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Return of Private Foundation

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

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

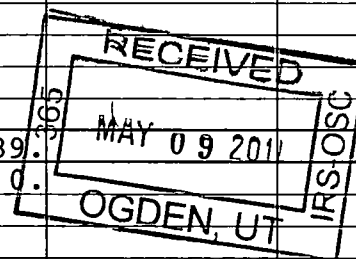
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

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

Name of foundation LEA CHARITABLE TRUST		A Employer identification number 36-3486285
Number and street (or P.O. box number if mail is not delivered to street address) 1500 PRIMROSE LANE	Room/suite	B Telephone number (847) 724-6810
City or town, state, and ZIP code GLENVIEW, IL 60026		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,789,744.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		25.	21.		STATEMENT 2
4 Dividends and interest from securities		106,044.	106,044.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		363,227.			STATEMENT 1
b Gross sales price for all assets on line 6a 3,003,072.					
7 Capital gain net income (from Part IV, line 2)			600,224.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		469,296.	706,289.		
13 Compensation of officers, directors, trustees, etc		0.			0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		3,500.	0.		3,500.
c Other professional fees STMT 5		43,462.	43,462.		0.
17 Interest					
18 Taxes STMT 6		750.	526.		224.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		3,118.	0.		3,118.
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		50,830.	43,988.		6,842.
25 Contributions, gifts, grants paid		377,000.			377,000.
26 Total expenses and disbursements. Add lines 24 and 25		427,830.	43,988.		383,842.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		41,466.			
b Net investment income (if negative, enter -0-)			662,301.		
c Adjusted net income (if negative, enter -0-)				N/A	



Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	189,580.	147,856.	147,856.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	4,553,417.	4,537,181.	5,456,563.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	2,058,083.	2,157,509.	2,185,325.
Liabilities	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	6,801,080.	6,842,546.	7,789,744.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	704,943.	704,943.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	6,096,137.	6,137,603.	
Net Assets or Fund Balances	30 Total net assets or fund balances	6,801,080.	6,842,546.	
	31 Total liabilities and net assets/fund balances	6,801,080.	6,842,546.	

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	6,801,080.
2 Enter amount from Part I, line 27a	2	41,466.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,842,546.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,842,546.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
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 3,003,072.		2,402,848.	600,224.

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			600,224.

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** 600,224.

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

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	348,274.	6,709,339.	.051909
2008	339,201.	7,906,049.	.042904
2007	485,633.	8,902,158.	.054552
2006	355,640.	8,180,830.	.043472
2005	355,579.	5,770,289.	.061622

2 Total of line 1, column (d)	2 .254459
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 .050892
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4 6,851,461.
5 Multiply line 4 by line 3	5 348,685.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 6,623.
7 Add lines 5 and 6	7 355,308.
8 Enter qualifying distributions from Part XII, line 4	8 383,842.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	6,623.
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	6,623.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	6,623.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	840.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	840.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	5,783.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>IL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>L. BATES LEA</u> Telephone no. ► <u>847-724-6810</u> Located at ► <u>1500 PRIMROSE LANE, GLENVIEW, IL</u> ZIP+4 ► <u>60026</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b
		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)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

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?

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

6b

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

X

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?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

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

0

Form 990-PF (2010)

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

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	6,787,080.
b	Average of monthly cash balances	1b	168,718.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,955,798.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,955,798.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	104,337.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,851,461.
6	Minimum investment return Enter 5% of line 5	6	342,573.

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

1	Minimum investment return from Part X, line 6	1	342,573.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,623.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,623.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	335,950.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	335,950.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	335,950.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	383,842.
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	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	383,842.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,623.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	377,219.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				335,950.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				65,991.
d From 2008				
e From 2009				14,425.
f Total of lines 3a through e	80,416.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	383,842.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				335,950.
e Remaining amount distributed out of corpus	47,892.			
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	128,308.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	128,308.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				65,991.
c Excess from 2008				
d Excess from 2009				14,425.
e Excess from 2010				47,892.

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

N/A

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 11				
Total			► 3a	377,000.
b <i>Approved for future payment</i>				
NONE				
Total			► 3b	0.

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		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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.		

