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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 , and ending

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

Name of foundation FIELDS FOUNDATION IRR. T/U/A		A Employer identification number 35-6256726
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A. 1919 Douglas St 2nd FL MAC N8000-027		B Telephone number (see page 10 of the instructions) (888) 730-4933
City or town, state, and ZIP code Omaha NE 68102-1317		C If exemption application is pending, check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,906,715		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)
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	0	0		
4	Dividends and interest from securities	52,258	52,258		
5 a	Gross rents		0		
b	Net rental income or (loss)	0			
6 a	Net gain or (loss) from sale of assets not on line 10	61,678			
b	Gross sales price for all assets on line 6a	1,436,612			
7	Capital gain net income (from Part IV, line 2)		61,678		
8	Net short-term capital gain			0	
9	Income modifications				
10 a	Gross sales less returns and allowances	0			
b	Less: Cost of goods sold	0			
c	Gross profit or (loss) (attach schedule)	0			
11	Other income (attach schedule)	0	0	0	
12	Total. Add lines 1 through 11	113,936	113,936	0	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)	0	0	0	0
b	Accounting fees (attach schedule)	1,055	0	0	1,055
c	Other professional fees (attach schedule)	0	0	0	0
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	1,362	775	0	0
19	Depreciation (attach schedule) and depletion	0	0	0	
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	24,086	18,173	0	5,913
24	Total operating and administrative expenses. Add lines 13 through 23	26,503	18,948	0	6,968
25	Contributions, gifts, grants paid	80,000			80,000
26	Total expenses and disbursements. Add lines 24 and 25	106,503	18,948	0	86,968
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	7,433			
b	Net investment income (if negative, enter -0-)		94,988		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2010)

(HTA)

Form 990-PF (2010) FIELDS FOUNDATION IRR. T/U/A

35-6256726

Page 2

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	678	0	
	2	Savings and temporary cash investments	135,041	76,179	76,179
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	1,113,865	908,173	937,923
	c	Investments—corporate bonds (attach schedule)	410,789	423,097	459,675
	11	Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	171,856	433,435	432,938	
14	Land, buildings, and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	
15	Other assets (describe)	0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,832,229	1,840,884	1,906,715	
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe)	0	0	
	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	1,832,229	1,840,884	
	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)	1,832,229	1,840,884		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,832,229	1,840,884		

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	1,832,229
2	Enter amount from Part I, line 27a	2	7,433
3	Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3	1,882
4	Add lines 1, 2, and 3	4	1,841,544
5	Decreases not included in line 2 (itemize) <u>MUTUAL FUND SUBTRACTION</u>	5	660
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,840,884

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 Statement					
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	0	0	0		
b	0	0	0		
c	0	0	0		
d	0	0	0		
e	0	0	0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a	0	0	0		
b	0	0	0		
c	0	0	0		
d	0	0	0		
e	0	0	0		
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	61,678	
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	0	

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	95,081	1,609,083	0.059090	
2008	208,168	2,194,737	0.094849	
2007	136,049	2,572,474	0.052886	
2006	114,975	2,439,467	0.047131	
2005	121,293	2,401,336	0.050511	
2 Total of line 1, column (d)			2	0.304467
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	0.060893
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4	1,765,292
5 Multiply line 4 by line 3			5	107,494
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	950
7 Add lines 5 and 6			7	108,444
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	86,968

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

1 a 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	1,900
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	0
3 Add lines 1 and 2		3	1,900
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	1,900
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	681	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	681	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,219	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☐ 0 Refunded ☐	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		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)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ IN _____		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 1919 Douglas St 2nd FL MAC N8000-027 Omaha NE ZIP+4 ► 68102-1317			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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	X
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 ► 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	N/A
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	N/A
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 N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870

6b X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

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
Wells Fargo Bank, N.A. 1919 DOUGLAS ST 2ND FL MAC N8000-027 C	Trustee	4.00 23,653	0	0
		.00 0	0	0
		.00 0	0	0
		.00 0	0	0
		.00 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

0

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		0
		0
		0
		0
		0
		0

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	
All other program-related investments See page 24 of the instructions	
3 NONE	
	0
Total. Add lines 1 through 3	0

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	1,720,890
b	Average of monthly cash balances	1b	71,285
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,792,175
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	1,792,175
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	26,883
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,765,292
6	Minimum investment return. Enter 5% of line 5	6	88,265

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	88,265
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,900
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	1,900
3	Distributable amount before adjustments Subtract line 2c from line 1	3	86,365
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	86,365
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	86,365

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	86,968
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	86,968
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	86,968

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				86,365
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	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	13,636			
f Total of lines 3a through e	13,636			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 86,968				
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				86,365
e Remaining amount distributed out of corpus	603			
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	14,239			
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				
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)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	14,239			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	13,636			
e Excess from 2010	603			

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 Attached Statement				
Total			3a	80,000
b Approved for future payment NONE				
Total			3b	0

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			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	52,258	
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			18	61,678	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____		0		0	0
b	_____		0		0	0
c	_____		0		0	0
d	_____		0		0	0
e	_____		0		0	0
12	Subtotal. Add columns (b), (d), and (e)		0		113,936	0
13	Total. Add line 12, columns (b), (d), and (e)				13	113,936

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

[illegible]

FIELDS FOUNDATION IRR T/U/A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

GIRL SCOUTS OF NORTHERN IND-MICHIANA

Street

3620 DEAHL COURT

City

SOUTH BEND

State

IN

Zip Code

46628

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

HANNAH'S HOUSE

Street

518 WEST 4TH ST

City

MISHAWAKA

State

IN

Zip Code

46544

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

INDIANA BLACK EXPO

Street

PO BOX 335

City

SOUTH BEND

State

IN

Zip Code

46624

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

RIVERBEND CANCER SERVICES

Street

919 E JEFFERSON BLVD STE 401

City

SOUTH BEND

State

IN

Zip Code

46617

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

ST MARGARET'S HOUSE

Street

117 N LAFAYETTE BLVD

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

THE PUBLIC EDUCATION FOUNDATION

Street

PO BOX 119

City

SOUTH BEND

State

IN

Zip Code

46624

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

FIELDS FOUNDATION IRR. T/U/A

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PEACE EDUCATION FUND OF INDIANA, INC

