Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

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
THE BOWER-SUHRHEINRICH FOUNDATION FIFTH THIRD BANK. TRUSTEE

A Employer identification number
35-2031773

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P O BOX 630858

B Telephone number (see page 10 of the instructions)
(513) 534-5310

City or town, state, and ZIP code
CINCINNATI, OH 45263-0858

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 ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,585,851.

J Accounting method: [X] Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis.)

ENVELOPE POSTMARK DATE MAY 16 2011

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).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	8,550.	8,550.		STMT 1
	4	Dividends and interest from securities	53,019.	52,672.		STMT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	44,453.			
	b	Gross sales price for all assets on line 6a 892,079.				
	7	Capital gain net income (from Part IV, line 2)		44,453.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	106,022.	105,675.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	550.	275.	NONE	275.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	1,184.	794.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 5	27,516.	27,516.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	29,250.	28,585.	NONE	275.
	25	Contributions, gifts, grants paid	108,600.			108,600.
	26	**Total expenses and disbursements** Add lines 24 and 25	137,850.	28,585.	NONE	108,875.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-31,828.			
	b	**Net investment income** (if negative, enter -0-)		77,090.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	2,322.	1,490.	1,490.
	2	Savings and temporary cash investments	91,145.	128,712.	128,712.
	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 ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 6	1,474,002.	1,462,844.	1,857,231.
	c	Investments - corporate bonds (attach schedule) STMT 7	587,501.	388,353.	435,900.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)		139,720.	162,518.
	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)	2,154,970.	2,121,119.	2,585,851.
Liabilities	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)			
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. ▶ X			
	27	Capital stock, trust principal, or current funds	2,154,970.	2,121,119.	
	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)	2,154,970.	2,121,119.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,154,970.	2,121,119.	

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	2,154,970.
2	Enter amount from Part I, line 27a	2	-31,828.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	2.
4	Add lines 1, 2, and 3	4	2,123,144.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	2,025.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,121,119.

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 PART IV DETAIL			
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) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) 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	44,453.
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	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	119,829.	2,131,491.	0.05621839360
2008	125,493.	2,514,478.	0.04990817180
2007	134,412.	2,865,612.	0.04690516371
2006	144,137.	2,741,215.	0.05258142831
2005	164,414.	2,805,382.	0.05860663539

2	**Total** of line 1, column (d)	2	0.26421979281
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	0.05284395856
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,347,977.
5	Multiply line 4 by line 3	5	124,076.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	771.
7	Add lines 5 and 6	7	124,847.
8	Enter qualifying distributions from Part XII, line 4	8	108,875.

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.

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 ruling 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	1,542.
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	1,542.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,542.
6	Credits/Payments.		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 452.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	452.
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	1,090.
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

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ ________ (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*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 10			
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	X	
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		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FIFTH THIRD BANK Telephone no. ▶ (812)456-3215

Located at ▶ PO BOX 719, EVANSVILLE, IN ZIP + 4 ▶ 47705

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

		Line	Yes	No
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?	16		X
	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.

				Line	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)?			1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____					
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?			4b		X

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . . ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . . ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 5b
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? . . . . . 6b X (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? 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE STATEMENT 11		-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . . ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services . . . ▶		NONE

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	
All other program-related investments See page 24 of the instructions 3 NONE	
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	2,292,222.
b	Average of monthly cash balances	1b	91,511.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,383,733.
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	NONE
3	Subtract line 2 from line 1d	3	2,383,733.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	35,756.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,347,977.
6	**Minimum investment return.** Enter 5% of line 5	6	117,399.

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	117,399.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,542.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,542.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	115,857.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	115,857.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	115,857.

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	108,875.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	108,875.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	108,875.

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					115,857.
2 Undistributed income, if any, as of the end of 2010:					
a Enter amount for 2009 only				11,014.	
b Total for prior years 20 08 ,20 ___, 20 ___			NONE		
3 Excess distributions carryover, if any, to 2010.					
a From 2005	NONE				
b From 2006	NONE				
c From 2007	NONE				
d From 2008	NONE				
e From 2009	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 108,875.					
a Applied to 2009, but not more than line 2a				11,014.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d Applied to 2010 distributable amount					97,861.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions			NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions					
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					17,996.
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)		NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9:					
a Excess from 2006	NONE				
b Excess from 2007	NONE				
c Excess from 2008	NONE				
d Excess from 2009	NONE				
e Excess from 2010	NONE				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

Part XV Supplementary 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).)

N/A

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.

N/A

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:
SEE STATEMENT 12

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 *Paid during the year*				
SEE STATEMENT 15				
Total . . . . ▶ 3a				108,600.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

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				NONE	8,550.
4 Dividends and interest from securities				NONE	53,019.
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					
8 Gain or (loss) from sales of assets other than inventory				NONE	44,453.
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)				NONE	106,022.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 106,022.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
4	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE
4	CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED IN
4	THE GOVERNING AGREEMENT
8	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE
8	CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED IN
8	THE GOVERNING AGREEEMENT
3	INVESTMENT INCOME EARNED BY THIS TRUST IS USED TO MAKE
3	CHARITABLE CONTRIBUTIONS TO ORGANIZATIONS AS SPECIFIED IN
3	THE GOVERNING AGREEMENT

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee MATT CAROTHERS | Date 04/26/2011 | Title Trustee