[illegible]

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
N/A		

**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

Date: _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

Firm's name ► MORRISON & MORRISON, LTD.
19 SOUTH LASALLE ST., SUITE 1100

Firm's FIN ►

Firm's address ► CHICAGO, IL 60603

Phone no.	312-346-2141
-----------	--------------

LEA CHARITABLE TRUST

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	2,000 SHS FASTENAL CO	D	08/22/05	01/15/10
b	2,100 SHS ALLIANCE DATA SYSTEMS CORP	P	02/12/08	02/03/10
c	1,150 SHS ALLIANCE DATA SYSTEMS CORP	P	02/12/08	02/04/10
d	4,000 SHS AIRGAS INC	P	08/26/02	03/24/10
e	300 SHS CYBERSOURCE CORP	P	11/02/09	04/27/10
f	200 SHS CYBERSOURCE CORP	P	10/29/09	04/27/10
g	6,000 SHS CYBERSOURCE CORP	P	05/26/09	04/27/10
h	300 SHS CYBERSOURCE CORP	P	11/03/09	04/27/10
i	400 SHS CYBERSOURCE CORP	P	10/30/09	04/27/10
j	300 SHS CYBERSOURCE CORP	P	10/29/09	04/27/10
k	1,325 SHS FASTENAL CO	D	08/22/05	05/13/10
l	3,700 SHS MYRIAD GENETICS INC	P	03/24/10	07/14/10
m	2,130 SHS MCAFEE INC	P	09/23/09	07/21/10
n	1,200 SHS MCAFEE INC	P	03/11/10	07/21/10
o	3,700 SHS SANGAMO BIOSCIENCES INC	D	05/31/00	07/29/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 91,327.		1,612.	89,715.
b 115,494.		106,857.	8,637.
c 61,577.		58,517.	3,060.
d 255,462.		63,510.	191,952.
e 7,683.		4,311.	3,372.
f 5,122.		2,874.	2,248.
g 153,657.		86,213.	67,444.
h 7,683.		4,311.	3,372.
i 10,244.		5,748.	4,496.
j 7,683.		4,311.	3,372.
k 73,258.		1,068.	72,190.
l 57,514.		93,564.	-36,050.
m 64,379.		88,403.	-24,024.
n 36,270.		49,805.	-13,535.
o 14,623.		12,949.	1,674.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			89,715.
b			8,637.
c			3,060.
d			191,952.
e			3,372.
f			2,248.
g			67,444.
h			3,372.
i			4,496.
j			3,372.
k			72,190.
l			-36,050.
m			-24,024.
n			-13,535.
o			1,674.

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 }

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

2

3

LEA CHARITABLE TRUST

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 2,000 SHS SANGAMO BIOSCIENCES INC		D	05/31/00	07/30/10
b 700 SHS SANGAMO BIOSCIENCES INC		D	05/31/00	08/02/10
c 700 SHS SANGAMO BIOSCIENCES INC		D	05/31/00	08/03/10
d 500 SHS SANGAMO BIOSCIENCES INC		D	05/31/00	08/04/10
e 313 SHS SANGAMO BIOSCIENCES INC		D	05/31/00	08/05/10
f 783 SHS SANGAMO BIOSCIENCES INC		D	05/31/00	08/06/10
g 800 SHS SANGAMO BIOSCIENCES INC		D	05/31/00	08/09/10
h 504 SHS SANGAMO BIOSCIENCES INC		D	05/31/00	08/10/10
i 400 SHS ULTIMATE SOFTWARE GROUP INC		P	06/01/09	09/13/10
j 400 SHS ULTIMATE SOFTWARE GROUP INC		P	05/29/09	09/13/10
k 500 SHS ULTIMATE SOFTWARE GROUP INC		P	06/03/09	09/13/10
l 400 SHS ULTIMATE SOFTWARE GROUP INC		P	06/02/09	09/13/10
m 300 SHS ULTIMATE SOFTWARE GROUP INC		P	06/04/09	09/14/10
n 200 SHS ULTIMATE SOFTWARE GROUP INC		P	06/09/09	09/14/10
o 600 SHS ULTIMATE SOFTWARE GROUP INC		P	06/03/09	09/14/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,695.		6,999.	696.
b 2,623.		2,450.	173.
c 2,739.		2,450.	289.
d 1,920.		1,750.	170.
e 1,197.		1,095.	102.
f 2,937.		2,740.	197.
g 3,080.		2,800.	280.
h 1,950.		3,839.	-1,889.
i 14,426.		1,763.	12,663.
j 14,426.		9,695.	4,731.
k 18,032.		12,119.	5,913.
l 14,426.		9,695.	4,731.
m 10,752.		7,271.	3,481.
n 7,168.		4,847.	2,321.
o 21,504.		14,542.	6,962.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			696.
b			173.
c			289.
d			170.
e			102.
f			197.
g			280.
h			-1,889.
i			12,663.
j			4,731.
k			5,913.
l			4,731.
m			3,481.
n			2,321.
o			6,962.

