
4 sh., Covance, Inc.	P	11/15/2007	8/4/2010	162.87	320.4	-157.53
8 sh., Northern Trust Co.	P	4/17/2009	8/4/2010	387.41	511.11	-123.7
32 sh., Northern Trust Co.	P	5/15/2009	8/4/2010	1549.65	1730.47	-180.82
52.2 sh., First Amern Mid-Cap Growth Opp. Cl. Y	P	3/5/2010	8/26/2010	1739.3	1845.28	-105.98
278.569 sh., First Amern Mid-Cap Growth Opp. Cl. Y	P	2/11/2010	8/26/2010	9281.92	6543.58	2738.34
17.85 sh., First Amern Mid-Cap Growth Opp. Cl. Y	P	7/6/2009	8/26/2010	594.76	478.56	116.2
3.946 sh., Driehaus Emerging Mkts. Growth Fnd #3	P	7/6/2009	9/30/2010	135.31	86.65	48.66
23.004 sh., Thornburg Intl. Value Cl. I Fnd #209	P	3/19/2010	9/30/2010	611.22	588.44	22.78
18.335 sh., Goldman Sachs Growth Opp. Cl. I Fnd #113	P	8/26/2010	9/30/2010	411.99	370.55	41.44
17.107 sh., Goldman Sachs Mid Cap Value Instl Fd. #86	P	5/25/2007	9/30/2010	552.04	738.17	-186.13
16.196 sh., Royce Pa. Mut. Cl. I Fnd #260	P	11/16/2007	9/30/2010	164.88	193.87	-28.99
11 sh., Cisco Systems, Inc.	P	2/9/2009	9/30/2010	241.14	184.35	56.79
110 sh., Cisco Systems, Inc.	P	11/9/2006	9/30/2010	2411.42	2997.09	-585.67
13 sh., Cisco Systems, Inc.	P	11/15/2007	9/30/2010	284.99	384.54	-99.55
5 sh., Cisco Systems, Inc.	P	1/3/2008	9/30/2010	109.61	133.28	-23.67
9 sh., EMC Corp.	P	9/17/2009	9/30/2010	182.61	153.22	29.39

6 sh., IBM Corp.	P	5/25/2007	9/30/2010	806.13	631.11	175.02
1 sh., McDonalds Corp.	P	4/10/2007	9/30/2010	74.43	46.27	28.16
6 sh., McDonalds Corp.	P	2/9/2009	9/30/2010	446.57	352.96	93.61
13 sh., McDonalds Corp.	P	8/20/2009	9/30/2010	967.57	728.64	238.93
8 sh., Microsoft Corp.	P	1/3/2008	9/30/2010	196.16	282.2	-86.04
14 sh., Stericycle, Inc.	P	7/21/2006	9/30/2010	974.37	438.18	536.19
7 sh., Stericycle, Inc.	P	5/15/2009	9/30/2010	487.18	365.75	121.43
16 sh., Becton Dickinson & Co.	P	3/5/2010	10/13/2010	1213.28	1256.77	-43.49
26 sh., Becton Dickinson & Co.	P	10/27/2008	10/13/2010	1971.58	1723.08	248.5
LTCG, Goldman Sachs Growth Opportunities Cl. I	P	various	12/10/2010			121.6
STCG, Driehaus Emerging Mkts. Growth Fund #3	P	various	12/22/2010			422.06
LTCG, Driehaus Emerging Mkts. Growth Fund #3	P	various	12/22/2010			234.4
LTCG, Tyco Electronics, Ltd.	P	various	3/17/2010			129.6
290 sh., Comcast Corp.	P	4/7/2008	6/22/2010	5344.6	5930.5	-585.9
50 sh., Walt Disney Co.	P	4/7/2008	6/22/2010	1736.97	1576	160.97
45 sh., Pepsico	P	4/9/2008	6/2/2010	2780.05	3192.3	-412.25
90 sh., Pepsico	P	4/7/2008	6/2/2010	5560.11	6430.5	-870.39
135 sh., Procter & Gamble Co.	P	4/9/2008	6/2/2010	8231.17	9418.95	-1187.78
15 sh., Procter & Gamble Co.	P	4/7/2008	6/2/2010	914.58	1054.95	-140.37
130 sh., TJX Companies, Inc.	P	4/9/2008	6/22/2010	5934.41	4121	1813.41
70 sh., TJX Companies, Inc.	P	4/7/2008	6/22/2010	3195.45	2268.7	926.75
60 sh., Waters Corp.	P	4/7/2008	6/22/2010	4245.52	3396.01	849.51
150 sh., Berkshire Hathaway, Inc.	P	4/7/2008	7/29/2010	11882.94	13224	-1341.06
100 sh., Allergan, Inc.	P	6/1/2009	10/20/2010	6823.68	4491.9	2331.78
340 sh., Mattel, Inc.	P	4/7/2008	10/20/2010	7552.19	7357.19	195
40 sh., Waters Corp.	P	4/7/2008	10/20/2010	2876.39	2264.01	612.38
60 sh., Waters Corp.	P	4/9/2008	10/20/2010	4314.58	3412.8	901.78
100 sh., Peco	P	8/18/2000	4/16/2010	586	15000	-14414
Barrick Gold Corp. Sr. Unsecured 6.95% due 4/1/9	P	7/30/2009	1/13/2010	5756.1	5748.3	7.8
US Treasury Notes 2.125% due 11/30/14	P	12/4/2009	1/25/2010	17834.06	17905.08	-71.02
Novartis Secs. Invest Ltd. Notes 5.125% due 2/10/19	P	6/19/2009	1/6/2010	8377.52	8033.28	344.24
Eksportfinans Sr. Med. Term Notes 5.0% due 2/14/12	P	2/7/2007	1/5/2010	9615.6	8976.42	639.18
Caterpillar Financial SE Sr. Unsecured Notes 6.125%	P	2/5/2009	2/23/2010	6733.02	5992.74	740.28
JPMorgan Chase & Co. Sr. Notes 4.75% due 5/1/13	P	5/5/2008	2/17/2010	9606.87	8983.26	623.61
Diageo Finance BV Notes 5.5% due 4/1/13	P	7/21/2009	3/4/2010	5475.85	5398.05	77.8
US Treasury Notes 2.125% due 11/30/14	P	12/4/2009	3/26/2010	14742.19	14920.9	-178.71
Goldman Sachs Group, Inc. Sr. Notes 6.0% due 5/1/14	P	5/18/2009	3/1/2010	6590.1	6067.26	522.84
Goldman Sachs Group, Inc. Sr. Notes 6.0% due 5/1/14	P	1/6/2010	3/1/2010	2196.7	2202.06	-5.36
United Technologies Corp. Sr. Notes 4.5% due 4/15/20	P	2/23/2010	3/26/2010	5995.44	5970.06	25.38
Glaxosmithkline Cap, Inc. Notes 5.65% due 5/15/18	P	5/19/2008	3/9/2010	6551.22	6035.76	515.46
BP Capital Markets PLC Co. Gty 3.875% due 3/10/15	P	8/6/2009	4/29/2010	8364.72	8173.52	191.2
Verizon New England, Inc. Sr. Notes 6.5% due 9/15/11	P	8/8/2007	4/28/2010	7440.44	7167.44	273
Arcelormittal Sr. Unsecured Notes 6.125% due 6/1/18	P	1/13/2010	5/27/2010	5974.2	6228.72	-254.52
US Treasury Notes 1.125% due 12/15/11	P	10/1/2009	5/6/2010	20158.59	20042.97	115.62
Merrill Lynch & Co. 5.3% due 9/30/15	P	12/23/2009	5/11/2010	6042.54	6166.68	-124.14
Merrill Lynch & Co. 5.3% due 9/30/15	P	1/6/2010	5/11/2010	2014.18	2068.74	-54.56
Prudential Financial, Inc. Sr. Notes 4.75% due 9/17/15	P	9/16/2009	8/8/2010	6170.94	5983.56	187.38
AT&T, Inc. Notes 4.95% due 1/15/13	P	4/30/2009	7/27/2010	5540	5198.8	241.2
US Treasury Notes 2.5% due 4/30/15	P	5/6/2010	8/17/2010	26333.98	25435.55	898.43
Bank of NY Mellon Med. Term Notes 3.1% due 1/15/15	P	11/6/2009	8/17/2010	9443.07	8984.88	458.19
Household Finance Corp. Gbl. Notes 6.375% due 11/27/10	P	9/15/2009	8/19/2010	5454.15	5408.4	46.05
Valero Energy Corp. 6.125% due 2/1/20	P	4/29/2010	8/10/2010	6561.78	6228	333.78
Wal-Mart Stores, Inc. Sr. Unsecured 3.0% due 2/3/14	P	1/15/2009	8/16/2010	5288.75	4976.85	311.9
US Treasury Notes 0.625% due 6/30/12	P	6/23/2010	9/22/2010	9034.8	8989.1	45.7
Goldman Sachs Group, Inc. Sr. Notes 5.375% due 3/15/10	P	3/1/2010	9/9/2010	9282.33	8918.91	363.42

