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Return of Private Foundation

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

Treated as a Private Foundation

OMB No 1545-0052

2010Department 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 HABERMAN FAMILY FOUNDATION C/O JUDITH STERN		A Employer identification number 36-4003623
Number and street (or P.O. box number if mail is not delivered to street address) 17 REGENT WOOD ROAD	Room/suite	B Telephone number (847) 501-4470
City or town, state, and ZIP code NORTHFIELD, IL 60093		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) \$ 3,026,841.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(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 ☐

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))		(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	1,225,172.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	6.	6.		STATEMENT 1
	4 Dividends and interest from securities	57,884.	57,884.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	13,066.			
	b Gross sales price for all assets on line 6a	732,046.			
	7 Capital gain net income (from Part IV, line 2)		204,348.		
	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	-977.	-977.		STATEMENT 3	
12 Total. Add lines 1 through 11	1,295,151.	261,261.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	1,344.	136.		1,208.
	b Accounting fees STMT 5	4,500.	3,500.		1,000.
	c Other professional fees STMT 6	14,400.	14,400.		0.
	17 Interest				
	18 Taxes STMT 7	205.	205.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	49.	34.		15.
	24 Total operating and administrative expenses Add lines 13 through 23	20,498.	18,275.		2,223.
	25 Contributions, gifts, grants paid	174,995.			174,995.
26 Total expenses and disbursements Add lines 24 and 25	195,493.	18,275.		177,218.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,099,658.				
b Net investment income (if negative, enter -0-)		242,986.			
c Adjusted net income (if negative, enter -0-)			N/A		

8

HABERMAN FAMILY FOUNDATION

Form 990-PF (2010)

C/O JUDITH STERN

36-4003623

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		14,965.	280,833.	280,833.
	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 STMT 10		91,986.	589,894.	590,536.
	b	Investments - corporate stock STMT 11		212,287.	1,422,864.	1,896,461.
	c	Investments - corporate bonds STMT 12		61,713.	244,047.	259,011.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		380,951.	2,537,638.	3,026,841.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		380,951.	2,537,638.		
30	Total net assets or fund balances		380,951.	2,537,638.		
31	Total liabilities and net assets/fund balances		380,951.	2,537,638.		

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	380,951.
2	Enter amount from Part I, line 27a	2	1,099,658.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	1,057,029.
4	Add lines 1, 2, and 3	4	2,537,638.
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	2,537,638.

HABERMAN FAMILY FOUNDATION

Form 990-PF (2010)

C/O JUDITH STERN

36-4003623

Page **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 HARRIS ASSOCIATES - 09432	P	VARIOUS	VARIOUS
b HARRIS ASSOCIATES - 09432	P	VARIOUS	VARIOUS
c MERRILL LYNCH - 04441	P	VARIOUS	VARIOUS
d MERRILL LYNCH - 04441 - CASH IN LIEU		VARIOUS	VARIOUS
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 168,864.		168,088.	776.
b 366,845.		192,419.	174,426.
c 196,334.		167,191.	29,143.
d 3.			3.
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			776.
b			174,426.
c			29,143.
d			3.
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	204,348.
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	35,541.	492,257.	.072200
2008	37,819.	609,061.	.062094
2007	38,372.	778,407.	.049296
2006	35,674.	807,400.	.044184
2005	51,898.	818,813.	.063382

2 Total of line 1, column (d)	2	.291156
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	.058231
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,314,586.
5 Multiply line 4 by line 3	5	134,781.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,430.
7 Add lines 5 and 6	7	137,211.
8 Enter qualifying distributions from Part XII, line 4	8	177,218.

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.

HABERMAN FAMILY FOUNDATION

Form 990-PF (2010)

C/O JUDITH STERN

36-4003623

Page 4

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	2,430.
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	2,430.
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	2,430.
6	Credits/Payments.		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,767.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	6,767.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,337.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ☒ 4,337. Refunded ☒	11	0.

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) ☒ IL		
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	

STMT 13

Form 990-PF (2010)

HABERMAN FAMILY FOUNDATION
C/O JUDITH STERN

36-4003623

Page 5

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 ► N/A	13	X	
14	The books are in care of ► JUDITH HABERMAN STERN Located at ► 17 REGENT WOOD ROAD, NORTHFIELD, IL Telephone no. ► (847) 501-4470 ZIP+4 ► 60093			
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 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	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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? ☐ 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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Form 990-PF (2010)

HABERMAN FAMILY FOUNDATION

Form 990-PF (2010)

C/O JUDITH STERN

36-4003623

Page **6**

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

X

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

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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
JUDITH HABERMAN STERN 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	DIRECTOR 0.25	0.	0.	0.
RANDALL B HABERMAN C/O JUDITH HABERMAN 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	DIRECTOR 0.25	0.	0.	0.
JOEL S HABERMAN C/O JUDITH HABERMAN 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	DIRECTOR 0.25	0.	0.	0.
AUDREY E HABERMAN C/O JUDITH HABERMAN 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	DIRECTOR 0.25	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 VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services 0

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 N/A	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

HABERMAN FAMILY FOUNDATION
C/O JUDITH STERN
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	1,948,059.
b	Average of monthly cash balances	1b	401,774.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,349,833.
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	2,349,833.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,247.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,314,586.
6	Minimum investment return. Enter 5% of line 5	6	115,729.

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	115,729.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,430.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,430.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	113,299.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	113,299.
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	113,299.

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	177,218.
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	177,218.
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	2,430.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	174,788.

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.

HABERMAN FAMILY FOUNDATION
C/O JUDITH STERN

Form 990-PF (2010)

36-4003623

Page 9

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				113,299.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			13,901.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008	44,035.			
e From 2009	104,943.			
f Total of lines 3a through e	148,978.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$	177,218.			
a Applied to 2009, but not more than line 2a			13,901.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	163,317.			
d Applied to 2010 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	113,299.			113,299.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	198,996.			
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	198,996.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	35,679.			
e Excess from 2010	170,377.			

** SEE STATEMENT 14

Form 990-PF (2010)

C/O JUDITH STERN

36-4003623

Page 10

Part XIV Private Operating Foundations (see instructions and Part VII A, question 9)

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

Tax year

(a) 2010

Prior 3 years

(b) 2009

(c) 2008

(d) 2007

(e) Total

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

3 Subtract line 2d from line 2c.
Complete 3a, b, or c for the
alternative test relied upon.

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

JUDITH HABERMAN STERN

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment					
Recipient		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 Paid during the year					
SEE STATEMENT 15					
Total				▶ 3a	174,995.
b Approved for future payment					
NONE					
Total				▶ 3b	0.

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

[illegible]

Form 990-PF (2010)

C/O JUDITH STERN

36-4003623

Page 13

Part XVII

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

- | | | |
|---|---------------------|-------------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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</p> | | <p>Yes</p> |
| | <p>1a(1)</p> | |
| | <p>1a(2)</p> | |
| | | |
| | <p>1b(1)</p> | |
| | <p>1b(2)</p> | |
| | <p>1b(3)</p> | |
| | <p>1b(4)</p> | |
| | <p>1b(5)</p> | |
| | <p>1b(6)</p> | |
| | <p>1c</p> | |

[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 _____

DIRECTOR

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐
self-employed

PTIN

**Paid
Preparer
Use Only**

MORT KESSEL

Firm's name ► RSM MCGLADREY INC

Firm's address ► ONE SOUTH WACKER DRIVE, SUITE 800
CHICAGO, IL 60606-3392

Firm's EIN ▶

Phone no. 312-634-3400

Form **990-PF** (2010)

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

HABERMAN FAMILY FOUNDATION
C/O JUDITH STERN

Employer identification number

36-4003623

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

☐

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.