Street

702 E SOUTH ST

City

SOUTH BEND

State

IN

Zip Code

46601

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

BIKE THE BEND

Street

215 S HAWTHORNE DR

City

SOUTH BEND

State

IN

Zip Code

46617

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

GOODWILL

Street

1805 WESTERN AVE

City

SOUTH BEND

State

IN

Zip Code

46619

Foreign Country

Relationship

NONE

Foundation Status

501(C)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Net Gain or Loss
									Securities		Other sales		
Long Term CG Distributions										Amount		0	
Short Term CG Distributions										Amount		0	
										Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss	
1	X	EXXON MOBIL CORPORATION	30231G102				2/15/2001			14,182	8,328	5,854	
2	X	ISHARES S&P GSCI COMMOD	46428R107				10/11/2007			44,015	70,537	-26,522	
3	X	JOHNSON & JOHNSON	478160104				8/3/2000			18,745	14,590	4,155	
4	X	KEELEY SMALL CAP VAL FDC	487300808				11/17/2010			3,348	3,060	288	
5	X	L-3 COMMUNICATIONS CORP	502424104				2/11/2010			10,514	12,869	-2,355	
6	X	MEDTRONIC INC	585055106				11/9/1999			20,857	18,379	2,478	
7	X	MERIDIAN GROWTH FUND INC	589619105				10/16/2007			93,030	100,000	-6,970	
8	X	MERIDIAN GROWTH FUND INC	589619105				12/18/2007			8,840	8,175	665	
9	X	MERIDIAN GROWTH FUND INC	589619105				12/16/2008			4,511	2,729	1,782	
10	X	MICROSOFT CORP	594918104				4/11/2008			2,774	2,871	-97	
11	X	MICROSOFT CORP	594918104				4/11/2008			6,156	6,460	-304	
12	X	MORGAN STANLEY	617446448				2/11/2010			5,352	5,450	-98	
13	X	NESTLE S.A. REGISTERED SH	641069406				2/11/2010			2,830	2,301	529	
14	X	NEUBERGER BERMAN S/C GR	641224530				2/16/2010			55,767	50,000	5,767	
15	X	PEPSICO INC	713448108				11/9/1999			18,188	10,015	8,173	
16	X	PEPSICO INC	713448108				11/9/1999			12,954	6,676	6,278	
17	X	PETROLEO BRASILEIRO S.A.	71654V408				2/11/2010			5,393	6,006	-613	
18	X	PFIZER INC	717081103				2/11/2010			6,740	7,092	-352	
19	X	POWERSHARES DB COMMOD	73935S105				2/11/2010			63,399	57,250	6,149	
20	X	PROCTER & GAMBLE CO	742718109				11/1/2005			30,800	27,945	2,855	
21	X	QUEST DIAGNOSTICS INC	74834L100				1/30/2003			19,444	9,268	10,176	
22	X	QUEST DIAGNOSTICS INC	74834L100				1/30/2003			7,710	3,972	3,738	
23	X	RIDGEMOUNT SEIX HY BD-1#	76628T645				11/17/2010			2,369	2,384	-15	
24	X	T ROWE PRICE SHORT TERM	77957P105				6/4/2009			77,220	75,000	2,220	
25	X	ROYCE PENNSYLVANIA MUT	780905840				2/16/2010			57,783	50,000	7,783	
26	X	SPDR DJ WILSHIRE INTERNA	78463X863				2/11/2010			7,181	5,960	1,221	
27	X	SCHLUMBERGER LTD	806857108				7/25/2000			31,541	17,598	13,943	
28	X	STRYKER CORP	863667101				3/14/2005			25,779	24,010	1,769	
29	X	TCW SMALL CAP GROWTH F	87234N849				11/17/2010			3,534	3,250	284	
30	X	TARGET CORP	87612E106				2/11/2010			5,578	4,668	910	
31	X	TEMPLETON GLOBAL BOND F	880208400				2/16/2010			52,724	50,000	2,724	
32	X	TEXAS INSTRUMENTS INC	882508104				3/16/2004			18,865	23,760	-4,895	
33	X	TRACTOR SUPPLY CO COM	892356106				2/11/2010			12,280	7,641	4,639	
34	X	TRAVELERS COMPANIES, INC	89417E109				2/11/2010			8,289	7,476	813	
35	X	UNITED TECHNOLOGIES COR	913017109				8/3/2000			16,510	7,229	9,281	
36	X	UNITED TECHNOLOGIES COR	913017109				8/3/2000			11,313	4,337	6,976	
37	X	JP MORGAN MID CAP VALUE	339128100				12/15/2006			1,512	1,799	-287	
38	X	JP MORGAN MID CAP VALUE	339128100				12/17/2007			1,242	1,358	-116	
39	X	JP MORGAN MID CAP VALUE	339128100				12/15/2005			2,481	2,596	-115	
40	X	JP MORGAN MID CAP VALUE	339128100				12/15/2005			94	97	-3	
41	X	GATEWAY FUND - Y #1986	367829884				2/16/2010			51,377	50,000	1,377	
42	X	GOLDMAN SACHS GRTH OPP	38142Y401				11/17/2010			1,084	1,026	58	
43	X	HARSCO CORP	415864107				2/11/2010			4,816	5,698	-882	
44	X	HEWLETT PACKARD CO	428236103				4/11/2008			12,065	11,478	587	
45	X	ITT CORPORATION	450911102				2/22/2005			19,252	17,354	1,898	
46	X	INTEL CORP	458140100				11/9/1999			15,864	32,475	-16,611	