American Express Co. Sr. Unsecured 7.25% due 5/20/14P	7/21/2009	9/8/2010	6988.8	6469.8	519
General Electric Cap. Corp. Notes 5.625% due 5/01/18 P	5/5/2008	9/13/2010	9932.04	9098.1	833.94
US Treasury Notes 1.75% due 7/31/15 P	8/17/2010	10/6/2010	8249.07	8122.6	126.57
US Treasury Notes 1.75% due 7/31/15 P	8/16/2010	10/6/2010	9280.19	9155.39	124.8
Federal National Mortgage Assn. Notes 2.75% due 2/5/1P	3/19/2009	10/18/2010	7436.8	7133.07	303.73
US Treasury Notes 3.625% due 2/15/20 P	5/4/2010	11/8/2010	6602.34	6000.94	601.4
Fed. Natl. Mortg. Assn. Global Notes 6.125% due 3/15/1P	3/13/2006	11/17/2010	13978.64	13864.46	314.18
Fed. Natl. Mortg. Assn. Notes 1.0% due 4/4/12 P	4/16/2010	12/1/2010	6041.92	5993.05	48.87
US Treasury Notes 1.375% due 1/15/13 P	1/28/2010	12/21/2010	1014.06	998.91	15.15
Cisco Systems, Inc. Sr. Notes 4.95% due 2/15/19 P	2/10/2009	12/23/2010	2162.43	2028.2	134.23
29 sh., Allianz P	3/18/2009	1/14/2010	359.57	236.96	122.61
196 sh., Allianz P	3/20/2009	1/14/2010	2430.23	1792.46	637.77
153 sh., Banco Bilbao Vizcaya Argentaria P	9/29/2009	1/27/2010	2410.18	2746.69	-336.51
57 sh., Banco Bilbao Vizcaya Arentaria P	10/6/2009	1/27/2010	897.91	1012.54	-114.63
46 sh., Banco Bilbao Vizcaya P	10/13/2009	1/27/2010	724.64	832.25	-107.61
21 sh., Fanuc P	5/1/2009	1/21/2010	987.91	775.79	212.12
31 sh., Canon, Inc. P	9/12/2007	1/13/2010	1314.14	1648.14	-334
.422 sh., Espirit Holdings, Ltd. P	2/1/2010	2/1/2010	5.74	0.01	5.73
46 sh., Merck P	2/27/2009	2/24/2010	1206.42	1146.5	59.92
244 sh., Societe Generale France P	10/22/2009	2/18/2010	2571.93	3492.96	-921.03
71 sh., Societe Generale France P	11/11/2009	2/18/2010	748.4	1071.11	-322.71
75 sh., Prudential PLC P	10/14/2008	2/3/2010	1583.45	1188.42	395.03
85 sh., Prudential PLC P	11/6/2008	2/3/2010	1397.17	1024.8	372.37
14 sh., BNP Paribas ADR P	3/17/2009	3/16/2010	545.77	287.4	258.37
8 sh., BNP Paribas ADR P	3/16/2009	3/16/2010	311.86	162.59	149.27
13 sh., Imperial TOB Group PLC P	4/16/2008	3/25/2010	791.7	1255.93	-464.23
5 sh., Imperial TOB Group PLC P	6/24/2008	3/25/2010	304.51	377.15	-72.64
65 sh., Prudential PLC P	11/6/2008	3/1/2010	1030.94	783.56	247.28
119.7 sh., Espirit Hldgs. Ltd. P	4/29/2009	4/7/2010	1834.75	1381.26	453.49
24.3 sh., Espirit Hldgs., Ltd. P	10/21/2009	4/7/2010	372.47	342.72	29.75
44 sh., BP PLC P	8/13/1997	4/29/2010	2363.08	1884.64	478.44
6 sh., BP PLC P	9/22/1997	4/29/2010	322.24	264.57	57.67
44 sh., BP PLC P	9/22/1997	4/29/2010	2289.55	1940.12	349.43
5 sh., BP PLC P	7/10/2007	4/29/2010	260.18	371.6	-111.42
22 sh., BNP Paribas P	3/17/2009	4/7/2010	826.94	451.63	375.31
38 sh., Nokia Corp. P	3/16/2009	4/22/2010	482.47	438.94	43.53
83 sh., Nokia Corp. P	3/20/2009	4/22/2010	1053.84	942.37	111.47
60 sh., Vodafone Group P	6/30/2008	4/28/2010	1295.41	1779.69	-484.28
55 sh., Vodafone Group P	7/29/2008	4/28/2010	1187.47	1443	-255.53
6 sh., Heineken P	1/6/2003	5/12/2010	130.04	94.8	35.24
74 sh., Heineken P	3/18/2009	5/12/2010	1603.92	1014.93	588.99
24 sh., Vodafone Group P	7/29/2008	5/13/2010	486.14	629.66	-143.52
53 sh., Vodafone Group P	9/26/2008	5/13/2010	1073.59	1236.13	-162.54
35 sh., Barrick Gold Corp. P	2/5/2009	6/14/2010	1478.12	1352.78	125.34
46 sh., Barrick Gold Corp. P	2/18/2009	6/14/2010	1942.69	1749.39	193.3
28 sh., Sabmiller PLC P	4/27/2010	7/20/2010	800.72	887.55	-86.83
29 sh., Sabmiller PLC P	4/27/2010	7/21/2010	831.06	919.24	-88.18
11 sh., Imperial TOB Group PLC P	6/24/2008	7/9/2010	621.66	829.73	-208.07
5 sh., Imperial TOB Group PLC P	7/29/2008	7/9/2010	282.58	359	-76.42
50 sh., LVMH Moet Hennessy Louis Vitton P	4/27/2009	7/27/2010	1213.85	744.23	469.62
13 sh., Novo Nordisk P	4/24/2009	7/1/2010	1061.35	633.23	428.12
52 sh., Tesco PLC P	7/5/2002	7/1/2010	880.22	588.99	291.23
7 sh., Tesco PLC P	7/5/2002	7/2/2010	121.07	79.28	41.79
40 sh., Tesco PLC P	10/9/2008	7/2/2010	691.87	764.56	-72.69
94 sh., Tesco PLC P	10/31/2008	7/2/2010	1625.9	1545.6	80.3