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					1,066.	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					6,039.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,318.	
		2. AECOM TECHNOLOGY CORP PROPERTY TYPE: SECURITIES					10/21/2009	07/29/2010
49.00		52.00					-3.00	
		198. AECOM TECHNOLOGY CORP PROPERTY TYPE: SECURITIES					10/21/2009	07/29/2010
4,857.00		5,138.00					-281.00	
		150. AECOM TECHNOLOGY CORP PROPERTY TYPE: SECURITIES					10/21/2009	08/02/2010
3,713.00		3,892.00					-179.00	
		48. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					01/28/2009	09/29/2010
7,623.00		2,437.00					5,186.00	
		49. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					01/21/2009	09/29/2010
7,782.00		2,442.00					5,340.00	
		39. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					11/14/2008	06/30/2010
9,997.00		3,586.00					6,411.00	
		5. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					11/14/2008	10/18/2010
1,580.00		460.00					1,120.00	
		350. APPLIED MATLS INC PROPERTY TYPE: SECURITIES					04/01/2008	01/11/2010
5,092.00		7,032.00					-1,940.00	
		50. APPLIED MATLS INC PROPERTY TYPE: SECURITIES					04/01/2008	01/20/2010
689.00		1,005.00					-316.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		300. APPLIED MATLS INC PROPERTY TYPE: SECURITIES					06/02/2008	01/20/2010
4,137.00		5,841.00					-1,704.00	
		400. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES					04/20/2010	06/21/2010
6,298.00		7,443.00					-1,145.00	
		50. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES					01/11/2010	06/21/2010
787.00		854.00					-67.00	
		450. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES					01/11/2010	06/23/2010
6,916.00		7,686.00					-770.00	
		1000. IPATH DOW JONES-UBS COMMDTY PROPERTY TYPE: SECURITIES					11/30/2009	05/24/2010
37,150.00		41,098.00					-3,948.00	
		150. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					08/23/2005	11/26/2010
11,740.00		8,047.00					3,693.00	
		75. BLACKROCK INC PROPERTY TYPE: SECURITIES					05/13/2010	10/06/2010
12,838.00		13,106.00					-268.00	
		25. BLACKROCK INC PROPERTY TYPE: SECURITIES					05/26/2010	10/06/2010
4,279.00		4,114.00					165.00	
		15. CME GROUP INC PROPERTY TYPE: SECURITIES					11/20/2009	07/20/2010
4,117.00		4,827.00					-710.00	
		14. CME GROUP INC PROPERTY TYPE: SECURITIES					11/16/2009	07/20/2010
3,842.00		4,458.00					-616.00	
		31. CME GROUP INC PROPERTY TYPE: SECURITIES					07/30/2009	07/20/2010
8,508.00		8,743.00					-235.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		54. CELGENE CORP COM PROPERTY TYPE: SECURITIES					09/25/2007	07/20/2010
2,788.00		3,780.00					-992.00	
		18. CELGENE CORP COM PROPERTY TYPE: SECURITIES					10/26/2007	07/20/2010
929.00		1,188.00					-259.00	
		28. CELGENE CORP COM PROPERTY TYPE: SECURITIES					11/14/2007	07/20/2010
1,446.00		1,779.00					-333.00	
		50. CELGENE CORP COM PROPERTY TYPE: SECURITIES					01/10/2008	07/20/2010
2,582.00		2,609.00					-27.00	
		50. CELGENE CORP COM PROPERTY TYPE: SECURITIES					12/10/2007	07/20/2010
2,582.00		2,425.00					157.00	
		200. CELGENE CORP COM PROPERTY TYPE: SECURITIES					06/19/2009	07/20/2010
10,327.00		9,403.00					924.00	
		50. COCA COLA CO PROPERTY TYPE: SECURITIES					05/10/2006	11/30/2010
3,171.00		2,180.00					991.00	
		125. DEVRY INC DEL COM PROPERTY TYPE: SECURITIES					07/13/2009	09/14/2010
5,322.00		5,682.00					-360.00	
		67. DEVRY INC DEL COM PROPERTY TYPE: SECURITIES					08/13/2010	09/14/2010
2,853.00		2,860.00					-7.00	
		192. DEVRY INC DEL COM PROPERTY TYPE: SECURITIES					08/13/2010	09/14/2010
8,149.00		8,195.00					-46.00	
		14. DIAMOND OFFSHORE DRILLING INC COM PROPERTY TYPE: SECURITIES					07/03/2008	06/04/2010
848.00		1,850.00					-1,002.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property: Gross sale price less expenses of sale	Depreciation allowed/ allowable	Description: Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	P or D	Date acquired / Gain or (loss)	Date sold
		86. DIAMOND OFFSHORE DRILLING INC COM PROPERTY TYPE: SECURITIES					09/11/2007	06/04/2010
5,210.00		9,162.00					-3,952.00	
		100. DIAMOND OFFSHORE DRILLING INC COM PROPERTY TYPE: SECURITIES					03/04/2010	06/16/2010
6,305.00		8,755.00					-2,450.00	
		50. DISNEY, WALTER CO PROPERTY TYPE: SECURITIES					06/11/2008	01/05/2010
1,597.00		1,689.00					-92.00	
		1000. EMC CORP/MASS PROPERTY TYPE: SECURITIES					01/15/2008	08/20/2010
18,453.00		16,750.00					1,703.00	
		150. FEDEX CORPORATION PROPERTY TYPE: SECURITIES					02/06/2009	06/04/2010
12,336.00		8,272.00					4,064.00	
		50. FEDEX CORPORATION PROPERTY TYPE: SECURITIES					02/06/2009	06/14/2010
4,077.00		2,757.00					1,320.00	
		100. FEDEX CORPORATION PROPERTY TYPE: SECURITIES					04/14/2009	06/14/2010
8,154.00		5,171.00					2,983.00	
		2991.312 FIFTH THIRD SHORT TERM BOND FUN PROPERTY TYPE: SECURITIES					05/28/2009	01/11/2010
28,358.00		27,640.00					718.00	
		456.621 FIFTH THIRD SMALL CAP VALUE FUND PROPERTY TYPE: SECURITIES					09/27/2005	12/15/2010
8,447.00		10,000.00					-1,553.00	
		83.919 FIFTH THIRD SMALL CAP VALUE FUND PROPERTY TYPE: SECURITIES					02/20/2007	12/15/2010
1,553.00		1,784.00					-231.00	
		47.992 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES					12/04/2009	07/19/2010
353.00		408.00					-55.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		48.007 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES					11/25/2009	07/19/2010
353.00		398.00					-45.00	
		.015 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES					12/04/2009	07/20/2010