47	X	ISHARES TR COHEN & STEER	46428T564				4/11/2008			32,089	41,319	-9,230	
48	X	ISHARES TR COHEN & STEER	46428T564				2/11/2010			64,179	47,856	16,323	
49	X	EXXON MOBIL CORPORATION	30231G102				2/15/2001			19,374	12,492	6,882	
50	X	BERKSHIRE HATHAWAY INC	084670702				4/11/2008			7,447	8,758	-1,311	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals				Net Gain or Loss	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss			
Short Term CG Distributions										0		1,374,934				61,678	
Other sales										0		0				0	
51	X	BERKSHIRE HATHAWAY INC	084670702			4/11/2008		12/13/2010	5,232	5,693				-461			
52	X	CARNIVAL CORP	143658300			1/8/2002		2/11/2010	3,256	2,923				333			
53	X	CARNIVAL CORP	143658300			7/19/2002		2/11/2010	13,024	10,276				2,748			
54	X	CATERPILLAR INC	149123101			11/1/2005		2/11/2010	21,540	21,092				448			
55	X	CHINA FD INC COM	169373107			2/22/2005		11/15/2010	26,816	25,868				948			
56	X	CHINA FD INC COM	169373107			1/28/2008		11/15/2010	4,391	4,527				-136			
57	X	CHINA FD INC COM	169373107			2/11/2010		11/15/2010	2,313	1,817				496			
58	X	CHINA FD INC COM	169373107			1/29/2008		11/15/2010	97	100				-3			
59	X	CHINA FD INC COM	169373107			1/23/2009		11/15/2010	399	190				209			
60	X	CHINA FD INC COM	169373107			1/23/2009		11/15/2010	4,417	2,104				2,313			
61	X	CHINA FD INC COM	169373107			1/23/2009		11/15/2010	1	1				0			
62	X	CHINA FD INC COM	169373107			1/23/2009		11/15/2010	14	7				7			
63	X	CISCO SYSTEMS INC	17275R102			11/9/1999		2/11/2010	21,321	33,609				-12,288			
64	X	CISCO SYSTEMS INC	17275R102			11/9/1999		11/15/2010	8,016	14,938				-6,922			
65	X	COMCAST CORP CLASS A	20030N101			12/6/2004		2/11/2010	15,192	19,727				-4,535			
66	X	CREDIT SUISSE COMM RT ST	22544R305			11/17/2010		12/13/2010	2,092	1,923				169			
67	X	DIAGEO PLC - ADR	25243Q205			2/11/2010		12/13/2010	4,827	4,128				699			
68	X	DIAMOND HILL LONG-SHORT	25264S833			11/17/2010		12/13/2010	1,330	1,296				34			
69	X	WALT DISNEY CO	254687106			2/11/2010		12/13/2010	6,164	4,963				1,201			
70	X	DODGE & COX INT'L STOCK F	256206103			10/15/2007		11/15/2010	24,139	34,264				-10,125			
71	X	FISERV INC	337738108			2/11/2010		12/13/2010	3,832	2,985				847			
72	X	JP MORGAN MID CAP VALUE	339128100			8/30/2006		11/15/2010	293	331				-38			
73	X	APACHE CORP	037411105			5/19/2004		2/11/2010	29,499	12,015				17,484			
74	X	APACHE CORP	037411105			5/19/2004		12/13/2010	4,097	1,402				2,695			
75	X	APOLLO GROUP INC CL A	037604105			11/15/2010		12/10/2010	4,256	4,139				117			
76	X	APPLE INC	037833100			2/11/2010		12/13/2010	4,868	2,932				1,936			
77	X	ARTISAN INTERNATIONAL FU	04314H204			10/15/2007		11/15/2010	23,052	36,514				-13,462			
78	X	BANKAMERICA CORP 7 125	066050CM5			6/12/2000		2/11/2010	106,591	97,312				9,279			
79	X	VERIZON COMMUNICATIONS	92343V104			12/22/2003		2/11/2010	14,375	16,478				-2,103			
80	X	WALGREEN CO	931422109			11/9/1999		2/11/2010	18,260	14,785				3,475			
81	X	WALGREEN CO	931422109			11/9/1999		11/15/2010	8,680	6,721				1,959			
82	X	WF ADV DIVRS SMALL CAP F	94975G801			6/14/2002		2/16/2010	9,290	10,000				-710			
83	X	WF ADV DIVRS SMALL CAP F	94975G801			11/8/2002		2/16/2010	11,142	10,000				1,142			
84	X	WF ADV DIVRS SMALL CAP F	94975G801			12/9/2002		2/16/2010	189	169				18			
85	X	WF ADV DIVRS SMALL CAP F	94975G801			12/12/2003		2/16/2010	134	134				-35			
86	X	WF ADV DIVRS SMALL CAP F	94975G801			12/13/2004		2/16/2010	1,573	2,183				-610			
87	X	WF ADV DIVRS SMALL CAP F	94975G801			12/14/2005		2/16/2010	2,052	2,916				-864			
88	X	WF ADV DIVRS SMALL CAP F	94975G801			12/15/2006		2/16/2010	2,924	4,168				-1,244			
89	X	WF ADV DIVRS SMALL CAP F	94975G801			12/14/2007		2/16/2010	3,700	4,511				-811			
90	X	LJT CAPITAL GAIN DIVIDENDS							912					912			
91	X	SIT GAIN FROM K1 SALES							972					972			
92	X	LJT GAIN FROM K1 SALES							1,949					1,949			
93	X	FINAL YEAR K1 ADJUSTMENT							0	4,164				-4,164			

Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	1,055			1,055
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		1,362	775	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX				
2	ESTIMATED EXCISE TAX PAID	587			
3	FOREIGN TAX WITHHELD	775	775		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	23,653	17,740		5,913
3	ADR FEES	6	6		
4	STATE AG FEES				
5	PARTNERSHIP EXPENSES	427	427		
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

					1,113,865	908,173	1,073,452	937,923
					Book Value	Book Value	FMV	FMV
					Beg. of Year	End of Year	Beg. of Year	End of Year
1	EQUITIES				1,113,865	908,173	1,073,452	937,923
2								
3								
4								
5								
6								
7								
8								
9								
10								

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	FIXED INCOME			410,789	423,097	453,471	459,675
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		171,856	433,435	432,938
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND ADDITION	1	270
2	PARTNERSHIP INCOME ADJUSTMENT	2	1,612
3	Total	3	1,882

Line 5 - Decreases not included in Part III, Line 2

1	MUTUAL FUND SUBTRACTION	1	660
2	Total	2	660

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions	Amount												
	Short Term CG Distributions	0												
1	EXXON MOBIL CORPORATION	30231G102		2/15/2007	11/15/2010		14,182	0	8,328	5,854			0	61,678
2	ISHARES S&P GSCI COMMODITY I	46428R107		10/11/2007	2/11/2010		44,015	0	70,537	-26,522			0	5,854
3	JOHNSON & JOHNSON	478160104		8/3/2000	2/11/2010		18,745	0	14,590	4,155			0	-26,522
4	KEELEY SMALL CAP VAL FD CL I #2251	487300808		11/17/2010	12/13/2010		3,348	0	3,060	288			0	4,155
5	L-3 COMMUNICATIONS CORP COM	502424104		2/11/2010	12/13/2010		10,514	0	12,869	-2,355			0	288
6	MEDTRONIC INC	585055106		11/9/1999	2/11/2010		20,857	0	18,379	2,478			0	-2,355
7	MEDTRONIC INC	585055106		10/16/2007	11/16/2010		93,030	0	100,000	-6,970			0	2,478
8	MEDTRONIC INC	585055106		12/18/2007	11/16/2010		8,840	0	8,175	665			0	-6,970
9	MEDTRONIC INC	585055106		12/16/2008	11/16/2010		4,511	0	2,729	1,782			0	665
10	MEDTRONIC INC	585055106		4/11/2008	2/11/2010		2,774	0	2,871	-97			0	1,782
11	MEDTRONIC INC	585055106		4/11/2008	12/13/2010		6,156	0	6,460	-304			0	-304
12	MEDTRONIC INC	585055106		2/11/2010	12/10/2010		5,352	0	5,450	-98			0	-98
13	MEDTRONIC INC	585055106		2/11/2010	12/10/2010		2,830	0	2,301	529			0	529
14	MEDTRONIC INC	585055106		2/16/2010	11/15/2010		55,767	0	50,000	5,767			0	5,767
15	MEDTRONIC INC	585055106		11/9/1999	2/11/2010		18,188	0	10,015	8,173			0	8,173
16	MEDTRONIC INC	585055106		11/9/1999	11/15/2010		12,954	0	6,676	6,278			0	6,278
17	MEDTRONIC INC	585055106		2/11/2010	11/15/2010		5,393	0	6,006	-613			0	-613
18	MEDTRONIC INC	585055106		2/11/2010	11/15/2010		6,740	0	7,092	-352			0	-352
19	MEDTRONIC INC	585055106		2/11/2010	11/15/2010		63,399	0	57,250	6,149			0	6,149
20	MEDTRONIC INC	585055106		2/11/2010	11/15/2010		30,800	0	27,945	2,855			0	2,855
21	MEDTRONIC INC	585055106		1/30/2003	2/11/2010		19,444	0	9,268	10,176			0	10,176
22	MEDTRONIC INC	585055106		1/30/2003	11/15/2010		7,710	0	3,972	3,738			0	3,738
23	MEDTRONIC INC	585055106		1/17/2010	12/13/2010		2,369	0	2,384	-15			0	-15
24	MEDTRONIC INC	585055106		6/4/2009	11/15/2010		77,220	0	75,000	2,220			0	2,220
25	MEDTRONIC INC	585055106		2/16/2010	11/15/2010		57,783	0	50,000	7,783			0	7,783
26	MEDTRONIC INC	585055106		2/11/2010	11/15/2010		7,181	0	5,960	1,221			0	1,221
27	MEDTRONIC INC	585055106		7/25/2000	2/11/2010		31,541	0	17,598	13,943			0	13,943
28	MEDTRONIC INC	585055106		3/14/2005	2/11/2010		25,779	0	24,010	1,769			0	1,769
29	MEDTRONIC INC	585055106		11/17/2010	12/13/2010		3,534	0	3,250	284			0	284
30	MEDTRONIC INC	585055106		2/11/2010	12/13/2010		5,578	0	4,668	910			0	910
31	MEDTRONIC INC	585055106		3/16/2004	2/11/2010		18,865	0	50,000	2,724			0	2,724
32	MEDTRONIC INC	585055106		2/11/2010	11/15/2010		12,280	0	23,760	-4,895			0	-4,895
33	MEDTRONIC INC	585055106		2/11/2010	12/13/2010		8,289	0	7,641	639			0	639
34	MEDTRONIC INC	585055106		8/3/2000	2/11/2010		16,510	0	7,476	813			0	813
35	MEDTRONIC INC	585055106		8/3/2000	11/15/2010		11,313	0	7,229	4,084			0	4,084
36	MEDTRONIC INC	585055106		12/15/2006	11/15/2010		1,512	0	4,337	6,976			0	6,976
37	MEDTRONIC INC	585055106		12/17/2007	11/15/2010		1,242	0	1,799	-287			0	-287
38	MEDTRONIC INC	585055106		12/17/2007	11/15/2010		2,481	0	1,358	-116			0	-116
39	MEDTRONIC INC	585055106		12/15/2005	12/13/2010		94	0	2,596	-115			0	-115
40	MEDTRONIC INC	585055106		2/16/2010	11/15/2010		51,377	0	50,000	1,377			0	1,377
41	MEDTRONIC INC	585055106		11/17/2010	12/13/2010		1,084	0	1,026	58			0	58
42	MEDTRONIC INC	585055106		2/11/2010	11/15/2010		4,816	0	5,698	-882			0	-882
43	MEDTRONIC INC	585055106		4/11/2008	2/11/2010		12,065	0	11,478	587			0	587
44	MEDTRONIC INC	585055106		2/22/2005	2/11/2010		19,252	0	17,354	1,898			0	1,898
45	MEDTRONIC INC	585055106		11/9/1999	2/11/2010		15,864	0	32,475	-16,611			0	-16,611
46	MEDTRONIC INC	585055106		4/11/2008	11/15/2010		32,089	0	41,319	-9,230			0	-9,230
47	MEDTRONIC INC	585055106		11/15/2005	12/13/2010		64,179	0	47,856	16,323			0	16,323
48	MEDTRONIC INC	585055106		2/15/2001	2/11/2010		19,374	0	12,492	6,882			0	6,882
49	MEDTRONIC INC	585055106		4/11/2008	2/11/2010		7,447	0	8,758	-1,311			0	-1,311
50	MEDTRONIC INC	585055106		4/11/2008	12/13/2010		5,232	0	5,693	-461			0	-461
51	MEDTRONIC INC	585055106		11/8/2002	2/11/2010		3,256	0	2,923	333			0	333
52	MEDTRONIC INC	585055106		11/19/2002	2/11/2010		13,024	0	10,276	2,748			0	2,748
53	MEDTRONIC INC	585055106		11/1/2005	2/11/2010		21,540	0	21,092	448			0	448
54	MEDTRONIC INC	585055106		2/22/2008	11/15/2010		26,816	0	25,868	948			0	948
55	MEDTRONIC INC	585055106		2/28/2008	11/15/2010		4,391	0	4,527	-136			0	-136
56	MEDTRONIC INC	585055106		2/11/2010	11/15/2010		2,313	0	1,817	496			0	496
57	MEDTRONIC INC	585055106		2/11/2010	11/15/2010		2,313	0	1,817	496			0	496