35 Sh., Zurich Financial Services	P	9/24/2008	7/23/2010	793.49	961.26	-167.77
22 sh., Zurich Financial Services	P	3/17/2009	7/23/2010	498.78	285.01	213.77
290 sh., Nomura Holdings, Inc.	P	12/4/2009	8/26/2010	1618.4	2299.88	-681.48
10 sh., Potash Corp. of Saskatchewan, Inc.	P	7/2/2010	8/17/2010	1401.98	853.66	548.32
14 sh., BHP Billiton, Ltd.	P	5/11/2009	8/17/2010	986.49	752.93	233.56
93 sh., Barclays PLC	P	3/27/2009	8/11/2010	1865.86	893.26	972.6
12 sh., Imperial TOB Group PLC	P	7/29/2008	8/3/2010	691.27	861.58	-170.31
34 sh., Zurich Financial Services	P	3/17/2009	8/3/2010	804.35	440.47	363.88
63 sh., Zurich Financial Services	P	3/17/2009	8/19/2010	1414.48	816.14	598.34
50 sh., Zurich Financial Services	P	4/29/2009	8/19/2010	1122.61	906.1	216.51
122 sh., Esprit Holdings, Ltd.	P	10/21/2009	9/7/2010	1282.77	1720.64	-437.87
1 sh., Esprit Holdings, Ltd.	P	5/12/2010	9/7/2010	10.52	13.77	-3.25
82 sh., Nomura Holdings, Inc.	P	12/4/2009	9/21/2010	405.7	650.3	-244.6
216 sh., Nomura Holdings, Inc.	P	2/2/2010	9/21/2010	1068.68	1684.76	-616.08
39 sh., Barclays PLC	P	3/27/2009	9/20/2010	747.2	374.58	372.62
103 sh., Barclays PLC	P	4/24/2009	9/20/2010	1973.41	1402.41	571
23 sh., Credit Suisse Group	P	4/24/2009	9/23/2010	1009.75	898.47	111.28
19 sh., Credit Suisse Group	P	4/24/2009	9/29/2010	841.26	742.21	99.05
49 sh., Rogers Communications	P	11/5/2009	10/27/2010	1774.81	1478.05	296.76
32 sh., British Amern TOB	P	1/31/2007	10/22/2010	2445.27	1953.48	491.79
30 sh., Credit Suisse Group	P	4/24/2009	10/26/2010	1232.35	1171.9	60.45
21 sh., Credit Suisse Group	P	5/11/2009	10/26/2010	862.66	863.48	-0.82
202 sh., Banco Santander Cent. Hispano	P	5/10/2010	11/26/2010	2009.35	2436.34	-426.99
99 sh., Banco Santander Cent. Hispano	P	5/21/2010	11/26/2010	984.79	1044.64	-59.85
72 sh., CRH PLC	P	11/19/2009	11/16/2010	1316.32	1871.08	-554.76
37 sh., CRH PLC	P	2/4/2010	11/16/2010	678.44	910.19	-233.75
29 sh., CRH PLC	P	4/21/2010	11/16/2010	530.2	803.88	-273.68
0.141 sh., Sumitomo Mitsui Financial Group	P	1/19/2010	11/1/2010	0.88	1	-0.12
0.0659 sh., Sumitomo Mitsui Financial Group	P	3/31/2010	11/1/2010	0.41	0.44	-0.03
30 sh., Roche Holdings, Ltd.	P	7/19/2007	11/5/2010	1118.92	1383.25	-264.33
32 sh., Roche Holdings, Ltd.	P	9/12/2007	11/5/2010	1193.52	1410.6	-217.08
51 sh., Roche Holdings, Ltd.	P	2/27/2009	11/5/2010	1902.19	1452.79	449.4
0.0232 sh., Sumitomo Mitsui Financial Group	P	1/23/2008	11/1/2010	0.13	0.49	-0.36
0.0985 sh., Sumitomo Mitsui Financial Group	P	5/9/2008	11/1/2010	0.57	1.64	-1.07
0.0789 sh., Sumitomo Mitsui Financial Group	P	5/19/2008	11/1/2010	0.46	1.32	-0.86
0.0825 sh., Sumitomo Mitsui Financial Group	P	5/7/2009	11/1/2010	0.48	0.65	-0.17
94 sh., Esprit Hldgs, Ltd.	P	5/12/2010	12/9/2010	901.79	1294.32	-392.53
75 sh., Esprit Hldgs, Ltd.	P	6/15/2010	12/9/2010	719.53	868.79	-149.26
22 sh., Allergan, Inc.	P	2/23/2009	1/11/2010	1331.02	882.86	448.16
7 sh., Allergan, Inc.	P	7/27/2009	1/11/2010	423.51	369.57	53.94
22 sh., Arch Coal, Inc.	P	11/13/2009	1/12/2010	586.42	497.49	88.93
13 sh., Canadian National Ry. Co.	P	6/23/2009	1/26/2010	676.32	536.75	139.57
21 sh., Carnival Corp.	P	1/27/2009	1/8/2010	691.62	415.58	276.04
57 sh., Coca-Cola Enterprises, Inc.	P	1/27/2009	1/14/2010	1216.82	702.69	514.13
100 sh., Ford Motor Co.	P	5/12/2009	1/26/2010	1141.28	537.36	603.92
17 sh., General Electric Co.	P	1/27/2009	1/7/2010	276.55	223.17	53.38
5 sh., Goldman Sachs Group, Inc.	P	1/27/2009	1/25/2010	785.15	391.5	393.65
44 sh., Kraft Foods, Inc.	P	1/27/2009	1/5/2010	1245.91	1284.8	-38.89
128 sh., Masco Corp.	P	1/27/2009	1/6/2010	1874.66	1118.59	756.07
21 sh., Occidental Petroleum Corp.	P	3/24/2009	1/22/2010	1631.12	1232.21	398.91
1 sh., Occidental Petroleum Corp.	P	3/24/2009	1/25/2010	78.29	58.67	19.62
8 sh., Occidental Petroleum Corp.	P	12/4/2009	1/25/2010	626.32	629.04	-2.72
6 sh., Alleregan, Inc.	P	9/2/2008	1/25/2010	363	333.6	29.4
32 sh., Coca-Cola Enterprises, Inc.	P	1/27/2009	1/11/2010	648.89	394.49	254.4
38 sh., General Electric Co.	P	2/7/2007	1/28/2010	618.15	1378.898	-760.74