		1419.19 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	01/20/2010
1,419.00		1,421.00					-2.00	
		776.55 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	02/20/2010
777.00		778.00					-1.00	
		585.31 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	03/20/2010
585.00		586.00					-1.00	
		887.57 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	04/20/2010
888.00		889.00					-1.00	
		874.74 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	05/20/2010
875.00		876.00					-1.00	
		879.77 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	06/20/2010
880.00		881.00					-1.00	
		749.41 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	07/20/2010
749.00		750.00					-1.00	
		777.9 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	08/20/2010
778.00		779.00					-1.00	
		1016.29 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	09/20/2010
1,016.00		1,018.00					-2.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1030.92 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	10/20/2010
1,031.00		1,032.00					-1.00	
		852.35 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	11/20/2010
852.00		854.00					-2.00	
		857.4 G2 3690 3/1/2005 5.000 3/20/2035 PROPERTY TYPE: SECURITIES					07/19/2005	12/20/2010
857.00		859.00					-2.00	
		124. GENTEX CORP COM PROPERTY TYPE: SECURITIES					09/30/2010	12/06/2010
3,437.00		2,437.00					1,000.00	
		16. GENTEX CORP COM PROPERTY TYPE: SECURITIES					09/14/2010	12/06/2010
443.00		300.00					143.00	
		140. GENTEX CORP COM PROPERTY TYPE: SECURITIES					09/14/2010	12/06/2010
3,880.00		2,625.00					1,255.00	
		26. GENUINE PARTS CO PROPERTY TYPE: SECURITIES					11/03/2008	01/05/2010
985.00		1,035.00					-50.00	
		100. GENUINE PARTS CO PROPERTY TYPE: SECURITIES					08/13/2009	01/05/2010
3,788.00		3,740.00					48.00	
		124. GENUINE PARTS CO PROPERTY TYPE: SECURITIES					10/24/2008	01/05/2010
4,697.00		4,082.00					615.00	
		50. GENUINE PARTS CO PROPERTY TYPE: SECURITIES					03/11/2009	01/05/2010
1,894.00		1,343.00					551.00	
		100. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					01/21/2010	12/08/2010
3,726.00		4,574.00					-848.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					07/20/2010	12/08/2010
3,726.00		3,289.00					437.00	
		100. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					02/24/2005	12/08/2010
3,726.00		1,726.00					2,000.00	
		550. ISHARES TR MSCI EMERGING MKTS INDEX PROPERTY TYPE: SECURITIES					07/07/2009	01/20/2010
22,951.00		17,314.00					5,637.00	
		463. ISHARES TR MSCI EMERGING MKTS INDEX PROPERTY TYPE: SECURITIES					04/23/2009	01/20/2010
19,321.00		12,682.00					6,639.00	
		37. ISHARES TR MSCI EMERGING MKTS INDEX PROPERTY TYPE: SECURITIES					04/23/2009	05/18/2010
1,451.00		1,013.00					438.00	
		267. ISHARES TR MSCI EMERGING MKTS INDEX PROPERTY TYPE: SECURITIES					03/18/2009	05/18/2010
10,474.00		6,245.00					4,229.00	
		665. ISHARES S&P MIDCAP 400 GROWTH PROPERTY TYPE: SECURITIES					09/03/2008	07/21/2010
53,093.00		56,576.00					-3,483.00	
		300. ISHARES S&P MIDCAP 400 GROWTH PROPERTY TYPE: SECURITIES					09/03/2008	10/13/2010
27,150.00		25,523.00					1,627.00	
		60. LABORATORY CORP AMER HLDGS COM NEW PROPERTY TYPE: SECURITIES					08/21/2008	07/08/2010
4,541.00		4,349.00					192.00	
		300. LILLY ELI & CO PROPERTY TYPE: SECURITIES					01/01/1990	06/23/2010
10,281.00		743.00					9,538.00	
		225. MARATHON OIL CORP COMMON STOCK PROPERTY TYPE: SECURITIES					05/19/2008	03/04/2010
6,617.00		12,270.00					-5,653.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		75. MARATHON OIL CORP COMMON STOCK PROPERTY TYPE: SECURITIES					07/03/2008	03/04/2010
2,206.00		3,829.00					-1,623.00	
		9. MASTERCARD INC CL A PROPERTY TYPE: SECURITIES					02/25/2009	01/22/2010
2,300.00		1,464.00					836.00	
		53. MASTERCARD INC CL A PROPERTY TYPE: SECURITIES					01/21/2009	01/22/2010
13,543.00		6,877.00					6,666.00	
		200. MOLSON COORS BREWING CO-B PROPERTY TYPE: SECURITIES					01/05/2010	07/08/2010
8,747.00		9,049.00					-302.00	
		200. MOLSON COORS BREWING CO-B PROPERTY TYPE: SECURITIES					12/15/2009	07/08/2010
8,747.00		8,816.00					-69.00	
		110. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					03/18/2009	04/22/2010
7,164.00		8,924.00					-1,760.00	
		90. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					11/27/2009	04/22/2010
5,862.00		7,149.00					-1,287.00	
		176. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					06/16/2010	07/19/2010
9,754.00		9,003.00					751.00	
		80. NORTHERN TR CORP COM PROPERTY TYPE: SECURITIES					03/11/2009	08/25/2010
3,700.00		4,370.00					-670.00	
		100. NORTHERN TR CORP COM PROPERTY TYPE: SECURITIES					05/05/2009	08/25/2010
4,625.00		5,343.00					-718.00	
		20. NORTHERN TR CORP COM PROPERTY TYPE: SECURITIES					12/24/2008	08/25/2010
925.00		986.00					-61.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		370. P G & E CORPORATION PROPERTY TYPE: SECURITIES					07/20/2010	09/15/2010
16,709.00		16,198.00					511.00	
		75. PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES					06/16/2010	11/29/2010
4,367.00		3,423.00					944.00	
		200. QUALCOMM INC PROPERTY TYPE: SECURITIES					06/11/2009	04/22/2010
7,993.00		9,202.00					-1,209.00	
		50. QUALCOMM INC PROPERTY TYPE: SECURITIES					06/11/2009	05/25/2010
1,746.00		2,301.00					-555.00	
		150. QUALCOMM INC PROPERTY TYPE: SECURITIES					10/14/2009	05/25/2010
5,239.00		6,326.00					-1,087.00	
		48. SPDR DJ WILSHIRE INTL REAL ESTAT PROPERTY TYPE: SECURITIES					10/06/2009	05/25/2010
1,444.00		1,714.00					-270.00	