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
							Long Term CG Distributions	Short Term CG Distributions								
							0	0	1,436,612	0	1,374,934	61,678	0	0	0	61,678
58		CHINA FD INC COM	169373107		1/29/2008	11/15/2010			97	0	100	-3			0	-3
59		CHINA FD INC COM	169373107		1/23/2009	11/15/2010			399	0	190	209			0	209
60		CHINA FD INC COM	169373107		1/23/2009	11/15/2010			4,417	0	2,104	2,313			0	2,313
61		CHINA FD INC COM	169373107		1/23/2009	11/15/2010			1	0	1	0			0	0
62		CHINA FD INC COM	169373107		1/23/2009	11/15/2010			14	0	7	7			0	7
63		CISCO SYSTEMS INC	17275R102		11/9/1999	2/11/2010			21,321	0	33,609	-12,288			0	-12,288
64		CISCO SYSTEMS INC	17275R102		11/9/1999	11/15/2010			8,016	0	14,938	-6,922			0	-6,922
65		COMCAST CORP CLASS A	20030N101		12/6/2004	2/11/2010			15,192	0	19,727	-4,535			0	-4,535
66		CREDIT SUISSE COMM RT ST-CO #2156	22544R305		11/17/2010	12/13/2010			2,092	0	1,923	169			0	169
67		DIAGEO PLC - ADR	25243Q205		2/11/2010	12/13/2010			4,827	0	4,128	699			0	699
68		DIAMOND HILL LONG-SHORT FD CL I #1	25284S833		11/17/2010	12/13/2010			1,330	0	1,296	34			0	34
69		WALT DISNEY CO	254687106		2/11/2010	12/13/2010			6,164	0	4,963	1,201			0	1,201
70		DODGE & COX INT'L STOCK FD #1048	256206103		10/15/2007	11/15/2010			24,139	0	34,264	-10,125			0	-10,125
71		FISERV INC	337738108		8/30/2006	11/15/2010			3,832	0	2,985	847			0	847
72		JP MORGAN MID CAP VALUE-I #758	339128100		5/19/2004	2/11/2010			29,499	0	12,015	17,484			0	17,484
73		APACHE CORP	037411105		11/15/2010	12/10/2010			4,097	0	1,402	2,695			0	2,695
74		APACHE CORP	037604105		2/11/2010	12/13/2010			4,256	0	4,139	117			0	117
75		APOLLO GROUP INC CL A	037833100		10/15/2007	11/15/2010			4,868	0	2,932	1,936			0	1,936
76		APPLE INC	04314H204		6/12/2000	2/11/2010			23,052	0	36,514	-13,462			0	-13,462
77		ARTISAN INTERNATIONAL FUND #661	066050CM5		12/22/2003	2/11/2010			106,591	0	97,312	9,279			0	9,279
78		BANKAMERICA CORP 7 125% 10/15/1	92343V104		11/9/1999	2/11/2010			14,375	0	16,478	-2,103			0	-2,103
79		VERIZON COMMUNICATIONS	931422109		11/9/1999	11/15/2010			18,260	0	14,785	3,475			0	3,475
80		WALGREEN CO	931422109		6/14/2002	2/16/2010			8,680	0	6,721	1,959			0	1,959
81		WF ADV DIVRS SMALL CAP FD-ADMIN #94975G801	94975G801		11/8/2002	2/16/2010			9,290	0	10,000	-710			0	-710
82		WF ADV DIVRS SMALL CAP FD-ADMIN #94975G801	94975G801		12/9/2002	2/16/2010			11,142	0	10,000	1,142			0	1,142
83		WF ADV DIVRS SMALL CAP FD-ADMIN #94975G801	94975G801		12/12/2003	2/16/2010			189	0	171	18			0	18
84		WF ADV DIVRS SMALL CAP FD-ADMIN #94975G801	94975G801		12/13/2004	2/16/2010			134	0	169	-35			0	-35
85		WF ADV DIVRS SMALL CAP FD-ADMIN #94975G801	94975G801		12/14/2005	2/16/2010			1,573	0	2,183	-610			0	-610
86		WF ADV DIVRS SMALL CAP FD-ADMIN #94975G801	94975G801		12/15/2006	2/16/2010			2,052	0	2,916	-864			0	-864
87		WF ADV DIVRS SMALL CAP FD-ADMIN #94975G801	94975G801		12/14/2007	2/16/2010			2,924	0	4,168	-1,244			0	-1,244
88		WF ADV DIVRS SMALL CAP FD-ADMIN #94975G801	94975G801						3,700	0	4,511	-811			0	-811
89		WF ADV DIVRS SMALL CAP FD-ADMIN #94975G801	94975G801						912	0	0	912			0	912
90		LT CAPITAL GAIN DIVIDENDS							972	0	0	972			0	972
91		ST GAIN FROM K1 SALES							1,949	0	0	1,949			0	1,949
92		LT GAIN FROM K1 SALES							0	0	4,164	-4,164			0	-4,164
93		FINAL YEAR K1 ADJUSTMENT							0	0	0	0			0	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	WELLS FARGO BANK, N A	X	1919 DOUGLAS ST 2ND FL MAC N	OMAHA	NE	68102		TRUSTEE	4	23,653
2										
3										
4										
5										
6										
7										
8										
9										
10										