1 sh., General Electric Co.	P	2/9/2007	1/7/2010	16.26	35.8	-19.54
16 sh., General Electric Co.	P	9/5/2007	1/7/2010	260.27	619.32	-359.05
5 sh., General Electric Co.	P	12/20/2006	1/7/2010	81.33	190.41	-109.08
37 sh., General Electric Co.	P	11/26/2008	1/7/2010	601.89	580.9	20.99
44 sh., General Electric Co.	P	4/26/2007	1/7/2010	715.75	1573.8	-858.05
61 sh., General Electric Co.	P	12/21/2007	1/7/2010	992.3	2286.96	-1294.66
16 sh., Goldman Sachs Group, Inc.	P	12/30/2008	1/25/2010	2512.45	1236.83	1275.62
8 sh., Kohls Corp.	P	10/27/2008	1/21/2010	419.07	226.17	192.9
6 sh., Kohls Corp.	P	11/12/2008	1/21/2010	314.31	172.82	141.49
12 sh., Kraft Foods, Inc. Cl. A	P	12/10/2007	1/5/2010	339.79	417.19	-77.4
31 sh., JP Morgan Chase & Co.	P	3/3/2008	1/22/2010	1239.34	1230.12	9.22
30 sh., JP Morgan Chase & Co.	P	12/31/2007	1/22/2010	1199.36	1308.47	-109.11
2 sh., Target Corp.	P	11/6/2008	1/7/2010	100.43	73.5	26.93
17 sh., Target Corp.	P	11/19/2008	1/7/2010	853.67	510.04	343.63
4 sh., Target Corp.	P	12/8/2008	1/7/2010	200.87	146.62	54.25
6 sh., Target Corp.	P	12/8/2008	1/21/2010	299.11	219.92	79.19
18 sh., Target Corp.	P	12/17/2008	1/21/2010	897.36	646.08	251.28
24 sh., Barrick Gold Corp.	P	9/25/2009	2/19/2010	951.8	855.47	96.33
34 sh., MetLife, Inc.	P	6/18/2009	2/9/2010	1195.75	1034.26	161.49
14 sh., Occidental Petroleum Corp.	P	12/4/2009	2/1/2010	1113.39	1100.81	12.58
10 sh., Delta Air Lines, Inc.	P	9/26/2007	2/2/2010	129.92	169.95	-40.03
38 sh., Delta Air Lines, Inc.	P	11/21/2007	2/2/2010	493.7	653.45	-159.75
36 sh., Delta Air Lines, Inc.	P	7/28/2008	2/2/2010	467.73	253.42	214.31
31 sh., Best Buy Co., Inc.	P	1/27/2009	2/22/2010	1126.85	882.46	244.39
87 sh., Coca-Cola Enterprises, Inc.	P	1/27/2009	2/16/2010	1693.8	1072.51	621.29
5 sh., Franklin Resources, Inc.	P	12/26/2008	2/16/2010	494.74	295.1	199.64
12 sh., Franklin Resources, Inc.	P	1/27/2009	2/16/2010	1187.4	632.4	555
7 sh., Goldman Sachs Group, Inc.	P	1/27/2009	2/17/2010	1099.5	548.1	551.4
12 sh., M & T Bank Corp.	P	2/19/2008	2/19/2010	906.01	677.27	228.74
1 sh., M & T Bank Corp.	P	1/27/2009	2/19/2010	75.51	37.65	37.86
26 sh., Schlumberger, Ltd.	P	2/13/2003	2/23/2010	1592.74	490.62	1102.12
16 sh., Arch Coal, Inc.	P	11/13/2009	3/1/2010	364.83	361.8	3.03
25 sh., Arch Coal, Inc.	P	11/20/2009	3/1/2010	570.05	552.65	17.4
13 sh., Arch Coal, Inc.	P	12/3/2009	3/1/2010	296.44	268.75	27.69
17 sh., Petroleo Brasileiro	P	9/23/2009	3/11/2010	795.94	769.93	26.01
5 sh., Adobe Systems, Inc.	P	8/19/2008	3/16/2010	175.92	220.37	-44.45
12 sh., Adobe Systems, Inc.	P	9/2/2008	3/16/2010	422.21	521.43	-99.22
33 sh., Adobe Systems, Inc.	P	1/27/2009	3/16/2010	1161.11	665.61	495.5
10 sh., Franklin Resources, Inc.	P	1/27/2009	3/9/2010	1080.46	527	553.46
2 sh., Hertz Global Hldgs, Inc.	P	7/1/2008	3/9/2010	19.79	18	1.79
8 sh., Hertz Global Hldgs, Inc.	P	12/31/2007	3/9/2010	79.19	126.02	-46.83
45 sh., Hertz Global Hldgs, Inc.	P	8/4/2008	3/9/2010	445.5	377.6	67.9
50 sh., Hertz Global Hldgs, Inc.	P	1/27/2009	3/9/2010	495	257.79	237.21
37 sh., Hertz Global Hldgs, Inc.	P	1/27/2009	3/10/2010	368.84	190.76	178.08
2 sh., PNC Financial Services Group	P	2/19/2008	3/10/2010	114.34	125.63	-11.29
8 sh., PNC Financial Services Group	P	4/10/2008	3/10/2010	457.38	517.05	-59.67
38 sh., ConocoPhillips	P	9/21/2009	4/14/2010	2144.65	1745.26	399.39
6 sh., Devon Energy Corp.	P	6/30/2009	4/5/2010	402.53	323.75	78.78
12 sh., Devon Energy Corp.	P	6/30/2009	4/21/2010	812.38	647.5	164.88
16 sh., Ford Motor Co.	P	5/12/2009	4/19/2010	217.91	85.98	131.93
2 sh., Petroleo Brasileiro	P	9/23/2009	4/14/2010	87.76	90.58	-2.82
4 sh., Petroleo Brasileiro	P	10/20/2009	4/14/2010	175.53	198.96	-23.43
17 sh., Suncor Energy, Inc.	P	10/28/2009	4/29/2010	584.79	567.26	17.53
5 sh., EOG Resources, Inc.	P	3/18/2008	4/1/2010	474.75	609.37	-134.62
4 sh., Franklin Resources, Inc.	P	1/27/2009	4/22/2010	465.16	210.8	254.36