		33. SPDR DJ WILSHIRE INTL REAL ESTAT PROPERTY TYPE: SECURITIES					10/06/2009	05/25/2010
993.00		1,176.00					-183.00	
		146. SPDR DJ WILSHIRE INTL REAL ESTAT PROPERTY TYPE: SECURITIES					10/05/2009	05/25/2010
4,392.00		5,067.00					-675.00	
		238. SPDR DJ WILSHIRE INTL REAL ESTAT PROPERTY TYPE: SECURITIES					10/02/2009	05/25/2010
7,160.00		8,183.00					-1,023.00	
		20. SPDR DJ WILSHIRE INTL REAL ESTAT PROPERTY TYPE: SECURITIES					10/02/2009	05/25/2010
602.00		686.00					-84.00	
		40. SPDR DJ WILSHIRE INTL REAL ESTAT PROPERTY TYPE: SECURITIES					10/02/2009	05/25/2010
1,198.00		1,373.00					-175.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		22. SPDR DJ WILSHIRE INTL REAL ESTAT PROPERTY TYPE: SECURITIES					10/02/2009	05/25/2010
659.00		754.00					-95.00	
		100. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES					04/14/2009	07/21/2010
1,494.00		1,680.00					-186.00	
		208. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES					01/28/2009	07/21/2010
3,107.00		3,303.00					-196.00	
		392. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES					12/24/2008	07/21/2010
5,855.00		5,896.00					-41.00	
		42. SYNGENTA AG SPONSORED ADR PROPERTY TYPE: SECURITIES					01/19/2007	07/21/2010
1,937.00		1,611.00					326.00	
		191. SYNGENTA AG SPONSORED ADR PROPERTY TYPE: SECURITIES					02/16/2007	07/21/2010
8,807.00		6,942.00					1,865.00	
		200. TARGET CORP PROPERTY TYPE: SECURITIES					10/12/2000	08/24/2010
10,282.00		4,570.00					5,712.00	
		50000. US TREASURY NT 5/22/2008 2.625 5/ PROPERTY TYPE: SECURITIES					11/30/2009	04/22/2010
50,127.00		50,617.00					-490.00	
		25000. US TREASURY NTS 06/30/08 2.875 6/ PROPERTY TYPE: SECURITIES					11/30/2009	06/30/2010
25,000.00		25,395.00					-395.00	
		31.79 VANGUARD FIXED INCOME SECS FD GNMA PROPERTY TYPE: SECURITIES					12/01/2009	01/25/2010
341.00		347.00					-6.00	
		34.194 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					11/02/2009	01/25/2010
367.00		369.00					-2.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		37.473 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					10/01/2009	01/25/2010
402.00		403.00					-1.00	
		41.058 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					09/01/2009	01/25/2010
441.00		439.00					2.00	
		42.081 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					08/03/2009	01/25/2010
452.00		449.00					3.00	
		61.468 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					12/31/2009	01/25/2010
660.00		655.00					5.00	
		23.642 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					12/31/2009	01/25/2010
254.00		252.00					2.00	
		30.429 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					01/04/2010	01/25/2010
327.00		324.00					3.00	
		46.797 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					07/01/2009	01/25/2010
502.00		497.00					5.00	
		6640.816 VANGUARD FIXED INCOME SECS FD G PROPERTY TYPE: SECURITIES					07/22/2008	01/25/2010
71,256.00		67,139.00					4,117.00	
		25.614 VANGUARD FIXED INCOME SECS FD GNM PROPERTY TYPE: SECURITIES					02/01/2010	02/08/2010
276.00		275.00					1.00	
		663.103 VANGUARD FIXED INCOME SECS FD GN PROPERTY TYPE: SECURITIES					07/22/2008	02/08/2010
7,148.00		6,704.00					444.00	
		113.182 VANGUARD FIXED INCOME SECS FD GN PROPERTY TYPE: SECURITIES					11/03/2008	02/08/2010
1,220.00		1,143.00					77.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		125.745 VANGUARD FIXED INCOME SECS FD GN PROPERTY TYPE: SECURITIES					08/16/2007	02/08/2010
1,356.00		1,270.00					86.00	
		500. VECTREN CORP PROPERTY TYPE: SECURITIES					12/02/1999	11/26/2010
13,220.00		9,529.00					3,691.00	
		300. WAL MART STORES INC PROPERTY TYPE: SECURITIES					12/10/2009	12/15/2010
16,227.00		16,434.00					-207.00	
		100. WAL MART STORES INC PROPERTY TYPE: SECURITIES					01/05/2010	12/15/2010
5,409.00		5,364.00					45.00	
		300. WEINGARTEN RLTY INV COM PROPERTY TYPE: SECURITIES					08/21/2007	02/08/2010
5,665.00		12,036.00					-6,371.00	
		100. WEINGARTEN RLTY INV COM PROPERTY TYPE: SECURITIES					08/23/2007	02/08/2010
1,888.00		4,002.00					-2,114.00	
		200. WINDSTREAM CORP PROPERTY TYPE: SECURITIES					11/25/2009	07/08/2010
2,205.00		2,032.00					173.00	
		975. WISDOMTREE DIEEFA H/Y EQ FUND PROPERTY TYPE: SECURITIES					01/20/2010	11/29/2010
37,959.00		42,257.00					-4,298.00	
		375. ACCENTURE PLC CLASS A COMMON COMPAN PROPERTY TYPE: SECURITIES					04/09/2008	07/20/2010
14,296.00		13,892.00					404.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							44,453.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONEY MARKET INTEREST		8,550.	8,550.
	TOTAL	8,550.	8,550.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	6,916.	6,916.
NONDIVIDEND DISTRIBUTIONS	347.	
DOMESTIC DIVIDENDS	25,358.	25,358.
FOREIGN INTEREST	2,813.	2,813.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	1,559.	1,559.
OID INCOME	2,025.	2,025.
NONQUALIFIED FOREIGN DIVIDENDS	164.	164.
NONQUALIFIED DOMESTIC DIVIDENDS	13,837.	13,837.
TOTAL	53,019.	52,672.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	550.	275.		275.
TOTALS	550.	275.	NONE	275.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	59.	59.
EXCISE TAX ESTIMATE	390.	
FOREIGN TAXES ON QUALIFIED FOR	723.	723.
FOREIGN TAXES ON NONQUALIFIED	12.	12.
TOTALS	1,184.	794.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER ALLOCABLE EXPENSE-INCOME	5.	5.
BANK SERVICE FEES	14,115.	14,115.
BANK SERVICE FEES	13,396.	13,396.
TOTALS	27,516.	27,516.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION
SEE ATTACHED SCHEDULE
TOTALS