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

LEA CHARITABLE TRUST

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 400 SHS ULTIMATE SOFTWARE GROUP INC	P	06/09/09	09/15/10
b 600 SHS ULTIMATE SOFTWARE GROUP INC	P	06/10/09	09/15/10
c 200 SHS ULTIMATE SOFTWARE GROUP INC	P	06/11/09	09/15/10
d 1,000 SHS FASTENAL CO	D	08/22/05	11/08/10
e 4,600 SHS ALBERTO-CULVER CO	P	05/14/09	12/02/10
f 270 SHS STRAYER EDUCATION INC	P	09/23/09	12/02/10
g 3,650 SHS CAREFUSION CORP	P	03/24/10	12/07/10
h SPDR GOLD TR GOLD SHS - RETURN OF PRINCIPAL	P	VARIOUS	/ /10
i 470 SHS EEB US	P	06/02/09	02/02/10
j 799 SHS EMB	P	10/02/09	02/02/10
k 2,617 SHS EWG US	P	10/02/09	02/02/10
l 1,918 SHS IWM	P	10/02/09	02/02/10
m 307 SHS LQD	P	10/31/08	02/02/10
n 93 SHS LQD	P	06/02/09	02/02/10
o 1,052 SHS VEU US	P	10/31/08	02/02/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 14,272.		9,695.	4,577.
b 21,408.		14,542.	6,866.
c 7,136.		4,847.	2,289.
d 53,276.		806.	52,470.
e 171,301.		103,034.	68,267.
f 36,499.		58,902.	-22,403.
g 85,240.		91,390.	-6,150.
h 440.		440.	0.
i 18,623.		16,165.	2,458.
j 80,308.		81,935.	-1,627.
k 54,902.		55,959.	-1,057.
l 117,558.		112,192.	5,366.
m 32,143.		26,854.	5,289.
n 9,737.		9,162.	575.
o 44,617.		34,318.	10,299.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4,577.
b			6,866.
c			2,289.
d			52,470.
e			68,267.
f			-22,403.
g			-6,150.
h			0.
i			2,458.
j			-1,627.
k			-1,057.
l			5,366.
m			5,289.
n			575.
o			10,299.

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

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	445 SHS VEU US	P	10/20/08	02/02/10
b	76 SHS VTI	P	10/20/08	02/02/10
c	505 SHS VTI	P	09/09/08	02/02/10
d	776 SHS WIP	P	12/16/09	02/02/10
e	1,408 SHS VXX	P	02/02/10	03/08/10
f	1,680 SHS DBA	P	02/02/10	05/12/10
g	1,284 SHS CEW US	P	12/16/09	06/02/10
h	300 SHS EMB	P	10/02/09	06/02/10
i	404 SHS EMB	P	07/13/09	06/02/10
j	2,834 SHS EWH US	P	02/02/10	06/02/10
k	912 SHS EWY US	P	02/02/10	06/02/10
l	404 SHS TIP	P	02/02/10	08/04/10
m	3,004 SHS DBC	P	02/02/10	08/12/10
n	1,839 SHS DBC	P	11/20/09	08/12/10
o	702 SHS CEW US	P	12/16/09	10/04/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 18,873.		15,313.	3,560.
b 4,236.		3,671.	565.
c 28,146.		31,280.	-3,134.
d 42,772.		44,311.	-1,539.
e 33,025.		41,109.	-8,084.
f 40,970.		43,008.	-2,038.
g 27,161.		28,569.	-1,408.
h 30,366.		30,764.	-398.
i 40,893.		37,778.	3,115.
j 41,712.		43,025.	-1,313.
k 40,179.		42,458.	-2,279.
l 43,062.		42,584.	478.
m 67,554.		68,289.	-735.
n 41,356.		42,357.	-1,001.
o 16,081.		15,620.	461.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,560.
b			565.
c			-3,134.
d			-1,539.
e			-8,084.
f			-2,038.
g			-1,408.
h			-398.
i			3,115.
j			-1,313.
k			-2,279.
l			478.
m			-735.
n			-1,001.
o			461.