23,653

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		94
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments	5/12/2010	587
7 Total		681

Account Statement For:
FIELDS FOUNDATION IRR: T/U/A

Period Covered December 1, 2010 - December 31, 2010

Account Number 70037300

**WELLS
FARGO**

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
CASH							
INCOME							
Total Cash							
MONEY MARKET							
WELLS FARGO ADVANTAGE HERITAGE MONEY MARKET INSTITUTIONAL #3106	0.000		\$2,086.05	\$2,086.05	\$0.00		\$0.31
<i>Asset held in Invested Income Portfolio</i>							
WELLS FARGO ADVANTAGE HERITAGE MONEY MARKET INSTITUTIONAL #3106	74,092.630		\$74,092.63	74,092.63	0.00	0.14	1.91
<i>Asset held in Invested Income Portfolio</i>							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	0.000		0.00	0.00	0.00	0.00	0.03
<i>Asset held in Invested Income Portfolio</i>							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	0.000		0.00	0.00	0.00	0.00	0.27
Total Money Market			\$74,092.63	\$74,092.63	\$0.00	0.14%	\$2.52
Total CASH & EQUIVALENTS			\$76,178.68	\$76,178.68	\$0.00	0.14%	\$2.52

Account Statement For:
FIELDS FOUNDATION IRR. T/U/A

Period Covered December 1, 2010 - December 31, 2010

Account Number 70037300

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	YIELD TO MATURITY	ACCRUED INCOME
CORPORATE OBLIGATIONS							
ASTRAZENECA PLC DTD 09/12/2007 5 900 09/15/2017 CUSIP: 046353AB4 MOODY'S RATING A1 STANDARD & POOR'S RATING AA-	50,000,000	\$115 803	\$57,901 50	\$46,981 00	\$10,920 50	3 26%	\$868 61
BEAR STEARNS CO INC DTD 01/25/07 5 350 02/01/2012 CUSIP: 073902PP7 MOODY'S RATING AA3 STANDARD & POOR'S RATING A+	100,000 000	104 642	104,642 00	100,376 00	4,266 00	1 03	2,229.17
COCA-COLA CO DTD 11/01/07 5 350 11/15/2017 CUSIP: 191216AK6 MOODY'S RATING AA3 STANDARD & POOR'S RATING A+	50,000 000	113 142	56,571 00	46,545 00	10,026 00	3 20	341 81
SBC COMMUNICATIONS DTD 11/03/04 5 100 09/15/2014 CUSIP: 78387GAP8 MOODY'S RATING A2 STANDARD & POOR'S RATING A-	50,000 000	109 410	54,705 00	44,782 50	9,922 50	2 43	750 83
Total Corporate Obligations			\$273,819.50	\$238,684.50	\$35,135.00		\$4,190.42

Account Statement For
FIELDS FOUNDATION IRR. T/U/A

Period Covered December 1, 2010 - December 31, 2010

Account Number 70037300

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
DOMESTIC MUTUAL FUNDS							
DREYFUS EMERGING MARKETS DEBT LOCAL CURRENCY FUND CLASS I #6083 CUSIP: 261980494	2,678 000	\$14 460	\$38,723 88	\$39,289 97	-\$566 09	2 36%	\$0 00
LAUDUS MONDRIAN INTERNATIONAL FIXED INCOME FUND CLASS INST #2940 CUSIP 51855Q655	6,125 000	11 790	72,213 75	72,172 71	41 04	1 76	0 00
RIDGEWORTH SEIX HIGH YIELD BOND FUND CLASS I #5855 CUSIP: 76628T645	7,621 304	9 830	74,917 42	72,949 80	1,967 62	7 91	31 33
Total Domestic Mutual Funds			\$185,855.05	\$184,412.48	\$1,442.57	4.36%	\$31.33
Total FIXED INCOME			\$459,674.55	\$423,096.98	\$36,577.57	0.00%	\$4,221.75

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
CONSUMER DISCRETIONARY							
COMCAST CORP CLASS A SYMBOL: CMCSA CUSIP: 20030N101	500 000	\$21 970	\$10,985 00	\$9,863 27	\$1,121 73	1 72%	\$0 00
TARGET CORP SYMBOL TGT CUSIP 87612E106	155 000	60 130	9,320 15	7,615 86	1,704 29	1 66	0 00
WALT DISNEY CO SYMBOL: DIS CUSIP: 254687106	235 000	37 510	8,814 85	7,068 78	1,746 07	1 07	160 00
Total Consumer Discretionary			\$29,120.00	\$24,547.91	\$4,572.09	1.50%	\$160.00

Account Statement For:
FIELDS FOUNDATION IRR. T/U/A

Period Covered December 1, 2010 - December 31, 2010
Account Number 70037300

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
CONSUMER STAPLES							
CVS/CAREMARK CORPORATION SYMBOL: CVS CUSIP: 126650100	260 000	\$34 770	\$9,040 20	\$7,857 20	\$1,183 00	1.01%	\$0 00
KRAFT FOODS INC CL A	135 000	31 510	4,253 85	4,161 61	92 24	3 68	39 15
SYMBOL KFT CUSIP: 50075N104							
PROCTER & GAMBLE CO SYMBOL PG CUSIP: 742718109	155 000	64 330	9,971 15	10,011 03	- 39 88	3 00	0 00
Total Consumer Staples			\$23,265.20	\$22,029.84	\$1,235.36	2.35%	\$39.15
ENERGY							
APACHE CORP SYMBOL: APA CUSIP: 037411105	65 000	\$119 230	\$7,749 95	\$2,603 25	\$5,146 70	0 50%	\$0 00
BAKER HUGHES INC COM SYMBOL: BHI CUSIP: 057224107	150 000	57.170	8,575 50	6,819 00	1,756 50	1 05	0 00
CHEVRON CORP SYMBOL CVX CUSIP: 166764100	80 000	91 250	7,300 00	6,860 80	439 20	3 16	0 00
CONOCOPHILLIPS SYMBOL: COP CUSIP: 20825C104	150 000	68 100	10,215 00	7,240 50	2,974 50	3 23	0 00
Total Energy			\$33,840.45	\$23,523.55	\$10,316.90	2.04%	\$0.00