THE BOWER-SUHRHEINRICH FOUNDATION FIFTH THIRD 35-2031773

FORM 990PF, PART II - CORPORATE BONDS
=====================================

DESCRIPTION

SEE ATTACHED SCHEDULE

TOTALS

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING		2.
	TOTAL	2.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
ADJUSTMENT DUE TO OID 2010 INTEREST	2,025.
TOTAL	2,025.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
IN

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
FIFTH THIRD BANK
ADDRESS:
P.O BOX 719
EVANSVILLE, IN 47705-0719
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

====================================

RECIPIENT NAME:
FIFTH THIRD BANK C/O PATRICK KOONTZ
ADDRESS:
PO BOX 719
EVANSVILLE, IN 47705
RECIPIENT'S PHONE NUMBER: N/A
FORM, INFORMATION AND MATERIALS:
APPLICATION SHOULD INCLUDE DESCRIPTION OF THE PROJECT TO BE FUNDED, A DESCRIPTION OF THE ORGANIZATION ADMINISTERING TO THE PROJECT, LEGAL NAME OF THE POTENTIAL DONEE, VERIFICATION OF 501(C)3 STATUS, & TIN
SUBMISSION DEADLINES:
APPLICATION SHOULD BE RECEIVED BY NOVEMBER EACH YEAR
RESTRICTIONS OR LIMITATIONS ON AWARDS:
THE FOUNDATION HAS NO ABSOLUTE RESTRICTIONS; IT FOCUSES ON CHARITIES IN EVANSVILLE, IN AREA AND ON ORGANIZATIONS INVOLVED WITH THE ARTS AND WITH EDUCATION

RECIPIENT NAME:
EVANSVILLE VANDERBURGH
PUBLIC LIBRARY
ADDRESS:
200 SE MARTIN LUTHER KING JR BLVD
EVANSVILLE, IN 47713
PURPOSE OF GRANT:
CONTRIBUTION TO GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
OTHER PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
BOYS & GIRLS CLUB
RESOURCE DEVELOPMENT DIRECTOR
ADDRESS:
P.O. BOX 6311
EVANSVILLE, IN 47719-0311
PURPOSE OF GRANT:
CONTRIBUTION TO GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
OTHER PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 26,600.

RECIPIENT NAME:
ARTS COUNCIL OF SOUTHWESTERN INDIAN
ATTN: MS. MARY JANE SCHENK
ADDRESS:
123 NW 4TH STREET, SUITE #3
EVANSVILLE, IN 47708
PURPOSE OF GRANT:
CONTRIBUTION TO GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
OTHER PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 22,500.

RECIPIENT NAME:
JOSHUA ACADEMY, INC
ADDRESS:
867 E WALNUT ST.
EVANSVILLE, IN 47713
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
BUFFALO TRACE COUNCIL
ADDRESS:
3501 E. LLOYD ESPWY, PO BOX 3245
EVANSVILLE, IN 47713
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION TO GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
OTHER PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
EVANSVILLE MUSEUM OF ARTS AND SCIEN
ADDRESS:
411 SE RIVERSIDE DRIVE
EVANSVILLE, IN 47713
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION TO GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
OTHER PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
UNIVERSITY OF EVANSVILLE
ADDRESS:
1800 LINCOLN AVE
EVANSVILLE, IN 47722
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION TO GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
OTHER PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CHILDREN'S MUSEUM-EVANSVILLE
ADDRESS:
22 SOUTHEAST 5TH STREET
EVANSVILLE, IN 47708
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION TO GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
OTHER PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
LINCOLN BOYHOOD DRAMA ASSOCIATION
ADDRESS:
15032 N 300 N
LINCOLN CITY, IN 47552
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION TO GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
OTHER PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 2,500.

TOTAL GRANTS PAID: 108,600.