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

2

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

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	1,260 SHS CEW US	P	02/02/10	10/04/10
b	1,449 SHS EEB US	P	06/02/09	10/04/10
c	5,589 SHS EWJ US	P	03/26/09	10/04/10
d	156 SHS FXI US	P	10/20/08	10/04/10
e	292 SHS FXI US	P	10/16/08	10/04/10
f	471 SHS FXI US	P	02/04/09	10/04/10
g	392 SHS HYG	P	12/22/08	10/04/10
h	273 SHS HYG	P	06/02/10	10/04/10
i	865 SHS IWM	P	06/02/10	10/04/10
j	1,287 SHS QQQQ	P	12/23/09	10/04/10
k	86 SHS VEU US	P	10/31/08	10/04/10
l	274 SHS VEU US	P	02/04/09	10/04/10
m	1,520 SHS VIG	P	02/02/10	10/04/10
n	877 SHS VIG	P	03/17/10	10/04/10
o	740 SHS IEF	P	06/02/09	11/18/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 28,864.		27,667.	1,197.
b 65,783.		49,837.	15,946.
c 54,250.		46,965.	7,285.
d 6,730.		4,485.	2,245.
e 12,598.		8,067.	4,531.
f 20,320.		12,514.	7,806.
g 34,854.		28,820.	6,034.
h 24,273.		22,925.	1,348.
i 57,869.		56,601.	1,268.
j 62,329.		58,644.	3,685.
k 3,898.		2,806.	1,092.
l 12,420.		7,920.	4,500.
m 74,010.		71,313.	2,697.
n 42,702.		42,867.	-165.
o 71,712.		66,578.	5,134.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,197.
b			15,946.
c			7,285.
d			2,245.
e			4,531.
f			7,806.
g			6,034.
h			1,348.
i			1,268.
j			3,685.
k			1,092.
l			4,500.
m			2,697.
n			-165.
o			5,134.

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

2

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

3

LEA CHARITABLE TRUST

CONTINUATION FOR 990-PF, PART IV

36-3486285

PAGE

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6

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 755 SHS MINT		P	11/18/10	12/08/10
b CAPITAL GAINS DIVIDENDS				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 75,929.		76,354.	-425.
b 3,834.			3,834.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-425.
b			3,834.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	600,224.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }		3	N/A