Account Statement For:
FIELDS FOUNDATION IRR T/U/A

Period Covered December 1, 2010 - December 31, 2010

Account Number 70037300

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
FINANCIALS							
AFFILIATED MANAGERS GROUP, INC COM SYMBOL AMG CUSIP 008252108	60.000	\$99.220	\$5,953.20	\$5,341.17	\$612.03	0.00%	\$0.00
AFLAC INC SYMBOL AFL CUSIP 001055102	250.000	56.430	14,107.50	11,607.50	2,500.00	2.13	0.00
BANK NEW YORK MELLON CORP COM COM	300.000	30.200	9,060.00	8,204.19	855.81	1.19	0.00
SYMBOL BK CUSIP 064058100							
BERKSHIRE HATHAWAY INC SYMBOL BRK B CUSIP 084670702	85.000	80.110	6,809.35	7,444.30	- 634.95	0.00	0.00
CAPITAL ONE FINANCIAL CORP SYMBOL COF CUSIP 14040H105	200.000	42.560	8,512.00	7,062.00	1,450.00	0.47	0.00
GOLDMAN SACHS GROUP INC SYMBOL GS CUSIP 38141G104	35.000	168.160	5,885.60	5,874.40	11.20	0.83	0.00
JPMORGAN CHASE & CO SYMBOL JPM CUSIP 46625H100	200.000	42.420	8,484.00	7,726.00	758.00	0.47	0.00
Total Financials			\$58,811.65	\$53,259.56	\$5,552.09	0.91%	\$0.00
HEALTH CARE							
ABBOTT LABS SYMBOL ABT CUSIP 002824100	200.000	\$47.910	\$9,582.00	\$10,631.46	- \$1,049.46	3.67%	\$0.00
JOHNSON & JOHNSON SYMBOL JNJ CUSIP 478160104	200.000	61.850	12,370.00	9,726.75	2,643.25	3.49	0.00
THERMO FISHER SCIENTIFIC INC SYMBOL TMO CUSIP 883556102	100.000	55.360	5,536.00	4,712.00	824.00	0.00	0.00
UNITEDHEALTH GROUP INC SYMBOL UNH CUSIP 91324P102	200.000	36.110	7,222.00	6,538.00	684.00	1.38	0.00
Total Health Care			\$34,710.00	\$31,608.21	\$3,101.79	2.55%	\$0.00



Account Statement For:
FIELDS FOUNDATION IRR. T/U/A

Period Covered December 1, 2010 - December 31, 2010

Account Number 70037300

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
INDUSTRIALS							
IRON MOUNTAIN INC SYMBOL: IRM CUSIP: 462846106	400 000	\$25 010	\$10,004.00	\$8,615.08	\$1,388.92	3 00%	\$75.00
UNION PACIFIC CORP SYMBOL: UNP CUSIP: 907818108	40 000	92 660	3,706.40	3,698.00	8.40	1 64	0.00
3M CO COM SYMBOL: MMM CUSIP: 88579Y101	120 000	86.300	10,356.00	10,333.77	22.23	2 43	0.00
Total Industrials			\$24,066.40	\$22,646.85	\$1,419.55	2.55%	\$75.00
INFORMATION TECHNOLOGY							
APPLE INC SYMBOL: AAPL CUSIP: 037833100	60 000	\$322 560	\$19,353.60	\$11,726.40	\$7,627.20	0 00%	\$0.00
FISERV INC SYMBOL: FISV CUSIP: 337738108	135 000	58 560	7,905.60	6,199.20	1,706.40	0 00	0.00
HEWLETT PACKARD CO SYMBOL: HPQ CUSIP: 428236103	250 000	42 100	10,525.00	11,478.00	- 953.00	0 76	0.00
INTEL CORP COMM SYMBOL: INTC CUSIP: 458140100	500 000	21 030	10,515.00	20,296.87	- 9,781.87	3 00	0.00
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104	275 000	27 910	7,675.25	7,895.25	- 220.00	2 29	0.00
ORACLE CORPORATION SYMBOL: ORCL CUSIP: 68389X105	145 000	31 300	4,538.50	4,152.80	385.70	0 64	0.00
VISA INC-CLASS A SHRS SYMBOL: V CUSIP: 92826C839	100 000	70.380	7,038.00	8,419.00	- 1,381.00	0 85	0.00
Total Information Technology			\$67,550.95	\$70,167.52	-\$2,616.57	0.98%	\$0.00
MATERIALS							
ECOLAB INC SYMBOL: ECL CUSIP: 278865100	200 000	\$50 420	\$10,084.00	\$8,376.00	\$1,708.00	1 39%	\$35.00
Total Materials			\$10,084.00	\$8,376.00	\$1,708.00	1.39%	\$35.00