\$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization
HABERMAN FAMILY FOUNDATION
C/O JUDITH STERN

Employer identification number

36-4003623

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	IDA F. STONE LIVING TRUST C/O STERN TRUSTEE J. ST 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	\$ 1,005,499.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	JUDITH HABERMAN STERN 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	\$ 38,880.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
3	JUDITH HABERMAN STERN 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	\$ 10,751.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
4	JUDITH HABERMAN STERN 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	\$ 68,350.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
5	JUDITH HABERMAN STERN 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	\$ 20,712.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
6	JUDITH HABERMAN STERN 17 REGENT WOOD ROAD NORTHFIELD, IL 60093	\$ 78,480.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization

HABERMAN FAMILY FOUNDATION
C/O JUDITH STERN

Employer identification number

36-4003623

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	1,500 SHS STARBUCKS CORP	\$ 38,880.	09/29/10
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	4,800 SHS GENERAL ELECTRIC	\$ 10,751.	08/17/10
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	1,000 SHS KINDER MORGAN ENERGY (KMP)	\$ 68,350.	09/29/10
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
5	179 SHS LIBERTY STARZ	\$ 20,712.	07/22/10
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
6	200 SHS NETFLIX COM INC	\$ 78,480.	09/29/10
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization

Employer identification number

HABERMAN FAMILY FOUNDATION
C/O JUDITH STERN

36-4003623

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

HARRIS ASSOCIATES L.P.
REALIZED GAINS AND LOSSES
HABERMAN FAMILY FOUNDATION
ESL/A1S DSFIXB

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

Accounting Method Highest Cost

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-08-03	06-15-10	45,000 00	Xerox 7 125% Due 06-15-10	42,655.50	2,344.50	45,000.00		0 00
04-07-10	06-24-10	75,000	Fedl Farm Cr Bks CD10 2.650% Due 09-15-14	74,560 00	19 94	75,000.00	420 06	
02-27-09	06-28-10	0 50	Exxon Mobil	22.67		29.04		6.37
06-11-09	07-01-10	30,000 00	Fisher Scientific CD10 6 125% Due 07-01-15	30,228 00	-34 09	30,918.90		724.99
11-21-02	08-18-10	2 00	Liberty Starz	32 27		119.83		87 56
09-13-96	08-18-10	26 97	Liberty Starz	429 86		1,615.94		1,186 08
11-21-02	08-18-10	1 08	Liberty Starz	16 88		64 65		47.77
11-21-02	08-18-10	1 84	Liberty Starz	19 45		110.48		91 03
11-21-02	08-18-10	0 46	Liberty Starz	4 86		27.62		22 76
11-21-02	08-18-10	2 74	Liberty Starz	28 66		164.28		135 62
11-21-02	08-18-10	0 69	Liberty Starz	7 15		41.04		33 89
09-07-83	08-18-10	46 11	Liberty Starz	38 15		2,762.63		2,724 48
08-29-83	08-18-10	11 52	Liberty Starz	9.33		690 03		680 70
08-07-83	08-18-10	68.48	Liberty Starz	37 00		4,102 66		4,065.66
08-29-83	08-18-10	17 12	Liberty Starz	9 25		1,025 42		1,016 17
07-10-09	08-31-10	467 00	EnCana (US shs)	11,077.24		12,888 83		1,811 59
10-19-07	09-24-10	578 00	Time Warner	22,114.28		18,172 53		-3,941 75
03-31-10	09-24-10	600 00	Time Warner	18,770 56		18,864.22	93 66	
01-19-89	10-01-10	4,800 00	General Electric	18,528 00		78,826.66		60,298 66
04-23-98	10-01-10	1,000 00	Kinder Morgan Energy	0		68,693.63		68,693.63
01-29-96	10-01-10	1,500 00	Starbucks	4,110 00		38,926 64		34,816 64
05-20-09	11-15-10	200 00	Medtronic	6,450 00		6,916.04		466 04
01-14-09	11-15-10	600 00	Medtronic	19,290.00		20,748 13		1,458 13
04-22-10	11-18-10	75,000	FNMA CD10 3.000% Due 11-18-15	74,710 00	27 68	75,000 00	262 32	
02-03-05	12-08-10	35,000	Fedl Home Ln Mtg 4 750% Due 12-08-10	35,231.00	-231 00	35,000.00		0 00
TOTAL GAINS							776 04	178,367.77
TOTAL LOSSES							0 00	-3,941 75
TOTAL REALIZED GAIN/LOSS							776.04	174,426 02
NO CAPITAL GAINS DISTRIBUTIONS								
				376,980.11	2,127.03	535,709.20		

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HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

FISCAL YEAR ACTIVITY

Date	Transaction	Quantity	Description	Price	Debit	Credit
------	-------------	----------	-------------	-------	-------	--------

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1,000,000	US TSY 3.875% SEP-15 2010	03/19/09	01/07/10	1,024.61	1,021.90	2.71 ST
16,000	CVS CAREMARK CORP	11/15/06	01/15/10	542.39	470.00	72.39 LT
5,000	CVS CAREMARK CORP	12/06/06	01/15/10	169.50	151.40	18.10 LT
11,000	EXELON CORPORATION	03/25/09	01/05/10	530.33	485.42	44.89 ST
10,000	EXELON CORPORATION	06/30/09	01/05/10	482.11	510.04	(27.93) ST
39,000	J C PENNEY CO COM	05/05/09	01/07/10	1,035.20	1,251.74	(216.54) ST
16,000	J C PENNEY CO COM	07/24/09	01/07/10	424.70	471.71	(47.01) ST
6,000	PEPSICO INC	11/19/08	01/07/10	366.54	317.40	49.14 LT
13,000	PEPSICO INC	12/09/08	01/07/10	794.18	689.80	104.38 LT
9,000	PEPSICO INC	09/10/09	01/07/10	549.33	519.02	30.81 ST
5,000	ROCKWELL AUTOMATION INC	10/30/07	01/12/10	241.66	337.61	(95.95) LT
9,000	ROCKWELL AUTOMATION INC	05/13/08	01/12/10	435.00	494.29	(59.29) LT
13,000	XTO ENERGY INC	07/10/08	01/07/10	623.97	775.10	(151.13) LT
2,000,000	XTO ENERGY INC 8.25% 2017	11/16/07	02/17/10	2,259.65	2,048.43	211.22 LT
7,000	AT&T INC	11/02/07	02/18/10	177.31	279.52	(102.21) LT
15,000	AT&T INC	11/09/07	02/18/10	379.97	591.84	(211.87) LT
15,000	BANK NEW YORK MELLON	12/11/07	02/18/10	412.37	750.30	(337.93) LT
12,000	BANK NEW YORK MELLON	06/16/08	02/18/10	329.91	503.22	(173.31) LT
12,000	CVS CAREMARK CORP	12/06/08	02/11/10	392.67	363.39	29.18 LT
13,000	FIRSTENERGY CORP	04/04/08	02/16/10	508.03	947.89	(439.86) LT
29,000	GENERAL ELECTRIC	03/29/07	02/11/10	450.06	1,027.62	(577.56) LT

PLEASE SEE REVERSE SIDE
Page 88 of 97
Statement Period Year Ending 12/31/10



HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
23.0000	MACYS INC	01/19/08	02/01/10	138.81	138.81	218.60 LT
28.0000	TIFFANY & CO NEW	01/26/08	02/05/10	559.68	559.68	546.40 LT
28.0000	TIFFANY & CO NEW	12/02/08	02/05/10	521.87	521.87	584.22 LT
1.0000	XTO ENERGY INC	07/10/08	02/03/10	59.63	59.63	(13.29) LT
11.0000	XTO ENERGY INC	08/07/08	02/03/10	46.34	506.04	3.82 LT
1.0000	XTO ENERGY INC	08/07/08	02/10/10	45.15	46.01	(0.86) LT
24.0000	XTO ENERGY INC	10/06/08	02/10/10	1,083.60	828.43	255.17 LT
9.0000	WAL-MART STORES INC	01/29/08	02/04/10	487.53	435.09	52.44 LT
1,000.0000	US TSY 3.875% SEP 15 2010	05/19/09	02/26/10	1,019.80	1,017.64	2.16 ST
10.0000	AT&T INC	11/09/07	03/03/10	249.49	394.57	(145.08) LT
15.0000	AT&T INC	03/31/08	03/03/10	374.25	570.68	(196.43) LT
7.0000	CONOCOPHILLIPS	08/24/06	03/09/10	353.69	460.88	(107.19) LT
4.0000	CONOCOPHILLIPS	12/13/06	03/09/10	202.11	285.92	(83.81) LT
12.0000	CONOCOPHILLIPS	12/19/06	03/09/10	606.35	866.90	(260.55) LT
3.0000	CONOCOPHILLIPS	02/12/07	03/09/10	151.59	197.40	(45.81) LT
9.0000	FIRSTENERGY CORP	04/04/08	03/11/10	357.84	656.24	(298.40) LT
9.0000	FIRSTENERGY CORP	08/13/08	03/11/10	357.85	620.23	(262.38) LT
2.0000	FIRSTENERGY CORP	08/13/08	03/16/10	79.48	137.83	(58.35) LT
6.0000	FIRSTENERGY CORP	11/19/08	03/16/10	238.45	323.94	(85.49) LT
14.0000	FIRSTENERGY CORP	12/11/09	03/16/10	556.39	662.11	(95.72) ST
82.0000	FOSTER WHEELER AG	12/22/09	03/10/10	2,213.31	666.32	(108.93) ST
17.0000	MERCK AND CO INC SHS	06/20/08	03/04/10	528.99	2,377.27	(163.96) ST
7.0000	MERCK AND CO INC SHS	07/30/08	03/04/10	259.00	597.40	31.59 LT
13.0000	MERCK AND CO INC SHS	07/30/08	03/25/10	394.38	230.98	28.02 LT
63.0000	MERCK AND CO INC SHS	08/06/08	03/25/10	1,114.09	428.98	65.40 LT
34.0000	ORACLE CORP \$0.01 DEL	12/08/09	03/24/10	1,621.92	1,389.51	232.41 ST
15.0000	SOUTHWESTERN ENERGY CO	08/31/09	03/08/10	1,440.10	1,252.26	187.84 ST
16.0000	SOUTHWESTERN ENERGY CO	08/31/09	03/10/10	667.24	552.47	114.77 ST
2.0000	VERIZON COMMUNICATIONS COM	12/08/09	03/10/10	711.73	725.46	(13.73) ST
19.0000	VERIZON COMMUNICATIONS COM	01/05/06	03/03/10	58.35	60.27	(1.92) LT
4.0000	VERIZON COMMUNICATIONS COM	02/15/06	03/03/10	554.42	572.50	(18.08) LT
1,000.0000	U.S. TREASURY NOTE	09/14/09	03/03/10	116.72	130.67	(13.95) LT
29.0000	COMCAST CRP NEW CL A SPL	09/14/09	04/01/10	1,040.31	1,038.49	1.82 ST
3.0000	COMCAST CRP NEW CL A SPL	09/15/08	04/01/10	518.61	612.48	(93.87) LT
12.0000	COMCAST CRP NEW CL A SPL	09/15/08	04/01/10	53.65	63.36	(9.71) LT
35.0000	LINCOLN NTL CORP IND NPV	10/17/08	04/01/10	1,321.60	180.64	33.96 LT
1.0000	NORFOLK SOUTHERN CORP	07/31/09	04/27/10	1,329.95	702.46	430.49 ST
9.0000	NORFOLK SOUTHERN CORP	04/30/09	04/12/10	157.78	36.12	21.66 ST
		05/21/09	04/12/10	520.11	316.65	203.46 ST