3 sh., Goldman Sachs Group, Inc.	P	1/27/2009	4/8/2010	536.58	234.9	301.68
2 sh., Goldman Sachs Group, Inc.	P	1/27/2009	4/21/2010	319.99	156.6	163.39
3 sh., J Crew Group, Inc.	P	7/3/2008	4/13/2010	141.91	95.45	46.46
15 sh., J Crew Group, Inc.	P	8/1/2008	4/13/2010	709.61	434.65	274.96
22 sh., Morgan Stanley & Co.	P	3/19/2009	4/30/2010	675.38	490.39	184.99
17 sh., J.C. Penney Co., Inc.	P	10/21/2008	4/9/2010	534.41	376.95	157.46
3 sh., J.C. Penney Co., Inc.	P	10/27/2008	4/9/2010	94.31	58.89	35.42
29 sh., Zions Bancorp	P	10/16/2008	4/15/2010	771.01	1090.34	-319.33
10 sh., Zions Bancorp	P	1/7/2009	4/15/2010	265.87	233.85	32.02
5 sh., Devon Energy Corp.	P	6/30/2009	5/10/2010	336.2	269.78	66.42
1 sh., Devon Energy Corp.	P	10/23/2009	5/10/2010	67.25	70.59	-3.34
32 sh., Gilead Sciences, Inc.	P	2/23/2010	5/5/2010	1264.35	1530.89	-266.36
39 sh., Delta Air Lines, Inc.	P	7/28/2008	5/11/2010	479.73	274.53	205.2
425 sh., Boston Scientific Corp.	P	1/27/2009	5/17/2010	2820.12	3612.46	-792.34
14 sh., Covidien	P	4/10/2008	5/12/2010	648.28	641.33	6.95
19 sh., Home Depot, Inc.	P	3/17/2009	5/14/2010	668.02	400.98	267.04
10 sh., PNC Financial Services Group	P	4/10/2008	5/3/2010	676.96	646.31	30.65
2 sh., PNC Financial Services Group	P	4/17/2008	5/3/2010	135.4	130.14	5.26
5 sh., Praxair, Inc.	P	1/27/2009	5/19/2010	384.7	298.8	85.9
5 sh., Teva Pharmaceutical ADR	P	4/30/2007	5/24/2010	280.5	191.76	88.74
5 sh., Teva Pharmaceutical ADR	P	6/29/2007	5/24/2010	280.51	205.25	75.26
5 sh., Teva Pharmaceutical ADR	P	1/27/2009	5/24/2010	280.51	209.85	70.66
29 sh., Zions Bancorp	P	1/27/2009	5/13/2010	551.39	269.8	281.59
.2941 sh., Exxon Mobil Corp.	P	10/28/2009	6/29/2010	17.04	17.17	-0.13
.0865 sh., Exxon Mobil Corp.	P	11/5/2009	6/29/2010	5.02	5.2	-0.18
41 sh., Cliffs Natural Resources	P	6/2/2010	6/3/2010	0.04	0	0.04
.372 sh., Exxon Mobil Corp.	P	8/11/2008	6/29/2010	21.55	23.07	-1.52
55 sh., Ford Motor Co.	P	5/12/2009	6/3/2010	662.24	295.54	366.7
6 sh., Hewlett-Packard Co.	P	7/27/2007	6/11/2010	280.31	281.28	-0.97
10 sh., Hewlett-Packard Co.	P	8/27/2007	6/11/2010	467.2	480.5	-13.3
23 sh., Teva Pharmaceutical	P	1/27/2009	6/11/2010	1216.21	965.31	250.9
11 sh., Devon Energy Corp.	P	10/23/2009	7/22/2010	704	776.44	-72.44
11 sh., PG&E Corp.	P	10/1/2009	7/7/2010	463.18	444.21	18.97
3 sh., Exxon Mobil Corp.	P	1/4/2005	7/26/2010	180.02	150.9	29.12
21 sh., Exxon Mobil Corp.	P	1/8/2007	7/26/2010	1260.2	1524.01	-263.81
8 sh., Exxon Mobil Corp.	P	7/24/2008	7/26/2010	480.08	645.49	-165.41
6.8506 sh., Exxon Mobil Corp.	P	1/27/2009	7/26/2010	411.11	539.9	-128.79
30.1494 sh., Exxon Mobil Corp.	P	8/11/2008	7/26/2010	1809.26	1869.66	-60.4
3 sh., Ford Motor Co.	P	5/12/2009	7/26/2010	38.45	16.11	22.34
90 sh., Ford Motor Co.	P	5/19/2009	7/26/2010	1153.69	504.81	648.88
14 sh., Ford Motor Co.	P	6/4/2009	7/26/2010	179.47	89.46	90.01
.1852 sh., Frontier Communications Corp.	P	5/1/2009	7/1/2010	1.33	1.48	-0.15
.2084 sh., Frontier Communications Corp.	P	5/29/2009	7/1/2010	1.5	1.58	-0.08
.3704 sh., Frontier Communications Corp.	P	6/19/2009	7/1/2010	2.67	2.89	-0.22
5.5758 sh., Frontier Communications Corp.	P	5/1/2009	7/6/2010	39.13	44.47	-5.34
6.2727 sh., Frontier Communications Corp.	P	5/29/2009	7/6/2010	44.03	47.65	-3.62
11.1515 sh., Frontier Communications Corp.	P	6/19/2009	7/6/2010	78.29	87.13	-8.84
21 sh., Halliburton Co.	P	5/5/2009	7/7/2010	585.12	455.21	129.91
43 sh., Home Depot, Inc.	P	3/17/2009	7/1/2010	1198.57	907.45	291.12
63 sh., Kraft Foods, Inc.	P	1/27/2009	7/8/2010	1817.51	1839.6	-22.09
24 sh., Praxair, Inc.	P	1/27/2009	7/26/2010	2056.63	1434.24	622.39
1 sh., Target Corp.	P	12/17/2008	7/15/2010	50.69	35.89	14.8
6 sh., Target Corp.	P	12/26/2008	7/15/2010	304.2	195.76	108.44
31 sh., Wal-Mart Stores, Inc.	P	1/27/2009	7/23/2010	1603.26	1519.62	83.64
2 sh., Hewlett-Packard Co.	P	8/27/2007	8/9/2010	85.52	96.1	-10.58

58 sh., Hewlett-Packard Co.	P	1/27/2009	8/9/2010	2480.22	2087.42	392.8
71 sh., Kroger Co.	P	4/7/2008	8/2/2010	1524.98	1762.04	-237.06
48 sh., Kroger Co.	P	1/27/2009	8/2/2010	1030.98	1194.24	-163.26
24 sh., Target Corp.	P	12/26/2008	8/10/2010	1263.59	783.04	480.55
7.8506 sh., Exxon Mobil Corp.	P	10/12/2009	9/3/2010	480.33	545.72	-65.39
20 sh., Gilead Sciences, Inc.	P	2/23/2010	9/13/2010	689.12	956.8	-267.68
14 sh., Gilead Sciences, Inc.	P	3/4/2010	9/13/2010	482.39	658	-175.61
14 sh., Gilead Sciences, Inc.	P	3/25/2010	9/13/2010	482.4	646.88	-164.48
13 sh., Kohls Corp.	P	3/16/2010	9/14/2010	653.89	714.43	-60.54
11 sh., PG&E Corp.	P	10/1/2009	9/7/2010	529.54	444.2	85.34
32 sh., PPL Corp.	P	6/23/2010	9/7/2010	884.15	786.78	97.37
9 sh., PPL Corp.	P	6/23/2010	9/27/2010	247.78	221.28	26.5
7 sh., AT&T Corp.	P	8/24/2005	9/10/2010	194.52	143.64	50.88
7 sh., AT&T Corp.	P	12/15/2005	9/10/2010	194.53	173.56	20.97
23 sh., Delta Air Lines, Inc.	P	7/28/2008	9/28/2010	264.21	161.9	102.31
6 sh., Delta Air Lines, Inc.	P	10/20/2008	9/28/2010	68.93	52.38	16.55
17 sh., BB&T Corp.	P	6/30/2008	9/13/2010	409.03	390.64	18.39
12 sh., BB&T Corp.	P	1/27/2009	9/13/2010	288.73	245.86	42.87
5 sh., EOG Resources, Inc.	P	3/31/2009	9/24/2010	462.82	590.91	-128.09
19 sh., EOG Resources, Inc.	P	1/27/2009	9/24/2010	1758.74	1273.76	484.98
43.1494 sh., Exxon Mobil Corp.	P	1/27/2009	9/3/2010	2639.99	3400.6	-760.61
11 sh., Halliburton Co.	P	5/5/2009	9/21/2010	352.17	238.43	113.74
41 sh., Halliburton Co.	P	6/2/2009	9/21/2010	1312.65	963.2	349.45
4 sh., Kohls Corp.	P	11/12/2008	9/14/2010	201.19	115.2	85.99
13 sh., Kohls Corp.	P	11/20/2008	9/14/2010	653.88	336.6	317.28
25 sh., Kohls Corp.	P	1/27/2009	9/14/2010	1257.46	941.5	315.96
10 sh., M&T Bank Corp.	P	1/27/2009	9/23/2010	903.55	376.5	527.05
13 sh., Schlumberger, Ltd.	P	4/15/2005	9/7/2010	746.31	435.29	311.02
23.5034 sh., Time Warner, Inc.	P	1/8/2009	9/30/2010	726.65	508.85	217.8
24.4966 sh., Time Warner, Inc.	P	1/27/2009	9/30/2010	757.37	511.78	245.59
56 sh., Delta Air Lines, Inc.	P	10/20/2008	10/21/2010	748.03	488.88	259.15
79 sh., Delta Air Lines, Inc.	P	12/17/2008	10/21/2010	1055.26	863.94	191.32
104 sh., BB&T Corp.	P	1/27/2009	10/20/2010	2390.82	2130.72	260.1
32 sh., El Paso Corp.	P	2/5/2008	10/4/2010	388.24	518.9	-130.66
37 sh., El Paso Corp.	P	12/15/2008	10/4/2010	448.9	567.17	-118.27
4 sh., El Paso Corp.	P	1/27/2009	10/4/2010	48.54	32.79	15.75
15 sh., J. Crew Group, Inc.	P	8/1/2008	10/25/2010	477.77	434.64	43.13
43 sh., J. Crew Group, Inc.	P	6/3/2009	10/25/2010	1369.64	1106.86	262.78
12 sh., PG&E Corp.	P	10/1/2009	10/18/2010	567.93	484.58	83.35
17 sh., PNC Services Group	P	4/17/2008	10/13/2010	901.02	1106.11	-205.09
9 sh., J.C. Penney Co., Inc.	P	10/27/2008	10/1/2010	245.2	176.66	68.54
77 sh., J.C. Penney Co., Inc.	P	1/27/2009	10/1/2010	2097.86	1391.34	706.52
37 sh., Archer-Daniels-Midland Co.	P	12/8/2009	11/10/2010	1133.24	1141.15	-7.91
23 sh., Lockheed Martin Corp.	P	2/22/2010	11/18/2010	1575.58	1768.58	-193
15 sh., Lockheed Martin Corp.	P	5/7/2010	11/18/2010	1027.56	1219.75	-192.19
23 sh., Petroleo Brasileiro	P	1/21/2010	11/15/2010	783.78	1023.2	-239.42
18 sh., Petroleo Brasileiro	P	2/5/2010	11/15/2010	613.4	675.1	-61.7
187 sh., Charles Schwab Corp.	P	1/27/2010	11/19/2010	2805.17	3467.45	-662.28
43 sh., Charles Schwab Corp.	P	2/19/2010	11/19/2010	645.03	808.4	-163.37
55 sh., Charles Schwab Corp.	P	3/2/2010	11/19/2010	825.05	1000.71	-175.66
76 sh., Charles Schwab Corp.	P	9/20/2010	11/19/2010	1140.08	1055.77	84.31
7 sh., Abbott Laboratories	P	4/27/2007	11/12/2010	341.28	394.6	-53.32
12 sh., Abbott Laboratories	P	4/30/2007	11/12/2010	585.06	679.78	-94.72
4 sh., Abbott Laboratories	P	5/3/2007	11/12/2010	195.02	229	-33.98
18 sh., Abbott Laboratories	P	6/4/2007	11/12/2010	877.59	1006.65	-129.06