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
2,000 SHS FASTENAL CO		08/22/05	01/15/10	
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
91,327.	82,480.	0.	0.	8,847.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
2,100 SHS ALLIANCE DATA SYSTEMS CORP		02/12/08	02/03/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
115,494.	106,857.	0.	0.	8,637.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
1,150 SHS ALLIANCE DATA SYSTEMS CORP		02/12/08	02/04/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
61,577.	58,517.	0.	0.	3,060.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,000 SHS AIRGAS INC	255,462.	63,510.	0.	0.	191,952.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300 SHS CYBERSOURCE CORP	7,683.	4,311.	0.	0.	3,372.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200 SHS CYBERSOURCE CORP	5,122.	2,874.	0.	0.	2,248.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,000 SHS CYBERSOURCE CORP	153,657.	86,213.	0.	0.	67,444.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
300 SHS CYBERSOURCE CORP				11/03/09	04/27/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
7,683.	4,311.	0.	0.	3,372.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
400 SHS CYBERSOURCE CORP				10/30/09	04/27/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
10,244.	5,748.	0.	0.	4,496.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
300 SHS CYBERSOURCE CORP				10/29/09	04/27/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
7,683.	4,311.	0.	0.	3,372.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,325 SHS FASTENAL CO				08/22/05	05/13/10
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
73,258.	54,643.	0.	0.	18,615.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3,700 SHS MYRIAD GENETICS INC				03/24/10	07/14/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
57,514.	93,564.	0.	0.	-36,050.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2,130 SHS MCAFEE INC				09/23/09	07/21/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
64,379.	88,403.	0.	0.	-24,024.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,200 SHS MCAFEE INC				03/11/10	07/21/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
36,270.	49,805.	0.	0.	-13,535.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3,700 SHS SANGAMO BIOSCIENCES INC				05/31/00	07/29/10
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
14,623.	33,768.	0.	0.	-19,145.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000 SHS SANGAMO BIOSCIENCES INC	7,695.	18,252.	0.	0.	-10,557.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
700 SHS SANGAMO BIOSCIENCES INC	2,623.	6,388.	0.	0.	-3,765.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
700 SHS SANGAMO BIOSCIENCES INC	2,739.	6,388.	0.	0.	-3,649.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS SANGAMO BIOSCIENCES INC	1,920.	4,563.	0.	0.	-2,643.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
313 SHS SANGAMO BIOSCIENCES INC	1,197.	2,856.	0.	0.	-1,659.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
783 SHS SANGAMO BIOSCIENCES INC	2,937.	7,145.	0.	0.	-4,208.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
800 SHS SANGAMO BIOSCIENCES INC	3,080.	7,301.	0.	0.	-4,221.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
504 SHS SANGAMO BIOSCIENCES INC	1,950.	4,599.	0.	0.	-2,649.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
400 SHS ULTIMATE SOFTWARE GROUP INC	14,426.	9,695.	0.	0.	4,731.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
400 SHS ULTIMATE SOFTWARE GROUP INC	14,426.	9,695.	0.	0.	4,731.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SHS ULTIMATE SOFTWARE GROUP INC	18,032.	12,119.	0.	0.	5,913.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
400 SHS ULTIMATE SOFTWARE GROUP INC	14,426.	9,695.	0.	0.	4,731.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
300 SHS ULTIMATE SOFTWARE GROUP INC				06/04/09	09/14/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
10,752.	7,271.	0.	0.	3,481.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 SHS ULTIMATE SOFTWARE GROUP INC				06/09/09	09/14/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
7,168.	4,847.	0.	0.	2,321.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
600 SHS ULTIMATE SOFTWARE GROUP INC				06/03/09	09/14/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
21,504.	14,542.	0.	0.	6,962.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
400 SHS ULTIMATE SOFTWARE GROUP INC				06/09/09	09/15/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
14,272.	9,695.	0.	0.	4,577.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
600 SHS ULTIMATE SOFTWARE GROUP INC				06/10/09	09/15/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
21,408.	14,542.	0.	0.	6,866.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
200 SHS ULTIMATE SOFTWARE GROUP INC				06/11/09	09/15/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
7,136.	4,847.	0.	0.	2,289.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS FASTENAL CO				08/22/05	11/08/10
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
53,276.	41,240.	0.	0.	12,036.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
4,600 SHS ALBERTO-CULVER CO				05/14/09	12/02/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
171,301.	103,034.	0.	0.	68,267.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
270 SHS STRAYER EDUCATION INC		09/23/09	12/02/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
36,499.	58,902.	0.	0.	-22,403.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
3,650 SHS CAREFUSION CORP		03/24/10	12/07/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
85,240.	91,390.	0.	0.	-6,150.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
SPDR GOLD TR GOLD SHS - RETURN OF PRINCIPAL		VARIOUS	/ /10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
440.	440.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