PLEASE SEE REVERSE SIDE
Page 90 of 97
Statement Period Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
8.0000	THERMO FISHER SCIENTIFIC	11/19/08	04/15/10	1,430.02	257.05	172.97 LT
21.0000	THERMO FISHER SCIENTIFIC	12/12/08	04/15/10	1,128.83	659.81	469.02 LT
2,000.0000	GOLDMAN SACHS GRO 5.12% 15	08/04/05	05/07/10	1,992.22	1,999.92	(7.70) LT
11.0000	ANADARKO PETE CORP	06/02/09	04/29/10	745.28	552.93	192.35 ST
2.0000	ANADARKO PETE CORP	06/05/09	04/29/10	135.51	97.18	38.33 ST
19.0000	CVS CAREMARK CORP	02/12/07	04/30/10	705.08	615.98	89.10 LT
11.0000	CVS CAREMARK CORP	03/20/07	04/30/10	408.21	364.99	43.22 LT
17.0000	ENERGIZER HLDGS INC COM	07/17/09	04/29/10	1,039.16	955.23	83.93 ST
4.0000	ENERGIZER HLDGS INC COM	09/10/09	04/29/10	244.51	264.05	(19.54) ST
5.0000	ENERGIZER HLDGS INC COM	09/10/09	05/10/10	288.11	330.07	(41.98) ST
5.0000	ENERGIZER HLDGS INC COM	11/05/09	05/10/10	288.11	275.73	12.38 ST
10.0000	ENERGIZER HLDGS INC COM	11/05/09	05/12/10	578.59	551.48	27.11 ST
13.0000	FREERT-MCMRAN CPR & GLD	11/19/08	05/24/10	875.03	261.43	613.60 LT
6.0000	INTL BUSINESS MACHINES	08/24/07	05/07/10	741.13	672.21	68.92 LT
16.0000	MERCK AND CO INC SHS	08/06/08	05/17/10	525.28	556.23	(30.95) LT
19.0000	MERCK AND CO INC SHS	09/04/08	05/17/10	623.78	656.37	(32.59) LT
2,000.0000	PROCTER & GAMBLE 4.60% 14	12/18/08	06/28/10	2,183.94	2,057.79	126.15 LT
3,000.0000	FEDERAL NATL MTG ASSOC	12/15/08	06/04/10	3,068.79	3,046.52	22.27 LT
1,000.0000	FEDERAL NATL MTG ASSOC	06/12/09	06/04/10	1,022.93	1,019.19	3.74 ST
19.0000	AT&T INC	03/31/08	06/16/10	484.37	722.88	(238.51) LT
15.0000	AT&T INC	08/13/08	06/16/10	382.40	466.28	(83.88) LT
9.0000	ANADARKO PETE CORP	06/05/09	06/16/10	403.02	437.33	(34.31) LT
12.0000	ANADARKO PETE CORP	06/09/09	06/16/10	537.37	582.34	(44.97) LT
2.0000	ANADARKO PETE CORP	07/15/09	06/16/10	89.57	90.56	(0.99) ST
7.0000	CONOCOPHILLIPS	02/12/07	06/23/10	376.18	460.60	(84.42) LT
13.0000	CONOCOPHILLIPS	11/19/08	06/23/10	698.62	612.17	86.45 LT
6.0000	EOG RESOURCES INC	11/17/08	06/22/10	661.11	484.97	176.14 LT
7.0000	EOG RESOURCES INC	11/25/08	06/22/10	771.30	578.39	192.91 LT
5.0000	EOG RESOURCES INC	01/06/09	06/22/10	550.84	354.60	196.24 LT
1.0000	EOG RESOURCES INC	01/06/09	06/23/10	106.61	70.92	35.69 LT
8.0000	EOG RESOURCES INC	01/23/09	06/23/10	852.92	518.38	334.54 LT
3.0000	FREERT-MCMRAN CPR & GLD	11/19/08	06/01/10	205.32	60.34	144.98 LT
8.0000	FREERT-MCMRAN CPR & GLD	11/26/08	06/01/10	547.53	192.04	355.49 LT
2.0000	FREERT-MCMRAN CPR & GLD	02/17/09	06/22/10	133.28	48.01	85.27 LT
7.0000	FREERT-MCMRAN CPR & GLD	03/24/07	06/22/10	666.50	196.08	270.42 LT
7.0000	INTL BUSINESS MACHINES	09/04/08	05/01/10	881.40	784.25	97.15 LT
8.0000	MERCK AND CO INC SHS	11/19/08	05/26/10	258.18	276.38	(18.20) LT
14.0000	MERCK AND CO INC SHS	11/19/08	05/26/10	451.93	364.14	87.69 LT
8.0000	MERCK AND CO INC SHS	11/19/08	06/04/10	269.11	208.08	61.03 LT
25.0000	MERCK AND CO INC SHS	06/24/08	06/04/10	1,341.01	627.00	214.01 ST

PLEASE SEE REVERSE SIDE

Page 91 of 97
Statement Period Year Ending 12/31/10

04/70582



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
16.0000	NORFOLK SOUTHERN CORP	05/21/09	06/16/10	1,939.02	562.94	376.08 LT
51.0000	TEREX CORP DEL NEW COM	10/22/09	06/08/10	1,571.69	1,152.80	(181.11) ST
1,000.0000	FEDERAL NATL MTG ASSOC	06/12/09	07/02/10	1,018.00	1,016.29	1.71 LT
3,000.0000	US TSY 3 125% MAY 15 2019	08/28/09	07/21/10	3,089.53	2,916.22	173.31 ST
1,000.0000	US TSY 3 125% MAY 15 2019	10/15/09	07/21/10	1,029.85	972.97	56.88 ST
1,000.0000	US TSY 2.625% JUN 30 2014	08/28/09	07/21/10	1,052.34	1,008.03	44.31 ST
10.0000	ANADARKO PETE CORP	07/15/09	07/27/10	497.44	452.78	44.66 LT
15.0000	ANADARKO PETE CORP	08/15/09	07/27/10	746.16	742.93	3.23 ST
2.0000	BAXTER INTERNTL INC	03/02/07	07/15/10	84.00	98.53	(14.53) LT
15.0000	BAXTER INTERNTL INC	07/27/07	07/15/10	630.02	786.28	(156.26) LT
46.0000	COACH INC	02/05/10	07/01/10	1,639.59	1,529.77	109.82 ST
4.0000	CONOCOPHILLIPS	11/19/08	06/29/10	200.23	188.36	11.87 LT
12.0000	CONOCOPHILLIPS	12/09/08	06/29/10	600.70	612.98	(12.28) LT
49.0000	E M C CORPORATION MASS	10/14/09	07/15/10	1,004.94	895.02	109.92 ST
3.0000	EXXON MOBIL CORP COM	01/12/04	06/28/10	176.91	122.41	54.50 LT
6.0000	EXXON MOBIL CORP COM	08/23/04	06/28/10	353.82	272.10	81.72 LT
6.0000	EXXON MOBIL CORP COM	01/28/05	06/28/10	353.82	307.96	45.86 LT
2.0000	EOG RESOURCES INC	01/23/09	06/29/10	203.76	129.59	74.17 LT
4.0000	EOG RESOURCES INC	07/09/09	06/29/10	407.55	251.60	155.95 ST
4.0000	EOG RESOURCES INC	07/09/09	06/29/10	430.22	251.59	178.63 LT
3.0000	EOG RESOURCES INC	07/15/09	07/13/10	322.67	196.41	126.26 ST
16.0000	FREIGHT-MCMURAN CRR & GLD	02/17/09	07/13/10	959.05	448.19	510.86 LT
2.0000	FRONTIER COMMUNICATIONS	02/15/06	06/30/10	1,172.83	16.87	(2.15) LT
4.0000	FRONTIER COMMUNICATIONS	02/12/07	07/09/10	29.44	38.64	(9.20) LT
10.0000	FRONTIER COMMUNICATIONS	11/19/08	07/09/10	73.60	72.49	1.11 LT
2.0000	GENERAL ELECTRIC	03/29/07	07/09/10	22.09	22.57	(0.48) ST
33.0000	GENERAL ELECTRIC	05/03/07	07/22/10	30.28	70.88	(40.60) LT
29.0000	GENERAL ELECTRIC	03/14/08	07/22/10	499.70	1,229.58	(729.88) LT
40.0000	GENERAL ELECTRIC	11/19/08	07/22/10	439.13	981.65	(542.52) LT
200.0000	NETFLIX COM INC	12/21/04	07/27/10	605.71	596.80	8.91 LT
12.0000	NORFOLK SOUTHERN CORP	05/21/09	07/09/10	20,803.25	2,620.24	18,183.01 LT
27.0000	PACTIV CORPORATION	01/10/08	07/16/10	639.03	422.20	216.83 LT
18.0000	PACTIV CORPORATION	01/10/08	07/16/10	790.20	676.30	113.90 LT
20.0000	PACTIV CORPORATION	01/10/08	07/23/10	533.82	450.87	82.95 LT
14.0000	ROCKWELL AUTOMATION INC	05/13/08	06/28/10	1,624.26	500.96	120.30 LT
10.0000	ROCKWELL AUTOMATION INC	11/19/08	07/09/10	731.06	768.92	(37.86) LT
7.0000	TRAVELERS COS INC	10/19/09	07/27/10	514.22	254.80	259.42 LT
22.0000	WABCO HOLDINGS INC	10/19/09	07/14/10	353.21	342.36	10.85 ST
1,000.0000	US TSY 2.625% JUN 30 2014	08/28/09	08/17/10	1,059.41	501.49	287.92 ST
				1,007.88		51.53 ST