2 sh., Abbott Laboratories	P	6/13/2007	11/12/2010	97.51	106.96	-9.45
2 sh., Abbott Laboratories	P	10/8/2007	11/12/2010	97.51	109.8	-12.29
2 sh., Delta Air Lines, Inc.	P	12/17/2008	11/10/2010	27.43	21.88	5.55
148 sh., Annaly Capital Management, Inc. REIT	P	1/27/2009	11/22/2010	2636.53	2272.91	363.62
65 sh., Comcast Corp.	P	10/12/2009	11/11/2010	1324.29	1000.59	323.7
27 sh., Kroger Co.	P	1/27/2009	11/11/2010	607.15	671.76	-64.61
26 sh., Kroger Co.	P	2/20/2009	11/11/2010	584.67	574	10.67
12 sh., Petroleo Brasileiro	P	10/20/2009	11/15/2010	408.93	596.86	-187.93
60 sh., Pulte Group, Inc.	P	5/20/2009	11/15/2010	438.77	611.17	-172.4
100 sh., Pulte Group, Inc.	P	6/5/2009	11/15/2010	731.28	889.38	-158.1
46 sh., Pulte Group, Inc.	P	8/4/2009	11/15/2010	336.39	538.83	-202.44
28 sh., Pulte Group, Inc.	P	9/9/2009	11/15/2010	204.76	342.89	-138.13
24 sh., Pulte Group, Inc.	P	9/17/2009	11/15/2010	175.51	306.63	-131.12
38 sh., Pulte Group, Inc.	P	10/1/2009	11/15/2010	277.9	405.71	-127.81
12 sh., Abbott Laboratories	P	8/10/2010	12/9/2010	564.33	613.75	-49.42
11 sh., Abbott Laboratories	P	9/30/2010	12/9/2010	517.31	576.4	-59.09
33 sh., Newmont Mining Corp.	P	5/20/2010	12/13/2010	2050.59	1774.51	276.08
6 sh., Newmont Mining Corp.	P	6/30/2010	12/13/2010	372.84	373.03	-0.19
11 sh., Abbott Laboratories	P	10/8/2007	12/9/2010	517.3	603.89	-86.59
24 sh., Abbott Laboratories	P	5/9/2008	12/9/2010	1128.65	1239.92	-111.27
21 sh., Bank New York Mellon	P	7/17/2008	12/9/2010	609.13	744.83	-135.7
7 sh., Bank New York Mellon	P	9/18/2008	12/9/2010	203.04	227.5	-24.46
38 sh., Bank New York Mellon	P	9/29/2008	12/9/2010	1102.25	1121	-18.75
28 sh., Bank New York Mellon	P	1/27/2009	12/9/2010	812.19	685.33	126.86
23 sh., Barrick Gold Corp.	P	9/25/2009	12/9/2010	1222.78	819.82	402.96
18 sh., Barrick Gold Corp.	P	10/21/2009	12/9/2010	956.96	692.65	264.31
33 sh., Barrick Gold Corp.	P	11/6/2009	12/9/2010	1754.44	1392.52	361.92
2 sh., Barrick Gold Corp.	P	11/24/2009	12/9/2010	106.33	87.78	18.55
14 sh., Franklin Resources, Inc.	P	1/27/2009	12/17/2010	1586.03	737.8	848.23
16 sh., Franklin Resources, Inc.	P	3/16/2009	12/17/2010	1812.62	785.22	1027.4
18 sh., MetLife, Inc.	P	6/18/2009	12/17/2010	787.3	547.54	239.76
24 sh., MetLife, Inc.	P	6/29/2009	12/17/2010	1049.74	721.92	327.82
LTCG, Private Selection Fund I	P	various	12/31/2010			267
STCG, Private Selection Fund I	P	various	12/31/2010			6292

2 Cap. gain net income or (net cap. loss)

76131.46

PART X, LINE 1a, AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES

	Morgan Stanley	Fifth Third	Old Nat. Tr.	Wells Fargo
01/31/10	189,582.27	754,789.46	277,486.50	792,713.29
02/28/10	187,861.91	767,846.40	284,916.91	797,356.09
03/31/10	190,830.03	808,608.07	292,351.28	818,004.52
04/30/10	194,734.48	804,497.30	298,105.20	830,458.74
05/31/10	191,587.56	730,153.54	281,532.85	778,742.77
06/30/10	194,427.93	635,218.18	272,361.35	780,721.52
07/31/10	189,768.46	452,236.96	285,130.74	817,288.45
08/31/10	198,008.79	437,272.85	276,906.27	797,108.96
09/30/10	201,462.96	471,169.47	294,280.15	834,609.82
10/31/10	211,719.13	488,477.69	298,426.19	845,931.49
11/30/10	209,925.51	479,213.42	298,135.75	841,115.42
12/31/10	221,691.33	502,560.82	308,555.77	878,827.53
Average	198,466.70	611,003.68	289,015.75	817,739.88

	Deer Creek	Evansville Commerce Bank
01/31/10	350,000.00	681,661.39
02/28/10	350,000.00	710,380.70
03/31/10	350,000.00	758,784.28
04/30/10	350,000.00	782,195.38
05/31/10	350,000.00	719,397.97
06/30/10	350,000.00	684,024.96
07/31/10	350,000.00	706,522.30
08/31/10	350,000.00	673,057.19
09/30/10	350,000.00	725,854.93
10/31/10	350,000.00	753,391.47
11/30/10	350,000.00	742,264.43
12/31/10	350,000.00	787,143.34
Average	350,000.00	727,056.53