Account Statement For:
FIELDS FOUNDATION IRR. T/U/A

Period Covered December 1, 2010 - December 31, 2010

Account Number 70037300

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
UTILITIES							
NEXTERA ENERGY, INC SYMBOL: NEE CUSIP: 65339F101	150 000	\$51.990	\$7,798.50	\$6,851.60	\$946.90	3.85%	\$0.00
Total Utilities			\$7,798.50	\$6,851.60	\$946.90	3.85%	\$0.00
INTERNATIONAL EQUITIES							
BHP BILLITON LIMITED - ADR SPONSORED ADR CUSIP: 088606108	70 000	\$92.920	\$6,504.40	\$6,289.50	\$214.90	1.87%	\$0.00
CARNIVAL CORP CUSIP: 143658300	200 000	46.110	9,222.00	5,138.00	4,084.00	0.87	0.00
COOPER INDUSTRIES PLC NEW IRELAND CUSIP: G24140108	200 000	58.290	11,658.00	8,470.00	3,188.00	1.85	54.00
DIAGEO PLC - ADR SPONSORED ADR CUSIP: 25243Q205	135 000	74.330	10,034.55	8,573.85	1,460.70	3.18	0.00
NESTLE S.A REGISTERED SHARES - ADR SPONSORED ADR CUSIP: 641069406	200 000	58.820	11,764.00	9,204.00	2,560.00	1.52	0.00
NOVARTIS AG - ADR SPONSORED ADR CUSIP: 66987V109	150 000	58.950	8,842.50	7,987.11	855.39	2.80	0.00
SCHLUMBERGER LTD CUSIP: 806857108	100 000	83.500	8,350.00	3,519.62	4,830.38	1.01	21.00
TEVA PHARMACEUTICAL INDUSTRIES - ADR SPONSORED ADR CUSIP: 881624209	100 000	52.130	5,213.00	5,794.73	- 581.73	1.28	0.00
VODAFONE GROUP PLC NEW CUSIP: 92857W209	300 000	26.440	7,932.00	6,483.00	1,449.00	4.93	136.13
Total International Equities			\$79,520.45	\$61,459.81	\$18,060.64	2.15%	\$211.13

Account Statement For:
FIELDS FOUNDATION IRR. T/U/A

Period Covered December 1, 2010 - December 31, 2010
Account Number 70037300

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
DOMESTIC MUTUAL FUNDS							
GOLDMAN SACHS GROWTH OPPORTUNITY FUND INSTITUTIONAL SHARES #1132 SYMBOL: GGOIX CUSIP: 38142Y401	2,336,000	\$24.350	\$56,881.60	\$53,284.16	\$3,597.44	0.00%	\$0.00
JP MORGAN MID CAP VALUE FUND-CLASS I #758 SYMBOL: FLMVX CUSIP: 339128100	1,930,614	23.470	45,311.51	42,446.30	2,865.21	1.21	0.00
KEELEY SMALL CAP VALUE FUND CLASS I #2251 SYMBOL: KSCIX CUSIP: 487300808	2,064,000	25.110	51,827.04	46,440.00	5,387.04	0.33	0.00
TCW SMALL CAP GROWTH FUND CLASS I #4724 SYMBOL: TGSCX CUSIP: 87234N849	1,758,000	29.350	51,597.30	46,446.36	5,150.94	0.00	0.00
Total Domestic Mutual Funds			\$205,617.45	\$188,616.82	\$17,000.63	0.35%	\$0.00
INTERNATIONAL MUTUAL FUNDS							
ARTISAN INTERNATIONAL FUND #661 SYMBOL: ARTIX CUSIP: 04314H204	5,704,413	\$21.700	\$123,785.76	\$153,931.20	- \$30,145.44	0.82%	\$0.00
DODGE & COX INTERNATIONAL STOCK FUND SYMBOL: DODFX CUSIP: 256206103	3,482,198	35.710	124,349.29	134,189.46	- 9,840.17	1.39	0.00
OPPENHEIMER DEVELOPING MKT-Y #788 SYMBOL: ODVYX CUSIP: 683974505	1,611,000	36.070	58,108.77	54,800.88	3,307.89	0.40	0.00
VANGUARD EMERGING MARKETS ETF SYMBOL: VWO CUSIP: 922042858	1,190,000	48.146	57,293.74	52,163.76	5,129.98	1.69	0.00
Total International Mutual Funds			\$363,537.56	\$395,085.30	-\$31,547.74	1.08%	\$0.00
Total EQUITIES			\$937,922.61	\$908,172.97	\$29,749.64	1.19%	\$520.28

Account Statement For:
FIELDS FOUNDATION IRR. T/U/A

Period Covered December 1, 2010 - December 31, 2010

Account Number 70037300

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
OTHER							
DIAMOND HILL LONG-SHORT FUND CLASS I #11	3,490,000	\$16.420	\$57,305.80	\$55,176.90	\$2,128.90	0.00%	\$0.00
SYMBOL: DHLSX CUSIP: 252645833							
HUSSMAN STRATEGIC GROWTH FUND #601	6,042,580	12.290	74,263.31	90,646.56	-16,383.25	0.14	0.00
SYMBOL: HSGFX CUSIP: 448108100							
MERGER FD SH BEN INT	2,406,000	15.780	37,966.68	38,375.70	-409.02	0.00	0.00
SYMBOL: MERFX CUSIP: 589509108							
Total Other			\$169,535.79	\$184,199.16	-\$14,663.37	0.06%	\$0.00
Total COMPLEMENTARY STRATEGIES			\$169,535.79	\$184,199.16	-\$14,663.37	0.06%	\$0.00

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
REAL ASSET FUNDS							
CREDIT SUISSE COMMODITY RETURN STRATEGY COMMON FUND #2156	9,047,000	\$9.340	\$84,498.98	\$80,156.42	\$4,342.56	7.14%	\$0.00
SYMBOL: CRSOX CUSIP: 22544R305							
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF	1,320,000	38.930	51,387.60	43,706.92	7,680.68	6.04	0.00
SYMBOL: RWX CUSIP: 78463X863							
VANGUARD REIT VIPER	2,303,000	55.370	127,517.11	125,373.34	2,143.77	3.41	0.00
SYMBOL: VNQ CUSIP: 922908553							
Total Real Asset Funds			\$263,403.69	\$249,236.68	\$14,167.01	5.12%	\$0.00
Total REAL ASSETS			\$263,403.69	\$249,236.68	\$14,167.01	5.12%	\$0.00

ACCOUNT VALUE AS OF 12/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ACCRUED INCOME
TOTAL ASSETS	\$1,906,715.32	\$1,840,884.47	\$65,830.85
			\$4,744.55