PLEASE SEE REVERSE SIDE
Statement Period
Page 92 of 97
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
2,000 0000	US TSY 2.750% NOV 30 2016	05/07/10	08/18/10	2,104.53	1,994.53	110.00 ST
1,0000	APACHE CORP	10/04/05	07/30/10	95.44	72.99	22.45 LT
10,0000	APACHE CORP	08/08/06	07/30/10	954.50	608.31	346.19 LT
1,0000	APACHE CORP	12/13/08	07/30/10	95.45	69.24	26.21 LT
8,0000	BAXTER INTERNTL INC	07/27/07	07/29/10	355.53	419.35	(63.82) LT
7,0000	BAXTER INTERNTL INC	11/19/08	07/29/10	311.09	382.83	(71.74) LT
2,0000	BAXTER INTERNTL INC	07/27/10	07/29/10	88.89	89.54	(0.65) ST
33,0000	CVS CAREMARK CORP	03/20/07	08/02/10	1,024.36	1,094.99	(70.63) LT
2,0000	CVS CAREMARK CORP	03/20/07	08/04/10	61.44	66.36	(4.92) LT
14,0000	CVS CAREMARK CORP	11/19/08	08/04/10	430.10	392.42	37.68 LT
14,0000	CVS CAREMARK CORP	11/19/08	08/20/10	394.26	392.42	1.84 LT
10,0000	EXXON MOBIL CORP COM	01/28/05	08/18/10	597.20	513.27	83.93 LT
7,0000	EXXON MOBIL CORP COM	10/04/05	08/18/10	418.05	429.59	(11.54) LT
5,0000	EOG RESOURCES INC	07/15/09	08/06/10	491.46	327.34	164.12 LT
4,0000	EOG RESOURCES INC	02/10/10	08/06/10	393.18	353.52	39.66 ST
11,0000	HEWLETT PACKARD CO DEL	01/27/09	08/24/10	425.05	392.48	32.57 LT
7,0000	JPMORGAN CHASE & CO	11/28/07	08/11/10	287.89	304.64	(36.75) LT
18,0000	JPMORGAN CHASE & CO	01/25/08	08/11/10	638.89	797.16	(108.27) LT
9,0000	LINCOLN NTL CORP IND NPV	07/31/09	08/24/10	188.11	180.64	7.47 LT
29,0000	LINCOLN NTL CORP IND NPV	08/03/09	08/24/10	606.16	644.31	(38.15) LT
19,0000	MCDONALDS CORP COM	08/01/07	08/24/10	1,381.90	909.40	472.50 LT
1,0000	MCDONALDS CORP COM	07/27/10	08/24/10	72.74	70.33	2.41 ST
3,0000	OCCIDENTAL PETE CORP CAL	02/12/07	08/11/10	289.23	136.96	92.27 LT
10,0000	OCCIDENTAL PETE CORP CAL	02/20/07	08/11/10	764.11	471.65	292.46 LT
16,0000	PACTIV CORPORATION	01/10/08	07/29/10	494.93	400.77	94.16 LT
18,0000	PACTIV CORPORATION	11/19/08	07/29/10	556.80	424.44	132.36 LT
23,0000	ROCKWELL AUTOMATION INC	07/27/10	07/29/10	185.60	186.96	(1.36) ST
3,0000	ROCKWELL AUTOMATION INC	11/19/08	08/26/10	1,176.60	586.04	590.56 LT
12,0000	VERIZON COMMUNICATNS COM	07/27/10	08/26/10	153.47	168.09	(14.62) ST
9,0000	VERIZON COMMUNICATNS COM	02/15/06	08/20/10	350.97	367.71	(16.74) LT
2,000,0000	US TSY 2.825% JUN 30 2014	02/12/07	08/20/10	263.24	315.69	(52.45) LT
8,0000	APACHE CORP	02/01/10	09/09/10	2,108.91	2,038.52	70.39 ST
8,0000	APACHE CORP	12/13/08	09/02/10	727.71	553.92	173.79 LT
3,0000	APACHE CORP	02/12/07	09/08/10	736.55	547.44	189.11 LT
52,0000	E M C CORPORATION MASS	10/06/08	09/16/10	276.21	241.11	35.10 LT
8,0000	E M C CORPORATION MASS	10/14/09	09/16/10	1076.92	949.81	127.11 ST
53,0000	PFIZER INC	07/27/10	09/16/10	165.68	162.37	3.31 ST
30,0000	WABCO HOLDINGS INC	02/10/09	09/15/10	912.64	765.12	147.52 LT
5,0000	WABCO HOLDINGS INC	10/19/09	09/08/10	173.18	883.85	489.33 ST
		07/27/10	09/08/10	195.53	190.41	5.12 ST