Total avg. monthly fair market value of securities: 2,993,282.54

PART X, LINE 1b, AVERAGE OF MONTHLY CASH BALANCES

	1/01/10	2/01/10
Morgan Stanley	68,437.21	3,465.92
Fifth Third	2,970.45	32,696.29
Old National Trust Co.	4,904.09	4,837.53
Wells Fargo Advisors	46,000.63	55,665.44
Evansville Commerce Bank	<u>22,129.57</u>	<u>22,509.88</u>
	144,441.95	119,175.06

	2/01/10	2/28/10
Morgan Stanley	3,465.92	665.95
Fifth Third	32,696.29	32,551.69
Old National Trust Co.	4,837.53	4,902.22
Wells Fargo Advisors	55,665.44	62,003.53
Evansville Commerce Bank	<u>22,509.88</u>	<u>21,042.45</u>
	119,175.06	121,165.84

	3/01/10	3/31/10
Morgan Stanley	665.95	98.05
Fifth Third	32,551.69	33,992.97
Old National Trust Co.	4,902.22	9,295.14
Wells Fargo Advisors	62,003.53	72,728.73
Evansville Commerce Bank	<u>21,042.45</u>	<u>22,463.97</u>
	121,165.84	138,578.86

	4/01/10	4/30/10
Morgan Stanley	98.05	2,804.41
Fifth Third	33,992.97	13,656.43
Old National Trust Co.	9,295.14	1,061.03
Wells Fargo Advisors	72,728.73	67,867.10
Evansville Commerce Bank	<u>22,463.97</u>	<u>22,282.83</u>
	138,578.86	107,671.80

	5/01/10	5/31/10
Morgan Stanley	2,804.41	4,730.15
Fifth Third	13,656.43	20,626.68
Old National Trust Co.	1,061.03	801.49
Wells Fargo Advisors	67,867.10	38,815.72
Evansville Commerce Bank	<u>22,282.83</u>	<u>20,190.31</u>
	107,671.80	85,164.35

	6/01/10	6/30/10
Morgan Stanley	4,730.15	3,440.27
Fifth Third	20,626.68	6,974.80
Old National Trust Co.	801.49	1,102.67
Wells Fargo Advisors	38,815.72	17,711.40
Evansville Commerce Bank	<u>20,190.31</u>	<u>13,656.62</u>
	85,164.35	42,885.76

	7/01/10	7/31/10
Morgan Stanley	3,440.27	120,441.28
Fifth Third	6,974.80	9,537.68
Old National Trust Co.	1,102.67	992.44
Wells Fargo Advisors	17,711.40	29,180.08
Evansville Commerce Bank	<u>13,656.62</u>	<u>25,254.17</u>
	42,885.76	185,405.65

	8/01/10	8/31/10
Morgan Stanley	120,441.28	1,065.26
Fifth Third	9,537.68	11,713.30
Old National Trust Co.	992.44	9,093.96
Wells Fargo Advisors	29,180.08	28,847.36
Evansville Commerce Bank	<u>25,254.17</u>	<u>23,372.84</u>
	185,405.65	74,092.72

	9/01/10	9/30/10
Morgan Stanley	9,093.96	4,290.51
Fifth Third	11,713.30	12,657.70
Old National Trust Co.	1,065.26	2,013.82
Wells Fargo Advisors	28,847.36	37,526.94
Evansville Commerce Bank	<u>23,372.84</u>	<u>25,076.94</u>
	74,092.72	81,565.91

	10/01/10	10/31/10
Morgan Stanley	4,290.51	740.45
Fifth Third	12,657.70	11,849.91
Old National Trust Co.	2,013.82	5,699.86
Wells Fargo Advisors	37,526.94	45,826.60
Evansville Commerce Bank	<u>25,076.94</u>	<u>24,409.51</u>
	81,565.91	88,526.33

	11/01/10	11/30/10
Morgan Stanley	740.45	1,100.77
Fifth Third	11,849.91	1,977.85
Old National Trust Co.	5,699.86	5,440.89
Wells Fargo Advisors	45,826.60	39,497.98
Evansville Commerce Bank	<u>24,409.51</u>	<u>22,403.98</u>
	88,526.33	70,421.47

	12/01/10	12/31/10
Morgan Stanley	1,100.77	20,091.18
Fifth Third	1,977.85	4,956.96
Old National Trust Co.	5,440.89	6,917.16
Wells Fargo Advisors	39,497.98	20,206.60
Evansville Commerce Bank	<u>22,403.98</u>	<u>26,581.98</u>
	70,421.47	78,753.88

	J	F	M
Amt. of cash on 1st day	144,441.95	119,175.06	121,165.84
Amt. of cash on last day	<u>119,175.06</u>	<u>121,165.84</u>	<u>138,578.86</u>
	131,808.51	120,170.45	129,872.35

	A	M	J
Amt. of cash on 1st day	138,578.86	107,671.80	85,164.35
Amt. of cash on last day	<u>107,671.80</u>	<u>85,164.35</u>	<u>42,885.76</u>
Avg. monthly cash balance	123,125.33	96,418.08	64,025.06

	J	A	S
Amt. of cash on 1st day	42,885.76	185,405.65	74,092.72
Amt. of cash on last day	<u>185,405.65</u>	<u>74,092.72</u>	<u>81,565.91</u>
Avg. monthly cash balance	114,145.71	129,749.19	77,829.31

	O	N	D
Amt. of cash on 1st day	81,565.91	88,526.33	70,421.47
Amt. of cash on last day	<u>88,526.33</u>	<u>70,421.47</u>	<u>78,753.88</u>
Avg. monthly cash balance	85,046.12	79,473.90	74,587.68

Avg. monthly cash balance:	J	131,808.51
	F	120,170.45
	M	129,872.35
	A	123,125.33
	M	96,418.08
	J	64,025.06
	J	114,145.71
	A	129,749.19
	S	77,829.31
	O	85,046.12
	N	79,473.90
	D	74,587.68

Average monthly cash balance $1,226,251.60 \times 1/12 = 102,187.63$

PART XV, LINE 3a, GRANTS AND CONTRIBUTIONS PAID DURING YEAR

Albion Fellows Bacon Center Evansville, IN	N/A Public	General operating exp.	250
Alzheimer's Association Evansville, IN	N/A Public	General operating exp.	1,000
ARK Crisis Prevention Center Evansville, IN	N/A Public	General operating exp.	500
Arts Council of Southwestern Indiana Evansville, IN	N/A Public	Capital campaign	8,500
Boone County Family YMCA Lebanon, IN	N/A Public	Capital campaign	1,000
Bosse High School Evansville, IN	N/A Public	Capital campaign	1,000
Boys and Girls Club of Evansville, Inc. Evansville, IN	N/A Public	General operating exp.	2,400
Buffalo Trace Council Evansville, IN	N/A Public	General operating exp.	3,500
Campus Outreach Indianapolis, IN	N/A Public	General operating exp.	1,500
Catholic Charities, Diocese of Evansville, Inc. Evansville, IN	N/A Public	General operating exp.	100
Catholic Education Foundation Evansville, IN	N/A Public	Scholarships	2,000