470 SHS EEB US		06/02/09	02/02/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,623.	16,165.	0.	0.	2,458.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
799 SHS EMB	80,308.	81,935.	0.	0.	-1,627.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,617 SHS EWG US	54,902.	55,959.	0.	0.	-1,057.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,918 SHS IWM	117,558.	112,192.	0.	0.	5,366.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
307 SHS LQD	32,143.	26,854.	0.	0.	5,289.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
93 SHS LQD	9,737.	9,162.	0.	0.	575.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,052 SHS VEU US	44,617.	34,318.	0.	0.	10,299.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
445 SHS VEU US	18,873.	15,313.	0.	0.	3,560.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
76 SHS VTI	4,236.	3,671.	0.	0.	565.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
505 SHS VTI	28,146.	31,280.	0.	0.	-3,134.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
776 SHS WIP	42,772.	44,311.	0.	0.	-1,539.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,408 SHS VXX	33,025.	41,109.	0.	0.	-8,084.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,680 SHS DBA	40,970.	43,008.	0.	0.	-2,038.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,284 SHS CEW US				12/16/09	06/02/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
27,161.	28,569.	0.	0.	-1,408.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
300 SHS EMB				10/02/09	06/02/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
30,366.	30,764.	0.	0.	-398.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
404 SHS EMB				07/13/09	06/02/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
40,893.	37,778.	0.	0.	3,115.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
2,834 SHS EWH US				02/02/10	06/02/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
41,712.	43,025.	0.	0.	-1,313.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
912 SHS EWY US				02/02/10	06/02/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
40,179.	42,458.	0.	0.	-2,279.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
404 SHS TIP				02/02/10	08/04/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
43,062.	42,584.	0.	0.	478.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3,004 SHS DBC				02/02/10	08/12/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
67,554.	68,289.	0.	0.	-735.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,839 SHS DBC				11/20/09	08/12/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
41,356.	42,357.	0.	0.	-1,001.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
702 SHS CEW US				12/16/09	10/04/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
16,081.	15,620.	0.	0.	461.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,260 SHS CEW US				02/02/10	10/04/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
28,864.	27,667.	0.	0.	1,197.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,449 SHS EEB US				06/02/09	10/04/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
65,783.	49,837.	0.	0.	15,946.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5,589 SHS EWJ US				03/26/09	10/04/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
54,250.	46,965.	0.	0.	7,285.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
156 SHS FXI US				10/20/08	10/04/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
6,730.	4,485.	0.	0.	2,245.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
292 SHS FXI US				10/16/08	10/04/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
12,598.	8,067.	0.	0.	4,531.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
471 SHS FXI US				02/04/09	10/04/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
20,320.	12,514.	0.	0.	7,806.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
392 SHS HYG				12/22/08	10/04/10
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
34,854.	28,820.	0.	0.	6,034.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
273 SHS HYG	24,273.	22,925.	0.	0.	1,348.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
865 SHS IWM	57,869.	56,601.	0.	0.	1,268.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,287 SHS QQQQ	62,329.	58,644.	0.	0.	3,685.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
86 SHS VEU US	3,898.	2,806.	0.	0.	1,092.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
274 SHS VEU US	12,420.	7,920.	0.	0.	4,500.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,520 SHS VIG	74,010.	71,313.	0.	0.	2,697.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
877 SHS VIG	42,702.	42,867.	0.	0.	-165.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
740 SHS IEF	71,712.	66,578.	0.	0.	5,134.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
755 SHS MINT		11/18/10	12/08/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
75,929.	76,354.	0.	0.	-425.
CAPITAL GAINS DIVIDENDS FROM PART IV				3,834.
TOTAL TO FORM 990-PF, PART I, LINE 6A				363,227.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
NATIONAL FINANCIAL SERVICES LLC	4.
THE NORTHERN TRUST COMPANY MONEY MARKET ACCOUNT	21.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	25.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NATIONAL FINANCIAL SERVICES LLC AS NOMINEE	30,780.	3,834.	26,946.
WILLIAM BLAIR & CO. AS NOMINEE	79,098.	0.	79,098.
TOTAL TO FM 990-PF, PART I, LN 4	109,878.	3,834.	106,044.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MORRISON & MORRISON, LTD.	3,500.	0.		3,500.
TO FORM 990-PF, PG 1, LN 16B	3,500.	0.		3,500.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	42,523.	42,523.		0.
OTHER INVESTMENT EXPENSES	939.	939.		0.
TO FORM 990-PF, PG 1, LN 16C	43,462.	43,462.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	526.	526.		0.
FEDERAL TAXES	209.	0.		209.
STATE TAXES	15.	0.		15.
TO FORM 990-PF, PG 1, LN 18	750.	526.		224.