PLEASE SEE REVERSE SIDE
Page 93 of 97
Statement-Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
3,000.0000	FEDERAL NATL MTG ASSOC	10/01/10	10/01/10	3,021.73	3,021.73	5.12 LT
32.0000	BRINKER INTL INC	10/07/10	10/07/10	540.30	540.30	65.77 LT
9.0000	BRINKER INTL INC	10/07/10	10/07/10	148.50	148.50	21.97 LT
31.0000	BRINKER INTL INC	10/07/10	10/07/10	511.50	511.50	112.49 LT
2.0000	BRINKER INTL INC	10/07/10	10/07/10	31.03	31.03	9.23 LT
21.0000	CVS CAREMARK CORP	10/05/10	10/05/10	588.63	588.63	86.63 LT
9.0000	CVS CAREMARK CORP	10/05/10	10/05/10	326.97	326.97	(37.57) ST
12.0000	CVS CAREMARK CORP	10/05/10	10/05/10	368.04	368.04	17.83 ST
38.0000	CHARLES RIVER LABS INTL	10/18/10	10/18/10	1,152.27	1,152.27	91.13 ST
11.0000	DEERE CO	10/18/10	10/18/10	420.80	420.80	414.38 LT
10.0000	DEERE CO	10/18/10	10/18/10	269.54	269.54	489.72 LT
20.0000	KIMBERLY CLARK	10/25/10	10/25/10	1,228.77	1,228.77	102.47 ST
1.0000	KIMBERLY CLARK	10/25/10	10/25/10	61.61	61.61	4.96 ST
2.0000	LINCOLN NTL CORP IND	10/14/10	10/14/10	44.43	44.43	6.33 LT
22.0000	LINCOLN NTL CORP IND	10/14/10	10/14/10	503.71	503.71	54.75 LT
8.0000	OCCIDENTAL PETE CORP	10/14/10	10/14/10	377.32	377.32	277.89 LT
23.0000	US BANCORP (NEW)	10/14/10	10/14/10	769.36	769.36	(253.75) LT
32.0000	US BANCORP (NEW)	10/14/10	10/14/10	788.48	788.48	(71.11) LT
3.0000	US BANCORP (NEW)	10/14/10	10/14/10	74.74	74.74	(7.48) LT
19.0000	WAL-MART STORES INC	10/29/08	10/29/08	918.55	918.55	109.37 LT
1.0000.0000	AMERICAN EXPRESS 6.15% 17	11/12/10	11/12/10	1,013.34	1,013.34	140.94 LT
1.0000.0000	ABBOTT LABORATORIES 97% 16	11/12/10	11/12/10	1,023.39	1,023.39	167.26 LT
1.0000.0000	BK OF AMER CORP 5.25% 2015	11/12/10	11/12/10	997.33	997.33	47.62 LT
1.0000.0000	BEAR STEARNS CO 5.35% 2012	11/12/10	11/12/10	1,000.11	1,000.11	49.40 LT
1.0000.0000	BOEING CO 5.12% FEB 15 13	11/12/10	11/12/10	967.19	967.19	121.51 LT
1.0000.0000	COMCAST CORP 6.30% NOV 15 17	11/12/10	11/12/10	1,009.32	1,009.32	167.69 LT
1.0000.0000	EXELON CORP 4.90% JUN 15 15	11/12/10	11/12/10	940.73	940.73	151.77 LT
1.0000.0000	GOLDMAN SACHS GRO 5.12% 15	11/12/10	11/12/10	999.97	999.97	88.85 LT
1.0000.0000	JOHN DEERE CAP 7.00% 2012	11/12/10	11/12/10	1,037.61	1,037.61	45.39 LT
1.0000.0000	NEWS AMERICA INC 5.30% 14	11/12/10	11/12/10	994.63	994.63	128.82 LT
1.0000.0000	WAL-MART STORES 5.80% 2018	11/12/10	11/12/10	1,048.46	1,048.46	133.64 LT
1.0000.0000	GLAXOSMITHKLINE C 5.65% 18	11/12/10	11/12/10	1,010.81	1,010.81	166.60 LT
2.0000.0000	FEDERAL NATL MTG ASSOC	11/12/10	11/12/10	2,006.04	2,006.04	1.36 LT
2.0000.0000	U.S. TREASURY NOTE	11/12/10	11/12/10	2,021.98	2,021.98	2.16 LT
1.0000.0000	U.S. TRSY INFLATN NTE	11/12/10	11/12/10	1,055.61	1,055.61	180.27 LT
2.0000.0000	US TSY 4.250% SEP 30 2012	11/12/10	11/12/10	2,083.52	2,083.52	58.04 LT
1.0000.0000	US TSY 4.250% SEP 30 2012	11/12/10	11/12/10	1,052.30	1,052.30	18.48 LT
2.0000.0000	US TSY 3.875% FEB 15 2013	11/12/10	11/12/10	2,061.04	2,061.04	88.24 LT
1.0000.0000	US TSY 3.875% FEB 15 2013	11/12/10	11/12/10	1,056.39	1,056.39	18.25 LT
7.0000	AT&T INC	11/12/10	11/12/10	217.60	217.60	(16.33) LT

PLEASE SEE REVERSE SIDE
Page 94 of 97
Statement Period
Year Ending 12/31/10



HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

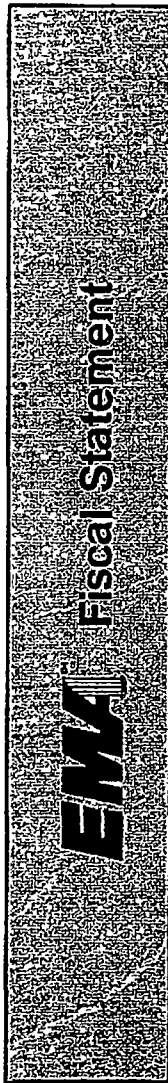
Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
5.0000	AMGEN INC COM PV \$0.0001	10/12/09	11/11/10	278.62	272.21	1.41 LT
20.0000	BANK NEW YORK MELLON	08/16/08	11/04/10	522.37	838.71	(316.34) LT
25.0000	BANK NEW YORK MELLON	08/14/08	11/04/10	652.96	904.97	(252.01) LT
23.0000	BANK NEW YORK MELLON	09/18/08	11/04/10	600.74	686.34	(85.60) LT
36.0000	BRINKER INTL INC	08/06/09	10/29/10	674.93	558.53	116.40 LT
3.0000	BRINKER INTL INC	09/09/09	10/29/10	56.25	46.30	9.95 LT
34.0000	BRINKER INTL INC	09/09/09	11/01/10	630.56	524.89	105.67 LT
3.0000	BRINKER INTL INC	11/18/09	11/01/10	55.64	42.51	13.13 ST
36.0000	BRINKER INTL INC	11/18/09	11/04/10	684.35	510.08	174.27 ST
4.0000	BRINKER INTL INC	11/18/09	11/11/10	76.39	58.68	19.71 ST
4.0000	BRINKER INTL INC	11/18/09	11/11/10	76.40	54.31	22.09 ST
10.0000	COMCAST CRP NEW CL A SPL	10/17/08	11/11/10	195.39	150.54	44.85 LT
7.0000	CABOT OIL & GAS CORP	12/16/09	11/11/10	245.55	291.15	(45.60) ST
5.0000	CENTERPOINT ENERGY INC	08/17/10	11/11/10	82.94	74.07	8.87 ST
7.0000	COVANTA HLDG CORP	08/26/10	11/11/10	113.32	101.52	11.80 ST
7.0000	CHICOS FAS INC COM	10/07/10	11/11/10	73.77	73.20	0.57 ST
12.0000	COCA COLA COM	08/16/10	10/29/10	737.78	828.39	(90.61) ST
5.0000	COCA COLA COM	06/16/10	11/11/10	313.41	261.00	52.41 ST
9.0000	DENBURY RES INC	03/09/10	11/11/10	177.74	139.57	38.17 ST
2.0000	DR PEPPER SNAPPLE GROUP	10/05/10	11/11/10	72.65	70.42	2.23 ST
4.0000	DEERE CO	02/25/09	11/11/10	313.75	107.81	205.94 LT
4.0000	EXXON MOBIL CORP COM	10/04/05	11/11/10	285.44	245.48	39.96 LT
1.0000	EXXON MOBIL CORP COM	11/14/05	11/11/10	171.37	56.60	114.77 LT
9.0000	EOG RESOURCES INC	02/10/10	11/18/10	828.52	795.41	33.11 ST
3.0000	EOG RESOURCES INC	07/27/10	11/18/10	278.18	300.66	(22.48) ST
1.0000	EVEREST RE GROUP LTD	10/11/10	11/11/10	86.12	81.64	4.48 ST
10.0000	INGERSOLL-RAND PLC	03/10/10	11/11/10	426.44	337.89	88.55 ST
20.0000	JPMORGAN CHASE & CO	01/25/08	11/11/10	801.06	855.73	(54.67) LT
1.0000	JPMORGAN CHASE & CO	03/03/08	11/11/10	40.06	40.00	0.06 LT
9.0000	JOHNSON AND JOHNSON COM	01/25/08	11/11/10	574.77	564.46	10.31 LT
4.0000	KIMBERLY CLARK	04/30/10	11/11/10	248.63	246.44	2.19 ST
4.0000	LOCKHEED MARTIN CORP	08/06/09	11/11/10	280.35	297.27	(16.92) LT
1.0000	LABORATORY CP AMER HLDGS	02/11/10	11/11/10	83.75	70.52	13.23 ST
2.0000	LINCOLN NTL CORP IND NPV	08/05/09	11/11/10	49.77	45.79	3.98 LT
2.0000	LINCOLN NTL CORP IND NPV	09/08/09	11/11/10	63.11	47.69	15.42 LT
16.0000	METLIFE INC COM	09/26/08	11/11/10	74.95	882.80	(807.85) LT
7.0000	MACYS INC	11/19/08	11/11/10	95.51	42.25	53.26 ST
4.0000	MATTEL INC COM	11/03/10	11/11/10	95.51	96.47	(1.16) ST
8.0000	MCDERMOTT INTL INC	10/18/10	11/11/10	143.75	121.16	22.59 ST
8.0000	MICROSOFT CORP	07/01/10	11/11/10	512.63	183.20	329.43 ST