FIFTH THIRD
PRIVATE BANK

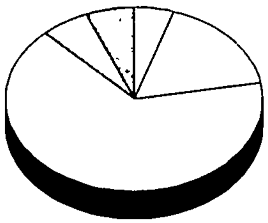
THE BOWER-SUHRHEINRICH FDN IUA

THE FIFTH THIRD BANK
BOWER-SUHRHEINRICH FOUNDATION

Investment Account

Trust Officer: PATRICK KOONTZ (812) 456-4663
Portfolio Manager: BRUCE E. MEYTHALER (812) 456-3214

INVESTMENT ALLOCATION SUMMARY



- Cash and Equivalents - 5%
- Fixed Income - 17%
- Equities - 65%
- Real Estate Inv. - 6%
- Alternative Strategies - 6%

Description	Last Statement	This Statement	Percent of Assets	Est. Annual Income	Estimated Yield
Cash and Equivalents	$112,481.78	$130,202.31	5%	$51.48	0.0%
Fixed Income	$441,155.59	$435,899.65	17%	$22,233.31	5.1%
Equities	$1,674,659.70	$1,692,063.38	65%	$29,447.28	1.7%
Real Estate Investments	$75,463.00	$162,518.00	6%	$5,972.40	3.7%
Alternative Strategies	$169,054.33	$165,167.23	6%	$4,044.24	2.4%
Total Account Value	**$2,472,814.40**	**$2,585,850.57**	**100%**	**$61,748.71**	**2.4%**

Net change in total account value 4.6 % Increase

ACCOUNT SUMMARY

	Cash	Investments*	Total
Beginning Balance	**$112,481.78**	**$2,360,332.62**	**$2,472,814.40**
Income	$13,704.18		$13,704.18
Distributions	$(2,619.78)		$(2,619.78)
Net Security Transactions	$6,636.13	$(6,636.13)	
Change in Market Value		$101,951.77	$101,951.77
Ending Balance	**$130,202.31**	**$2,455,648.26**	**$2,585,850.57**

* Investments represent the activity in your equity, bond & other security holdings

ACCOUNT OVERVIEW

	Current Period	YTD
Income Earned		
Interest	$2,209.43	$17,334.83
Dividends	$11,493.78	$44,515.79
Other Income	$0.97	$24.80
Total Income Earned	$13,704.18	$61,875.42
Distributions		
Cash	$(2,619.78)	$(83,670.16)
Benefits Paid	$0.00	$(54,100.00)
Total Distributions	$(2,619.78)	$(137,770.16)
Security Transactions		
Purchases	$(115,251.92)	$(770,998.81)
Sales	$121,888.05	$883,629.06
Net Security Transactions	$6,636.13	$112,630.25
Change in Market Value	$101,951.77	$220,063.23

REALIZED GAIN/(LOSS) SUMMARY

	Current Period	YTD
Short-term gain/(loss)	$(1,322.23)	$(4,006.80)
Long-term gain/(loss)	$8,383.20	$40,011.13
Net realized gain/(loss)	**$7,060.97**	**$36,004.33**

INVESTMENT OBJECTIVE

Growth

Total return through long-term growth of capital, an expectation of a high degree of principal fluctuation, and some current taxable income.

FIFTH THIRD PRIVATE BANK

THE BOWER-SUHRHEINRICH FDN IUA

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents									
1,490.3100		CASH	$1.000	$1,490.31	0.1%	$1,490.31			
128,712.0000		FIFTH THIRD BANKSAFE TRUST CUSIP - 316775907	$1.000	$128,712.00	5.0%	$128,712.00		$51.48	
		Cash & Equivalents - Total		**$130,202.31**	**5.0%**	**$130,202.31**		**$51.48**	**0.0%**
Fixed Income									
50,000.0000		CONOCOPHILLIPS CANADA 10/13/2006 5.625 10/15/2016 CUSIP - 20825TAA5	$113.658	$56,829.00	2.2%	$50,045.00	$6,784.00	$2,812.50	4.9%
9,799.0660	MXIIX	FIFTH THIRD STRATEGIC INCOME FD INSTL SHS CUSIP - 351889969	$10.280	$100,734.40	3.9%	$78,882.48	$21,851.92	$6,653.57	6.6%
42,283.6300		G2 3690 3/1/2005 5.000 3/20/2035 CUSIP - 36202EC31	$106.754	$45,139.47	1.7%	$42,343.08	$2,796.39	$2,114.18	4.7%
400.0000	TIP	ISHARES BARCLAYS TIPS BOND FUND CUSIP - 464287176	$107.520	$43,008.00	1.7%	$42,048.00	$960.00	$1,077.20	2.5%
1,000.0000	USB P	USB CAPITAL XI 6.6000% PFD CUSIP - 903300200	$25.100	$25,100.00	1.0%	$21,664.10	$3,435.90	$1,650.00	6.6%
5,087.1770	VFIIX	VANGUARD GNMA FD #36 CUSIP - 922031307	$10.740	$54,636.28	2.1%	$51,573.60	$3,062.68	$1,800.86	3.3%
50,000.0000		WAL-MART STORES 06/01/1993 7.250 06/01/13 CUSIP - 931142AS2	$114.718	$57,359.00	2.2%	$51,238.00	$6,121.00	$3,625.00	6.3%

FIFTH THIRD
PRIVATE BANK

THE BOWER-SUHRHEINRICH FDN IUA

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Fixed Income								**(continued)**	
50,000.0000		WELLS FARGO & CO DTD 11/6/02 5% DUE 11/15/14 CUSIP - 949746CR0	$106.187	$53,093.50	2.1%	$50,558.50	$2,535.00	$2,500.00	4.7%
		Fixed Income - Total		**$435,899.65**	**16.9%**	**$388,352.76**	**$47,546.89**	**$22,233.31**	**5.1%**
Equities									
1,000.0000	MRVL	MARVELL TECHNOLOGY GROUP CUSIP - G5876H105	$18.550	$18,550.00	0.7%	$17,698.69	$851.31		
178.0000	ACE	ACE LIMITED CUSIP - H0023R105	$62.250	$11,080.50	0.4%	$9,492.74	$1,587.76	$234.96	2.1%
4,212.4650		FIFTH THIRD VALUE FUND CUSIP - PER000368	$34.450	$145,119.42	5.6%	$120,167.34	$24,952.08	$4,396.90	3.0%
83.0000	AMZN	AMAZON COMM INC CUSIP - 023135106	$180.000	$14,940.00	0.6%	$4,135.74	$10,804.26		
100.0000	APA	APACHE CORP CUSIP - 037411105	$119.230	$11,923.00	0.5%	$13,168.95	$(1,245.95)	$60.00	0.5%
91.0000	AAPL	APPLE INC CUSIP - 037833100	$322.560	$29,352.96	1.1%	$8,354.34	$20,998.62		
200.0000	ADP	AUTOMATIC DATA PROCESSING INC CUSIP - 053015103	$46.280	$9,256.00	0.4%	$8,683.59	$572.41	$288.00	3.1%
250.0000	BCR	BARD C R INC CUSIP - 067383109	$91.770	$22,942.50	0.9%	$19,713.12	$3,229.38	$180.00	0.8%
432.4870	BGRFX	BARON GROWTH FUND FUND #587 CUSIP - 068278209	$51.230	$22,156.31	0.9%	$20,017.28	$2,139.03		
150.0000	BDX	BECTON DICKINSON & CO CUSIP - 075887109	$84.520	$12,678.00	0.5%	$8,047.15	$4,630.85	$246.00	1.9%
50.0000	BRK B	BERKSHIRE HATHAWAY INC DEL CL B NEW	$80.110	$4,005.50	0.2%	$4,022.62	$(17.12)		