Children's Center for Dance Evansville, IN	N/A Public	General operating exp.	1,500
Christ the King Catholic Church Evansville, IN	N/A Public	General operating exp.	500
Community Worship Arts, Inc. Evansville, IN	N/A Public	General operating exp.	150
Congregations Acting for Greater Evansville, Inc. Evansville, IN	N/A Public	General operating exp.	2,200
Council on Foundations Washington, DC	N/A Public	General operating exp.	180
Counseling for Change Evansville, IN	N/A Public	General operating exp.	5,000
Doulous Ministries, Inc. Princeton, IN	N/A Public	General operating exp.	3,000
Dubois County Museum Jasper, IN	N/A Public	General operating exp.	50
Environmental Law & Policy Center of the Midwest Chicago, IL	N/A Public	General operating exp.	1,000
Evansville ARC Foundation, Inc. Evansville, IN	N/A Public	General operating exp.	2,500
Evansville Area Fundraising Council Evansville, IN	N/A Public	Training session	2,451
Evansville Bar Foundation, Inc. Evansville, IN	N/A Public	Capital campaign	8,000
Evansville Blind Association Evansville, IN	N/A Public	General operating exp.	2,500
Evansville Catholic Interparochial High Schools Evansville, IN	N/A Public	General operating exp.	5,750
Evansville Celebration of Diversity, Inc. Evansville, IN	N/A Public	General operating exp.	2,500
Evansville Christian Life Center, Inc. Evansville, IN	N/A Public	General operating exp.	2,500
Evansville Dance Theatre Evansville, IN	N/A Public	General operating exp.	1,000

Evansville Parks Foundation Evansville, IN	N/A Public	General operating exp.	1,000
Evansville Rescue Mission, Inc. Evansville, IN	N/A Public	General operating exp.	7,500
Evansville-Vanderburgh School Corp. Evansville, IN	N/A Public	Field trip	1,000
Evansville Youth Baseball, Inc. Evansville, IN	N/A Public	Baseball diamond	5,900
Gilda's Club Evansville, IN	N/A Public	General operating exp.	100
God is Good Foundation, Inc. Evansville, IN	N/A Public	General operating exp.	250
Heritage Christian School Evansville, IN	N/A Public	General operating exp.	250
Holy Spirit Catholic Church Evansville, IN	N/A Public	General operating exp.	25,000
House of Bread & Peace Evansville, IN	N/A Public	General operating exp.	5,000
Ivy Tech Foundation, Inc. Evansville, IN	N/A Public	Capital campaign	10,000
Junior Achievement of Southwestern Indiana, Inc. Evansville, IN	N/A Public	General operating exp.	1,500
Junior Diabetes Association Indianapolis, IN	N/A Public	General operating exp.	1,000
Keep Evansville Beautiful Evansville, IN	N/A Public	General operating exp.	5,800
Koch Family Children's Museum Evansville, IN	N/A Public	Capital campaign	10,000
Lampion Center Evansville, IN	N/A Public	General operating exp.	2,000
Little Sisters of the Poor of Evansville, Inc. Evansville, IN	N/A Public	General operating exp.	6,000
Mater Dei Friends & Alumni Assn. Evansville, IN	N/A Public	General operating exp.	1,000

Muscular Dystrophy Assn. Evansville, IN	N/A Public	General operating exp.	1,000
Museum of Miniature Houses Indianapolis, IN	N/A Public	General operating exp.	50
National Law Enforcement and Firefighters' Children's Fund New York, NY	N/A Public	General operating exp.	500
National Trust for Historical Preservation Washington, D.C.	N/A Public	General operating exp.	500
Newburgh Senior Center Newburgh, IN	N/A Public	General operating exp.	100
Newman Club Evansville, IN	N/A Public	General operating exp.	500
911 Gives Hope, Inc. Evansville, IN	N/A Public	General operating exp.	2,000
Notre Dame Club of the Tri-State Evansville, IN	N/A Public	General operating exp.	2,000
Our Lady of Hungary Catholic Church South Bend, IN	N/A Public	General operating exp.	2,000
Parkinson's Unity Walk Evansville, IN	N/A Public	General operating exp.	1,000
Pets for the Elderly Foundation, Inc. Beachwood, OH	N/A Public	General operating exp.	500
President Benjamin Harrrrison Foundation Indianapolis, IN	N/A Public	General operating exp.	100
Public Education Foundation, Inc. Evansville, IN	N/A Public	General operating exp.	550
Reitz Memorial High School Evansville, IN	N/A Public	General operating exp.	1,700
The Reitz Home Preservation Society, Inc. Evansville, IN	N/A Public	To underwrite party	1,000
Ronald McDonald House Charities of the Ohio Valley Evansville, IN	N/A Public	Capital campaign	10,000
Rotary Club of Evansville Evansville, IN	N/A Public	General operating exp.	600

St. John the Apostle Catholic Church Evansville, IN	N/A Public	General operating exp.	6,000
St. John the Baptist Catholic Church Newburgh, IN	N/A Public	General operating exp.	1,000
St. Joseph Catholic Church Evansville, IN	N/A Public	General operating exp.	300
St. Mary's Medical Center Foundation Evansville, IN	N/A Public	General operating exp.	5,250
St. Meinrad Archabbey & School of Theology St. Meinrad, IN	N/A Public	Capital campaign	10,000
St. Theresa Catholic Church Evansville, IN	N/A Public	General operating exp.	250
St. Thomas Aquinas Catholic Church West Lafayette, IN	N/A Public	Copier	500
St. Vincent's Day Care Center Evansville, IN	N/A Public	General operating exp.	500
Signature School Evansville, IN	N/A Public	General operating exp.	1,000
St. Vincent de Paul of Evansville Evansville, IN	N/A Public	Capital campaign	2,000
Southwestern Indiana Regional Council on Aging, Inc. Evansville, IN	N/A Public	General operating exp.	8,000
Stony Brook University Stony Brook, NY	N/A Public	General operating exp.	250
Susan G. Komen Cancer Research Evansville, IN	N/A Public	General operating exp.	1,000
Sustainable Communities Coalition Evansville, IN	N/A Public	General operating exp.	1,000
Trail's End Wildlife Refuge Bloomington, IN	N/A Public	General operating exp.	1,000
Tri-State Alliance, Inc. Evansville, IN	N/A Public	General operating exp.	5,000
United Caring Shelters Evansville, IN	N/A Public	General operating exp.	1,000

University of Evansville Evansville, IN	N/A Public	General operating exp.	35,100
University of Notre Dame Notre Dame, IN	N/A Public	General operating exp.	13,000
USI Foundation, Inc. Evansville, IN	N/A Public	General operating exp.	21,500
Valley Watch Evansville, IN	N/A Public	General operating exp.	250
Vanderburgh Community Foundation Evansville, IN	N/A Public	General operating exp.	3,500
Vanderburgh County CASA, Inc. Evansville, IN	N/A Public	General operating exp.	1,500
Vanderburgh Humane Society, Inc. Evansville, IN	N/A Public	General operating exp.	14,000
Visiting Nurse Association Evansville, IN	N/A Public	Capital campaign	20,000
WNIN Tri-State Public Media, Inc. Evansville, IN	N/A Public	To underwrite production	5,250
YMCA of Greater Indianapolis Indianapolis, IN	N/A Public	Capital campaign	1,000
YMCA of Southwestern Ind. Evansville, IN	N/A Public	Capital campaign	30,000
YWCA of Evansville, Ind. Evansville, IN	N/A Public	To underwrite banquet	750
Youth First, Inc. Evansville, IN	N/A Public	General operating exp.	4,000
Youth Resources of Southwestern Ind. Evansville, IN	N/A Public	General operating exp.	500
Total			365,481

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 ☒ **Part I**
 - 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.

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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization Bussing-Koch Foundation, Inc.	Employer identification number 35 1780862
	Number, street, and room or suite no. If a P.O. box, see instructions 2905 Bayard Park Drive	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Evansville, IN 47714	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

• The books are in the care of ► W. C. Bussing, III

Telephone No. ► (812) 473-1060 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 will cover.

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 20 or
- ☐ tax year beginning, 20, and ending, 20

2 If this tax year 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 If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 499.00

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.