PLEASE SEE REVERSE SIDE
Page 95 of 97
Statement Period
Year Ending 12/31/10

04770598



HABERMAN/FAMILY/FOUNDATION



REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
7.0000	NRG ENERGY INC	08/02/08	11/11/10	14.10	293.28	(152.10) LT
2.0000	NEXTERA ENERGY INC SHS	05/27/08	11/11/10	107.75	131.36	(23.61) LT
5.0000	NEXTERA ENERGY INC SHS	06/18/08	11/11/10	269.40	332.25	(62.85) LT
2.0000	NORFOLK SOUTHERN CORP	05/21/09	11/11/10	123.71	70.37	53.34 LT
5.0000	OCCIDENTAL PETE CORP	02/20/07	11/11/10	133.77	235.82	197.95 LT
3.0000	OMNICO GROUP COM	12/15/09	11/11/10	139.48	113.23	26.25 ST
7.0000	PNC FINCL SERVICES GROUP	11/24/08	11/11/10	403.22	341.77	61.45 LT
3.0000	PHILIP MORRIS INTL INC	05/28/10	11/11/10	178.95	132.44	46.51 ST
10.0000	PFIZER INC	02/10/09	11/11/10	169.63	144.36	25.27 LT
10.0000	PFIZER INC	02/12/09	11/11/10	169.63	141.80	27.83 LT
11.0000	RANGE RESOURCES CORP DEL	02/10/09	11/11/10	469.58	463.93	5.65 LT
1.0000	RANGE RESOURCES CORP DEL	02/10/09	11/11/10	42.69	43.57	(0.88) LT
8.0000	REINSURANCE GROUP AMERICA	07/17/09	11/11/10	410.55	237.82	172.73 LT
7.0000	STATE STREET CORP	10/02/07	11/11/10	314.88	484.22	(169.34) LT
2.0000	SCHLUMBERGER LTD	06/16/10	11/11/10	149.44	122.96	26.48 ST
3.0000	TARGET CORP	01/07/10	11/11/10	163.49	150.39	13.10 ST
3.0000	TRAVELERS COS INC	10/19/09	11/11/10	170.67	146.72	23.95 LT
1.0000	TIME WARNER INC SHS	02/11/09	11/11/10	31.27	18.56	12.71 LT
3.0000	TIME WARNER INC SHS	03/18/09	11/11/10	93.84	52.60	41.24 LT
4.0000	UNITEDHEALTH GROUP INC	07/24/09	11/11/10	149.04	107.81	41.23 LT
5.0000	US BANCORP (NEW)	11/24/08	11/11/10	125.41	124.56	0.85 LT
2.0000	VERIZON COMMUNICATIONS COM	02/12/07	11/11/10	65.18	70.15	(4.97) LT
2.0000	WAL-MART STORES INC	01/29/08	11/11/10	108.36	96.69	11.67 LT
60.0000	XEROX CORP	05/07/09	11/03/10	703.58	407.15	296.43 LT
7.0000	XEROX CORP	05/07/09	11/11/10	80.45	47.50	32.95 LT
24.0000	WELLS FARGO & CO NEW DEL	11/19/08	11/11/10	674.19	624.00	50.19 LT
13.0000	WELLS FARGO & CO NEW DEL	12/24/08	11/11/10	365.19	353.01	12.18 LT
4,000.0000	FEDERAL HOME LN MTC CORP	10/25/07	12/01/10	4,290.24	4,044.58	245.66 LT
1,000.0000	US TSY 4.250% SEP 30 2012	09/24/09	12/01/10	1,068.43	1,051.01	17.42 LT
4.0000	NRG ENERGY INC	06/02/08	12/03/10	76.52	167.59	(91.07) LT
16.0000	NRG ENERGY INC	06/12/08	12/03/10	306.10	689.27	(383.17) LT
18.0000	NRG ENERGY INC	06/18/08	12/03/10	344.37	785.90	(441.53) LT
8.0000	NRG ENERGY INC	07/07/08	12/03/10	153.06	144.00	9.06 LT
38.0000	NRG ENERGY INC	11/07/08	12/07/10	724.08	684.00	40.08 LT
26.0000	NRG ENERGY INC	11/19/08	12/07/10	495.42	530.92	(35.50) LT
3.0000	NRG ENERGY INC	02/16/10	12/07/10	57.17	67.20	(10.03) ST
20.0000	NRG ENERGY INC	02/16/10	12/09/10	374.19	448.00	(73.81) ST
49.0000	NRG ENERGY INC	07/27/10	12/09/10	9,637.7	1,147.95	(231.18) ST

PLEASE SEE REVERSE SIDE
Page 96 of 97
Statement Period
Year Ending 12/31/10

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
JP MORGAN CHASE BANK, N.A.	6.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
HARRIS ASSOCIATES - 09432	22,981.	0.	22,981.
HARRIS ASSOCIATES - 09432	20,333.	0.	20,333.
KINDER MORGAN ENERGY PARTNERS	18.	0.	18.
MERRILL LYNCH - 04305	4.	0.	4.
MERRILL LYNCH - 04305	3,287.	0.	3,287.
MERRILL LYNCH - 04441	6,919.	0.	6,919.
MERRILL LYNCH - 04441	4,342.	0.	4,342.
TOTAL TO FM 990-PF, PART I, LN 4	57,884.	0.	57,884.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY PARTNERS	-977.	-977.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-977.	-977.	

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,344.	136.		1,208.
TO FM 990-PF, PG 1, LN 16A	1,344.	136.		1,208.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,500.	3,500.		1,000.
TO FORM 990-PF, PG 1, LN 16B	4,500.	3,500.		1,000.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MERRILL LYNCH - 04305	150.	150.		0.
MERRILL LYNCH - 04441	5,424.	5,424.		0.
HARRIS ASSOCIATES - 09432	8,826.	8,826.		0.
TO FORM 990-PF, PG 1, LN 16C	14,400.	14,400.		0.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	205.	205.		0.
TO FORM 990-PF, PG 1, LN 18	205.	205.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ILLINOIS CHARITY BUREAU FUND	15.	0.		15.
MISCELLANEOUS EXPENSE	34.	34.		0.
TO FORM 990-PF, PG 1, LN 23	49.	34.		15.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
TRANSFER FROM NORMAN STONE FAMILY FDN - SECURITIES	912,767.
TRANSFER FROM NORMAN STONE FAMILY FDN - CASH	144,262.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,057,029.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	10
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. OBLIGATIONS A/C 04441	X		88,579.	90,676.
PERSHING A/C 09432	X		275,690.	275,710.
PERSHING A/C 09432		X	225,625.	224,150.
TOTAL U.S. GOVERNMENT OBLIGATIONS			364,269.	366,386.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			225,625.	224,150.
TOTAL TO FORM 990-PF, PART II, LINE 10A			589,894.	590,536.

FORM 990-PF	CORPORATE STOCK	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH A/C 04305	7,886.	182,726.
MERRILL LYNCH A/C 04441	212,037.	255,505.
PERSHING A/C 09432	1,202,941.	1,458,230.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,422,864.	1,896,461.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS A/C 04441	49,537.	53,775.
PERSHING A/C 09432	194,510.	205,236.
TOTAL TO FORM 990-PF, PART II, LINE 10C	244,047.	259,011.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 13
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NAME OF CONTRIBUTOR	ADDRESS
IDA D. STONE LIVING TRUST C/O J. STERN TRUSTEE	17 REGENT WOOD ROAD NORTHFIELD, IL 60093

HARRIS ASSOCIATES L.P.
MANAGER'S APPRAISAL
HABERMAN FAMILY FOUNDATION
L/AIS DSFIXB

December 31, 2010

Reporting Currency US Dollar
Accounting Method Highest Cost

Quantity	Symbol	Security	% Assets	Purchase Date	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L	Unit Income	Annual Income	Yield
COMMON STOCKS													
433.00	abt	Abbott Labs	0.9	11-23-05	39.31	17,021.23	47.91	20,745.03	3,723.80	21.9	1.920	831.36	4.0
200.00	apa	Apache	1.0	02-27-09	60.42	12,084.00	119.23	23,846.00	11,762.00	97.3	0.600	120.00	0.5
2,400.00	amat	Applied Materials	1.4	03-31-10	13.67	32,799.52	14.05	33,720.00	920.48	2.8	0.320	768.00	2.3
1,200.00			0.7	06-02-10	12.72	15,261.72	14.05	16,860.00	1,598.28	10.5	0.320	384.00	2.3
1,400.00			0.8	10-21-10	11.94	16,715.50	14.05	19,670.00	2,954.50	17.7	0.320	448.00	2.3
5,000.00			2.9		12.96	64,776.74		70,250.00	5,473.26	8.4		1,600.00	2.3
1,100.00	bk	Bank of New York Mellon	1.4	04-01-10	30.97	34,072.17	30.20	33,220.00	-852.17	-2.5	0.520	572.00	1.7
600.00			0.8	06-02-10	27.19	16,312.00	30.20	18,120.00	1,808.00	11.1	0.520	312.00	1.7
1,700.00			2.1		29.64	50,384.17		51,340.00	955.83	1.9		884.00	1.7
2,600.00	bsx	Boston Scientific	0.8	04-16-10	7.43	19,315.00	7.57	19,682.00	367.00	1.9	0.000	0.00	0.0
1,300.00			0.4	04-22-10	7.17	9,318.53	7.57	9,841.00	522.47	5.6	0.000	0.00	0.0
1,800.00			0.6	05-12-10	6.77	12,190.24	7.57	13,626.00	1,435.76	11.8	0.000	0.00	0.0
1,100.00			0.3	06-02-10	6.09	6,696.91	7.57	8,327.00	1,630.09	24.3	0.000	0.00	0.0
800.00			0.3	06-28-10	6.04	4,834.32	7.57	6,056.00	1,221.68	25.3	0.000	0.00	0.0
1,800.00			0.6	08-06-10	5.71	10,285.48	7.57	13,626.00	3,340.52	32.5	0.000	0.00	0.0
9,400.00			3.0		6.66	62,640.48		71,158.00	8,517.52	13.6		0.00	0.0
500.00	bmy	Bristol-Myers Squibb	0.6	11-23-05	22.19	11,095.00	26.48	13,240.00	2,145.00	19.3	1.320	660.00	5.0
1,600.00			1.8	08-17-06	21.27	34,032.00	26.48	42,368.00	8,336.00	24.5	1.320	2,112.00	5.0
2,100.00			2.3		21.49	45,127.00		55,608.00	10,481.00	23.2		2,772.00	5.0
500.00	ccf	Carnival	1.0	12-17-07	44.57	22,285.00	46.11	23,055.00	770.00	3.5	1.000	500.00	2.2
400.00			0.8	05-22-08	38.03	15,212.00	46.11	18,444.00	3,232.00	21.2	1.000	400.00	2.2
900.00			1.7		41.66	37,497.00		41,499.00	4,002.00	10.7		900.00	2.2
467.00	cvc	Cenovus Energy (US shs)	0.6	07-10-09	21.89	10,222.63	33.24	15,523.08	5,300.45	51.9	0.834	389.29	2.5
500.00			0.7	03-31-10	26.16	13,079.75	33.24	16,620.00	3,540.25	27.1	0.834	416.80	2.5
800.00			1.1	05-13-10	27.85	22,279.28	33.24	26,592.00	4,312.72	19.4	0.834	666.88	2.5
400.00			0.6	05-13-10	28.03	11,212.24	33.24	13,296.00	2,083.76	18.6	0.834	333.44	2.5
2,167.00			3.0		26.21	56,793.90		72,031.08	15,237.18	26.8		1,806.41	2.5