FIFTH THIRD
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THE BOWER-SUHRHEINRICH FDN IUA

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		CUSIP - 084670702							
597.0000	CVS	CVS/CAREMARK CORPORATION CUSIP - 126650100	$34.770	$20,757.69	0.8%	$17,528.58	$3,229.11	$208.95	1.0%
400.0000	CTL	CENTURYTEL INC CUSIP - 156700106	$46.170	$18,468.00	0.7%	$14,252.84	$4,215.16	$1,160.00	6.3%
150.0000	CVX	CHEVRON CORPORATION CUSIP - 166764100	$91.250	$13,687.50	0.5%	$10,611.60	$3,075.90	$432.00	3.2%
350.0000	CB	CHUBB CORP COM CUSIP - 171232101	$59.640	$20,874.00	0.8%	$17,576.49	$3,297.51	$518.00	2.5%
1,000.0000	CSCO	CISCO SYSTEMS INC CUSIP - 17275R102	$20.230	$20,230.00	0.8%	$22,169.30	$(1,939.30)		
350.0000	KO	COCA COLA CO CUSIP - 191216100	$65.770	$23,019.50	0.9%	$15,258.32	$7,761.18	$616.00	2.7%
750.0000	CMCSA	COMCAST CORP CL A CUSIP - 20030N101	$21.970	$16,477.50	0.6%	$13,650.82	$2,826.68	$283.50	1.7%
525.0000	CBSH	COMMERCE BANCSHARES INC COM CUSIP - 200525103	$39.730	$20,858.25	0.8%	$19,275.47	$1,582.78	$493.50	2.4%
400.0000	COP	CONOCOPHILLIPS CUSIP - 20825C104	$68.100	$27,240.00	1.1%	$20,283.72	$6,956.28	$880.00	3.2%
350.0000	DIS	DISNEY WALT CO CUSIP - 254687106	$37.510	$13,128.50	0.5%	$11,822.65	$1,305.85	$140.00	1.1%
2,301.7090	DODFX	DODGE & COX INTL STOCK FUND CUSIP - 256206103	$35.710	$82,194.03	3.2%	$97,641.98	$(15,447.95)	$1,139.35	1.4%
780.0000	DUK	DUKE ENERGY CORP CUSIP - 26441C105	$17.810	$13,891.80	0.5%	$9,377.79	$4,514.01	$764.40	5.5%
500.0000	ECL	ECOLAB INC	$50.420	$25,210.00	1.0%	$10,814.27	$14,395.73	$350.00	1.4%

FIFTH THIRD
PRIVATE BANK

THE BOWER-SUHRHEINRICH FDN IUA

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
		CUSIP - 278865100							
400.0000	EMR	EMERSON ELEC CO CUSIP - 291011104	$57.170	$22,868.00	0.9%	$10,856.00	$12,012.00	$552.00	2.4%
175.0000	XOM	EXXON MOBIL CORP CUSIP - 30231G102	$73.120	$12,796.00	0.5%	$6,121.50	$6,674.50	$308.00	2.4%
6,020.0660	FTVIX	FIFTH THIRD SMALL CAP VALUE FUND CUSIP - 351889993	$18.840	$113,418.04	4.4%	$107,069.91	$6,348.13	$397.32	0.4%
297.0000	GNTX	GENTEX CORP CUSIP - 371901109	$29.560	$8,779.32	0.3%	$5,569.43	$3,209.89	$130.68	1.5%
300.0000	GILD	GILEAD SCIENCES INC COM CUSIP - 375558103	$36.240	$10,872.00	0.4%	$5,176.50	$5,695.50		
100.0000	GS	GOLDMAN SACHS GROUP CUSIP - 38141G104	$168.160	$16,816.00	0.7%	$15,928.80	$887.20	$140.00	0.8%
45.0000	GOOG	GOOGLE INC-CL A CUSIP - 38259P508	$593.970	$26,728.65	1.0%	$14,213.95	$12,514.70		
1,503.0330	HAINX	HARBOR INTERNATIONAL INST CUSIP - 411511306	$60.550	$91,008.65	3.5%	$96,118.96	$(5,110.31)	$1,310.64	1.4%
1,411.0000	HCBK	HUDSON CITY BANCORP INC CUSIP - 443683107	$12.740	$17,976.14	0.7%	$17,582.30	$393.84	$846.60	4.7%
830.0000	INTC	INTEL CORP CUSIP - 458140100	$21.030	$17,454.90	0.7%	$17,698.66	$(243.76)	$522.90	3.0%
2,733.0000	EEM	ISHARES TR MSCI EMERGING MKTS INDEX FD CUSIP - 464287234	$47.642	$130,205.59	5.0%	$60,895.97	$69,309.62	$1,765.52	1.4%
700.0000	IJK	ISHARES S&P MIDCAP 400 GROWTH CUSIP - 464287606	$100.720	$70,504.00	2.7%	$59,553.76	$10,950.24	$399.00	0.6%