FORM 990-PF	CORPORATE STOCK		STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
AFFILIATED MANAGERS GROUP	85,697.	138,908.	
AIRGAS	0.	0.	
ALBERTO CULVER CO.	0.	0.	
ALLIANCE DATA SYS CORP	0.	0.	
ASSOCIATED BANC CORP	125,000.	72,053.	

LEA CHARITABLE TRUST

36-3486285

BP PLC	680,452.	441,700.
CERNER CORP	87,270.	104,214.
COGNIZANT TECH	69,513.	73,290.
CYBERSOURCE CORP.	0.	0.
DANAHER CORP	143,563.	283,020.
ECOLAB INC.	148,494.	161,344.
EOG RESOURCES INC.	179,864.	173,679.
FASTENAL	247,440.	359,460.
FISERV	241,673.	351,360.
GENPACT LTD.	21,582.	21,280.
GILEAD SCIENCES INC.	205,637.	181,200.
GLOBAL PAYMENTS INC.	168,983.	203,324.
IDEXX LABORATORIES INC.	52,470.	83,064.
INTERCONTINENTAL HANGE INC.	177,807.	202,555.
KNIGHT TRANSPORTATION	169,247.	198,075.
MACAFEE INC.	0.	0.
MORNINGSTAR INC.	83,304.	106,160.
MSCI INC.-A	120,234.	136,360.
NORTHERN TRUST CORP.	159,516.	160,689.
PEPSICO	153,713.	195,990.
PERRIGO CO.	130,085.	316,650.
PHILIP MORRIS INTERNATIONAL	157,884.	222,414.
PRAXAIR	134,980.	286,410.
QUALCOMM INC.	180,680.	197,960.
SANGAMO BIOSCIENCES	0.	0.
SILICON LABORATORIES INC.	126,780.	124,254.
STERICYCLE INC.	103,949.	169,932.
STRAYER EDUCATION INC.	0.	0.
TARGET	106,091.	180,390.
ULTIMATE SOFTWARE GROUP INC.	0.	0.
VCA ANTECH	144,324.	163,030.
VISA INC.	130,949.	147,798.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,537,181.	5,456,563.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CLAYMORE/BNY BRIC ETF	COST	0.	0.
FIRST TRUST BICK INDEX	COST	61,446.	62,368.
ISHARES BARCLAYS 7-10 YEAR	COST	0.	0.
ISHARES IBOXX H/Y CORP BOND	COST	0.	0.
ISHARES JP MORGAN EM BOND FD	COST	0.	0.
ISHARES MSCI GERMANY INDEX	COST	46,797.	46,731.
ISHARES MSCI JAPAN INDEX FD	COST	0.	0.
ISHARES RUSSELL 2000	COST	0.	0.
ISHARES TR FTSE CHINA 25	COST	46,045.	76,183.
ISHARES TR IBOXX INV CPBD	COST	0.	0.
PIMCO 15+ YR US TIPS	COST	76,431.	73,590.

LEA CHARITABLE TRUST

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POWERSHARES DB COMMODITY IND	COST	52,314.	52,097.
POWERSHARES QQQ	COST	0.	0.
SPDR DB INTL GOV INFL-PROT	COST	0.	0.
SPDR GOLD TRUST	COST	117,627.	163,967.
SPDR EMERGING SMALL CAP	COST	183,093.	203,127.
SPDR S&P DIVIDEND ETF	COST	152,028.	157,343.
VANGUARD DIVIDEND APPREC ETF	COST	73,510.	79,313.
VANGUARD INDEX US STK MRKT	COST	212,055.	301,340.
VANGUARD INTL EQTY IDX ALLWR	COST	38,414.	63,433.
VANGUARD REIT ETF	COST	153,491.	161,237.
WILLIAM BLAIR FUNDS INT'L GROWTH	COST	843,262.	634,933.
WISDOMTREE DREYFUS EMER CURR	COST	43,762.	45,509.
WISDOMTREE INDIA EARNINGS	COST	57,234.	64,154.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,157,509.	2,185,325.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 9
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
L. BATES LEA 1500 PRIMROSE LANE GLENVIEW, IL 60026	TRUSTEE 1.00	0.	0.	0.
MARCIA W. LEA 1500 PRIMROSE LANE GLENVIEW, IL 60026	TRUSTEE 0.25	0.	0.	0.
VICTORIA LEA 6254 WOODLAND DRIVE DALLAS, TX 75225	TRUSTEE 0.25	0.	0.	0.
JENNIFER ANN LEA P.O. BOX 775988 STEAMBOAT SPRINGS, CO 80477	TRUSTEE 0.25	0.	0.	0.
CHRISTOPHER G. LEA 2041 NORTH MAGNOLIA AVENUE, APT. C CHICAGO, IL 60614	TRUSTEE 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