HARRIS ASSOCIATES L.P.
MANAGER'S APPRAISAL
HABERMAN FAMILY FOUNDATION
PF 5075-903578 ESL/AIS DSFIXB

December 31, 2010

Reporting Currency US Dollar
Accounting Method Highest Cost

Quantity	Symbol	Security	% Assets	Purchase Date	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L	Unit Income	Annual Income	Yield
634 00	cag	ConAgra Foods	0.6	02-20-08	21.94	13,909.96	22.58	14,315.72	405.76	2.9	0.920	583.28	4.1
633 00			0.6	09-09-08	19.96	12,634.68	22.58	14,293.14	1,658.46	13.1	0.920	582.36	4.1
1,267 00			1.2		20.95	26,544.64		28,608.86	2,064.22	7.8		1,165.64	4.1
700 00	g2554f105Cov	Covidien (old)	1.3	11-26-07	38.54	26,978.00	45.66	31,962.00	4,984.00	18.5	0.800	560.00	1.8
500 00			1.0	05-21-10	41.88	20,939.05	45.66	22,830.00	1,890.95	9.0	0.800	400.00	1.8
1,200 00			2.3		39.93	47,917.05		54,792.00	6,874.95	14.3		960.00	1.8
733 00	deo	Duogo ADR	2.3	09-10-03	42.64	31,255.12	74.33	54,483.89	23,228.77	74.3	2.018	1,478.90	2.7
500 00	disk	Discovery Comm Cl C	0.8	08-08-08	15.90	7,950.00	36.69	18,345.00	10,395.00	130.8	0.000	0.00	0.0
833 00			1.3	03-12-09	14.70	12,245.10	36.69	30,562.77	18,317.67	149.6	0.000	0.00	0.0
1,333 00			2.0		15.15	20,195.10		48,907.77	28,712.67	142.2		0.00	0.0
260 00	nom	Exxon Mobil	0.8	02-27-09	45.62	11,860.79	73.12	19,011.20	7,150.41	60.3	1.880	488.80	2.6
800 00	372917104Gen	Genzyme	2.4	06-28-10	53.41	42,730.80	71.20	56,960.00	14,229.20	33.3	0.000	0.00	0.0
200 00			0.6	07-01-10	49.74	9,948.90	71.20	14,240.00	4,291.10	43.1	0.000	0.00	0.0
1,000 00			3.0		52.68	52,679.70		71,200.00	18,520.30	35.2		0.00	0.0
1,034 00	hrb	H&R Block	0.5	11-18-09	20.66	21,362.44	11.91	12,314.94	-9,047.50	-42.4	0.600	620.40	5.0
499 00			0.2	03-05-10	16.83	8,398.17	11.91	5,943.09	-2,455.08	-29.2	0.600	299.40	5.0
1,500 00			0.7	03-31-10	17.77	26,652.30	11.91	17,865.00	-8,787.30	-33.0	0.600	900.00	5.0
1,500 00			0.7	08-23-10	13.76	20,639.05	11.91	17,865.00	-2,774.05	-13.4	0.600	900.00	5.0
4,533 00			2.3		17.00	77,051.96		53,988.03	-23,063.93	-29.9		2,719.80	5.0
700 00	hd	Home Depot	1.0	10-30-07	31.44	22,008.00	35.06	24,542.00	2,534.00	11.5	1.000	700.00	2.9
333 00			0.5	11-26-07	28.43	9,467.19	35.06	11,674.98	2,207.79	23.3	1.000	333.00	2.9
1,033 00			1.5		30.47	31,475.19		36,216.98	4,741.79	15.1		1,033.00	2.9
500 00	itw	Illinois Tool Works	1.1	03-19-09	28.84	14,420.00	53.40	26,700.00	12,280.00	85.2	1.360	680.00	2.5
1,000 00	intc	Intel	0.9	10-24-07	25.83	25,830.00	21.03	21,030.00	-4,800.00	-18.6	0.840	840.00	4.0
500 00			0.4	12-17-07	25.87	12,935.00	21.03	10,515.00	-2,420.00	-18.7	0.840	420.00	4.0
300 00			0.3	01-07-08	22.76	6,828.00	21.03	6,309.00	-519.00	-7.6	0.840	252.00	4.0
200 00			0.2	02-20-08	20.27	4,054.00	21.03	4,206.00	152.00	3.7	0.840	168.00	4.0
1,000 00			0.9	03-31-10	22.39	22,387.00	21.03	21,030.00	-1,357.00	-6.1	0.840	840.00	4.0

HARRIS ASSOCIATES L.P.
MANAGER'S APPRAISAL
HABERMAN FAMILY FOUNDATION
PF 5075-903578 ESL/AIS DSFIXB

December 31, 2010

Reporting Currency US Dollar
Accounting Method Highest Cost

Quantitv	Symbol	Security	% Assets	Purchase Date	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L	Unit Income	Annual Income	Yield
600 00			0.5	04-22-10	23.67	14,200.00	21.03	12,618.00	-1,582.00	-11.1	0.840	504.00	4.0
3,600.00			3.2		23.95	86,234.00		75,708.00	-10,526.00	-12.2		3,024.00	4.0
800 00	jpm	JPMorgan Chase	1.4	07-28-04	37.09	29,672.00	42.42	33,936.00	4,264.00	14.4	1.000	800.00	2.4
367 00	jnj	Johnson & Johnson	0.9	10-20-09	60.62	22,247.54	61.85	22,698.95	451.41	2.0	2.280	836.76	3.7
100 00	kci	Kinetic Concepts	0.2	11-06-08	24.97	2,497.00	41.88	4,188.00	1,691.00	67.7	0.000	0.00	0.0
267 00			0.5	03-19-09	20.02	5,345.34	41.88	11,181.96	5,836.62	109.2	0.000	0.00	0.0
367.00			0.6		21.37	7,842.34		15,369.96	7,527.62	96.0		0.00	0.0
1,367 00	lbya	Liberty Global Cl A	2.0	05-28-09	13.92	19,028.64	35.38	48,364.46	29,335.82	154.2	0.000	0.00	0.0
1,700 00	msft	Microsoft	2.0	06-29-10	23.45	39,862.25	27.92	47,464.00	7,601.75	19.1	0.640	1,088.00	2.3
700 00	pep	PepsiCo	1.9	05-21-10	63.00	44,100.83	65.33	45,731.00	1,630.17	3.7	2.060	1,442.00	3.2
300 00	petm	PetSmart	0.5	07-28-09	22.87	6,861.00	39.82	11,946.00	5,085.00	74.1	0.560	168.00	1.4
600 00			1.0	07-28-09	22.95	13,770.00	39.82	23,892.00	10,122.00	73.5	0.560	336.00	1.4
467 00			0.8	08-20-09	19.90	9,293.30	39.82	18,595.94	9,302.64	100.1	0.560	261.52	1.4
1,367 00			2.3		21.89	29,924.30		54,433.94	24,509.64	81.9		765.52	1.4
1,800 00	sle	Sara Lee	1.3	01-29-10	12.15	21,870.00	17.51	31,518.00	9,648.00	44.1	0.460	828.00	2.6
2,000 00			1.5	03-31-10	13.99	27,976.20	17.51	35,020.00	7,043.80	25.2	0.460	920.00	2.6
800 00			0.6	04-16-10	13.94	11,152.72	17.51	14,008.00	2,855.28	25.6	0.460	368.00	2.6
1,000 00			0.7	10-21-10	14.51	14,508.70	17.51	17,510.00	3,001.30	20.7	0.460	460.00	2.6
5,600.00			4.1		13.48	75,507.62		98,056.00	22,548.38	29.9		2,576.00	2.6
400 00	h8912p106	Tyco Electronics	0.6	07-30-08	33.95	13,580.00	35.40	14,160.00	580.00	4.3	0.640	256.00	1.8
100 00			0.1	07-30-08	34.04	3,404.00	35.40	3,540.00	136.00	4.0	0.640	64.00	1.8
500 00			0.7	09-08-08	30.48	15,240.00	35.40	17,700.00	2,460.00	16.1	0.640	320.00	1.8
167 00			0.2	09-12-08	29.97	5,004.99	35.40	5,911.80	906.81	18.1	0.640	106.88	1.8
500 00			0.7	04-22-10	28.62	14,309.40	35.40	17,700.00	3,390.60	23.7	0.640	320.00	1.8
1,667.00			2.5		30.92	51,538.39		59,011.80	7,473.41	14.5		1,066.88	1.8
1,300 00	ul	Unilever (GB shs) ADR	1.7	04-26-10	30.63	39,819.00	30.88	40,144.00	325.00	0.8	1.316	1,710.28	4.3