FIFTH THIRD
PRIVATE BANK

THE BOWER-SUHRHEINRICH FDN IUA

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								(continued)	
350.0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	$61.850	$21,647.50	0.8%	$10,325.00	$11,322.50	$756.00	3.5%
1,000.0000	MDU	MDU RES GROUP INC COM CUSIP - 552690109	$20.270	$20,270.00	0.8%	$19,713.23	$556.77	$650.00	3.2%
200.0000	MCD	MCDONALDS CORP CUSIP - 580135101	$76.760	$15,352.00	0.6%	$10,983.76	$4,368.24	$488.00	3.2%
500.0000	MDT	MEDTRONIC INC CUSIP - 585055106	$37.090	$18,545.00	0.7%	$20,439.80	$(1,894.80)	$450.00	2.4%
800.0000	MSFT	MICROSOFT CORP CUSIP - 594918104	$27.910	$22,328.00	0.9%	$1,976.67	$20,351.33	$512.00	2.3%
1,000.0000	MYL	MYLAN INC. CUSIP - 628530107	$21.130	$21,130.00	0.8%	$17,892.35	$3,237.65	$240.00	1.1%
175.0000	NKE	NIKE INC CL B CUSIP - 654106103	$85.420	$14,948.50	0.6%	$8,949.10	$5,999.40	$217.00	1.5%
200.0000	NTRS	NORTHERN TR CORP CUSIP - 665859104	$55.410	$11,082.00	0.4%	$9,785.16	$1,296.84	$224.00	2.0%
1,000.0000	ORCL	ORACLE CORPORATION CUSIP - 68389X105	$31.300	$31,300.00	1.2%	$17,180.08	$14,119.92	$200.00	0.6%
2,678.4360	ODVYX	OPPENHEIMER DVLPING MKTS-Y CUSIP - 683974505	$36.070	$96,611.19	3.7%	$78,064.96	$18,546.23	$383.02	0.4%
350.0000	PEP	PEPSICO INC CUSIP - 713448108	$65.330	$22,865.50	0.9%	$12,514.37	$10,351.13	$672.00	2.9%
325.0000	PM	PHILIP MORRIS INTL INC CUSIP - 718172109	$58.530	$19,022.25	0.7%	$11,251.00	$7,771.25	$832.00	4.4%
200.0000	PG	PROCTER & GAMBLE CO CUSIP - 742718109	$64.330	$12,866.00	0.5%	$7,063.01	$5,802.99	$385.40	3.0%

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PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Equities								**(continued)**	
287.0000	RTN	RAYTHEON CO CUSIP - 755111507	$46.340	$13,299.58	0.5%	$13,337.49	$(37.91)	$430.50	3.2%
250.0000	SLB	SCHLUMBERGER LTD CUSIP - 806857108	$83.500	$20,875.00	0.8%	$21,674.77	$(799.77)	$210.00	1.0%
1,000.0000	SE	SPECTRA ENERGY CORP CUSIP - 847560109	$24.990	$24,990.00	1.0%	$15,806.83	$9,183.17	$1,000.00	4.0%
427.0000	SBUX	STARBUCKS CORP COM CUSIP - 855244109	$32.130	$13,719.51	0.5%	$11,040.43	$2,679.08	$222.04	1.6%
500.0000	SRCL	STERICYCLE INC CUSIP - 858912108	$80.920	$40,460.00	1.6%	$11,943.50	$28,516.50		
300.0000	TEVA	TEVA PHARMACEUTICAL INDS LTD ADR CUSIP - 881624209	$52.130	$15,639.00	0.6%	$9,084.00	$6,555.00	$200.10	1.3%
300.0000	MMM	3M CO CUSIP - 88579Y101	$86.300	$25,890.00	1.0%	$23,007.00	$2,883.00	$630.00	2.4%
230.0000	TUP	TUPPERWARE BRANDS CORPORATION CUSIP - 899896104	$47.670	$10,964.10	0.4%	$10,943.33	$20.77	$276.00	2.5%
200.0000	UTX	UNITED TECHNOLOGIES CORP CUSIP - 913017109	$78.720	$15,744.00	0.6%	$5,857.00	$9,887.00	$340.00	2.2%
700.0000	VZ	VERIZON COMMUNICATIONS CUSIP - 92343V104	$35.780	$25,046.00	1.0%	$21,008.94	$4,037.06	$1,365.00	5.4%
		Equities - Total		**$1,692,063.38**	**65.4%**	**$1,300,392.91**	**$391,670.47**	**$29,447.28**	**1.7%**

FIFTH THIRD PRIVATE BANK

THE BOWER-SUHRHEINRICH FDN IUA

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Alternative Strategies									
50,000.0000		BARCLAYS EQUITY LINKED CD MAT 6/26/2013 CUSIP - 06740AEZ8	$105.560	$52,780.00	2.0%	$50,000.00	$2,780.00		
10,642.7300	PAUPX	PIMCO ALL ASSET ALL AUTH FUND CUSIP - 72201M438	$10.560	$112,387.23	4.3%	$112,450.83	$(63.60)	$4,044.24	3.6%
		Alternative Strategies - Total		**$165,167.23**	**6.4%**	**$162,450.83**	**$2,716.40**	**$4,044.24**	**2.4%**
Real Estate Investments									
500.0000	HCP	HCP INC CUSIP - 40414L109	$36.790	$18,395.00	0.7%	$10,726.60	$7,668.40	$930.00	5.1%
300.0000	PCL	PLUM CREEK TIMBER CO INC COM CUSIP - 729251108	$37.450	$11,235.00	0.4%	$9,850.35	$1,384.65	$504.00	4.5%
2,400.0000	VNQ	VANGUARD REIT ETF CUSIP - 922908553	$55.370	$132,888.00	5.1%	$119,142.59	$13,745.41	$4,538.40	3.4%
		Real Estate Investments - Total		**$162,518.00**	**6.3%**	**$139,719.54**	**$22,798.46**	**$5,972.40**	**3.7%**
Total Portfolio Positions				**$2,585,850.57**	**100.0%**	**$2,121,118.35**	**$464,732.22**	**$61,748.71**	**2.4%**