L. BATES LEA
MARCIA W. LEA

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
A CALL TO COLLEGE 314 GRANVILLE ROAD NEWARK, OH 43055	N/A GENERAL SUPPORT	PUBLIC	10,000.
AMERICAN RED CROSS 2200 WEST HARRISON CHICAGO, IL 60612	N/A GENERAL SUPPORT	PUBLIC	1,000.
ART INSTITUTE OF CHICAGO 111 SOUTH MICHIGAN AVENUE CHICAGO, IL 606036404	N/A GENERAL SUPPORT	PUBLIC	5,000.
BETTY'S LOVE P.O. BOX 312 LA GRANGE, IL 60525	N/A GENERAL SUPPORT	PUBLIC	2,000.
CANCER CENTER, NORTHWESTERN UNIVERSITY 750 NORTH LAKE SHORE DRIVE, 9TH FLOOR CHICAGO, IL 60611	N/A GENERAL SUPPORT	PUBLIC	50,000.
CHICAGO BOTANIC GARDEN 1000 LAKE COOK ROAD GLENCOE, IL 60022	N/A GENERAL SUPPORT	PUBLIC	5,000.

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CHICAGO HOUSE & SOCIAL SERVICE AGENCY 1925 N. CLYBOURN, SUITE 401 CHICAGO, IL 606144946	N/A GENERAL SUPPORT	PUBLIC	45,000.
COMMUNITY FOUNDATION OF COLLIER COUNTY 2400 TAMiami TRAIL NORTH, SUITE 300 NAPLES, FL 34103	N/A GENERAL SUPPORT	PUBLIC	125,000.
DENISON UNIVERSITY P.O. BOX 716 GRANVILLE, OH 43023	N/A GENERAL SUPPORT	PUBLIC	1,000.
GLEN VIEW CLUB SCHOLARSHIP FUND 100 GOLF ROAD GOLF, IL 60029	N/A GENERAL SUPPORT	PUBLIC	5,000.
GLENVIEW COMMUNITY CHURCH 1000 ELM STREET GLENVIEW, IL 60025	N/A GENERAL SUPPORT	PUBLIC	11,000.
HABITAT FOR HUMANITY 11145 TAMiami TRL E NAPLES, FL 34113	N/A GENERAL SUPPORT	PUBLIC	5,000.
KAPPA KAPPA GAMMA FOUNDATION P.O. BOX 38 COLUMBUS, OH 43216-0038	N/A GENERAL SUPPORT	PUBLIC	1,000.
M.I.T. 77 MASSACHUSETTS AVENUE CAMBRIDGE, MA 021394307	N/A GENERAL SUPPORT	PUBLIC	10,000.
METROPOLITAN FAMILY SERVICES ONE NORTH DEARBORN CHICAGO, IL 60602	N/A GENERAL SUPPORT	PUBLIC	5,000.
PHILHARMONIC CENTER FOR THE ARTS 5833 PELICAN BAY BLVD NAPLES, FL 34108	N/A GENERAL SUPPORT	PUBLIC	5,000.

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RAVINIA FESTIVAL ASSOCIATION 418 SHERIDAN ROAD HIGHLAND PARK, IL 60035	N/A GENERAL SUPPORT	PUBLIC	6,000.
SOUTHERN METHODIST UNIVERSITY PO BOX 750402 DALLAS, TX 752750402	N/A GENERAL SUPPORT	PUBLIC	10,000.
STRINGS MUSIC FESTIVAL P.O. BOX 774627 STEAMBOAT SPRINGS, CO 80477	N/A GENERAL SUPPORT	PUBLIC	25,000.
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, SUITE 9000 ANN ARBOR, MI 481091288	N/A GENERAL SUPPORT	PUBLIC	10,000.
VANDERBILT UNIVERSITY 2201 WEST END AVENUE NASHVILLE, TN 37240	N/A GENERAL SUPPORT	PUBLIC	10,000.
YAMPA VALLEY COMMUNITY FOUNDATION P.O. BOX 881869 STEAMBOAT SPRINGS, CO 80488	N/A GENERAL SUPPORT	PUBLIC	25,000.
YOUTH SERVICES OF GLENVIEW/NORTHBROOK 3080 WEST LAKE AVENUE GLENVIEW, IL 60026-1210	N/A GENERAL SUPPORT	PUBLIC	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>377,000.</u>