HARRIS ASSOCIATES L.P.
MANAGER'S APPRAISAL
HABERMAN FAMILY FOUNDATION
PF 5075-903578 ESL/A1S DSFIXB

December 31, 2010

Reporting Currency US Dollar
Accounting Method Highest Cost

Quantity	Symbol	Security	% Assets	Purchase Date	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% C/L	Unit Income	Annual Income	Yield
600.00			0.8	05-21-10	26.67	16,003.72	30.88	18,528.00	2,524.28	15.8	1.316	789.36	4.3
1,900.00			2.4		29.38	55,822.72		58,672.00	2,849.28	5.1		2,499.64	4.3
400.00	woof	VCA Antech	0.4	08-31-10	19.68	7,872.00	23.29	9,316.00	1,444.00	18.3	0.000	0.00	0.0
1,500.00			1.5	08-31-10	19.64	29,465.20	23.29	34,935.00	5,469.80	18.6	0.000	0.00	0.0
1,900.00			1.8		19.65	37,337.20		44,251.00	6,913.80	18.5		0.00	0.0
100.00	via b	Viacom CLB	0.2	10-22-07	39.37	3,937.00	39.61	3,961.00	24.00	0.6	1.000	100.00	2.5
567.00			0.9	09-09-08	28.04	15,898.68	39.61	22,458.87	6,560.19	41.3	1.000	567.00	2.5
700.00			1.2	03-31-10	34.66	24,263.60	39.61	27,727.00	3,463.40	14.3	1.000	700.00	2.5
1,367.00			2.3		32.26	44,099.28		54,146.87	10,047.59	22.8		1,367.00	2.5
COMMON STOCKS TOTAL			60.8			1,202,941.18		1,458,229.82	255,288.64	21.2		32,905.71	2.3
Supervised Equities Total			60.8			1,202,941.18		1,458,229.82	255,288.64	21.2		32,905.71	2.3
MUNICIPAL BONDS													
75,000	924214h	VT Mun Bd Bk BAB TXBL VT	3.1	11-19-10	100.01	75,010.00	100.01	75,006.75	-3.25	0.0	1.565	1,173.75	1.6
		1.565% Due 12-01-12											
75,000	265111b	86Duncnvle LTGO W/S TXBL TX	3.1	10-20-10	100.01	75,010.00	97.77	73,330.50	-1,679.50	-2.2	2.000	1,500.00	2.6
		2.000% Due 08-15-14											
75,000	567137zu	1Matcopa SD28 UTGO BAB AZ	3.2	07-01-10	100.81	75,604.75	101.08	75,812.25	207.50	0.3	3.900	2,925.00	3.7
		3.900% Due 07-01-16											
		Accrued Interest	0.1					1,602.91					
MUNICIPAL BONDS TOTAL			9.4			225,624.75		225,752.41	-1,475.25	-0.7		5,598.75	2.6
CORPORATE BONDS													
45,000.00	27876g	ag1Echostar DBS	1.9	12-17-04	103.29	46,480.50	103.25	46,462.50	-18.00	0.0	6.375	2,868.75	2.0
		6.375% Due 10-01-11											
40,000.00	681904ag	3Omnicare Inc XXXXXPC@100	1.7	10-17-03	100.04	40,016.00	100.51	40,204.00	188.00	0.5	6.125	2,450.00	5.9
		6.125% Due 06-01-13											

HARRIS ASSOCIATES L.P.
MANAGER'S APPRAISAL
HABERMAN FAMILY FOUNDATION
PF 5075-903578 ESL/AIS DSFIXB
December 31, 2010

Reporting Currency US Dollar
Accounting Method Highest Cost

Quantity	Symbol	Security	% Assets	Purchase Date	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	% G/L	Unit Income	Annual Income	Yield
35,000 00	704379ab2	Payless Shoesree CC 8 250% Due 08-01-13	1.5	01-11-07	105 01	36,753 50	101 75	35,612.50	-1,141 00	-3 1	8 250	2,887 50	7 5
65,000 00	239753bu9	Dayton Hudson NC 9 350% Due 06-16-20 Accrued Interest	3 5	12-18-92	109 63	71,259 50	129 83	84,389 05	13,129 55	18 4	9 350	6,077 50	5 3
CORPORATE BONDS TOTAL													
			0 1			194,509 50		2,394 59					
			8.7					209,062.64	12,158 55	6 3		14,283.75	5.0
GOVT AGENCIES & RELATED BONDS													
50,000	3133vvq42	Fedl Home Ln Bks CD11 2 500% Due 07-07-14	2 1	04-01-10	99 90	49,947 50	100 00	50,000 00	52 50	0 1	2 500	1,250 00	2 3
75,000	31331jka0	Fedl Farm Cr Bks CC 4/12 2 900% Due 04-09-15	3 2	05-17-10	101 16	75,872 50	102 26	76 696 50	824 00	1 1	2 900	2,175 00	2 3
75,000	31331jsk0	Fedl Farm Cr Bks CD11 3 000% Due 06-17-16	3 1	06-15-10	100 01	75,010 00	100 00	75,000 00	-10 00	0 0	3 000	2,250 00	3 0
75,000	31331j3p6	Fedl Farm Cr Bks CC 12/11 2 500% Due 12-07-16 Accrued Interest	3 1	12-07-10	99 81	74,860 00	99 27	74,452 50	-407 50	-0 5	2 500	1,875 00	2 6
GOVT AGENCIES & RELATED BONDS TOTAL													
			0 1			275,690.00		1,312 08					
			11.6					277,461.08	459 00	0.2		7,550.00	2.6
Supervised Fixed Income Total:													
			29.7			695,824.25		712,276.12	11,142.30	1.6		27,432.50	3.3
SHORT-TERM INVESTMENTS													
	divacc	Dividend Accruals	0 0			1,185 95		1,185 95			0 000	0 00	0 0
	dgccx	Drey Gvt Cash Mgmt Instl	9 4			225,009 24		225,009 24			0 000	0 00	0 0
SHORT-TERM INVESTMENTS TOTAL													
			9.4			226,195 19		226,195 19				0.00	0.0
Supervised Cash Equivalents Total.													
			9 4			226,195.19		226,195.19				0.00	0.0
SUPERVISED TOTAL													
			100 0			2,124,960.62		2,396,701 13	266,430.94	12.5		60,338.21	2.4



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest
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CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
400	LEGGETT & PLATT INC PVIC	03/01/82	312.50	✓ 9,104.00	8,791.50
800	LEGGETT & PLATT INC PVIC	10/01/92	5,000.00	✓ 18,208.00	13,208.00
3,000	STARBUCKS CORP	07/07/92	2,085.90	✓ 96,390.00	94,304.10
400	WALGREEN CO	10/01/82	450.62	✓ 54,544.00	54,093.38
115	WALGREEN CO	10/01/82	37.01	✓ 4,480.40	4,443.39
Total Equities			7,886.03	✓ 182,726.40	174,840.37

PLEASE SEE REVERSE SIDE
Page 10 of 97
Statement Period Year Ending 12/31/10

☒ 04/7/05/11

00-17-6050B (R02-10)



HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest
Cash and Money Funds						
18,301	CASH		77.36			
	ML BANK DEPOSIT PROGRAM	10/21/09	18,301.00	18,301.00		
	Total Cash and Money Funds		18,378.36	18,378.36		
Government Securities						
7,000	FHLMC C0 3565 04%2040 AMORTIZED FACTOR 1.00000000 AMORTIZED VALUE 7,000	12/01/10	7,019.69	6,956.36	(63.33)	
17,000	U.S. TREASURY NOTE NOTES 05,000% FEB 15 2011	09/14/09	1,005.49	1,005.63	0.14	18.75
16,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST 106.0976/16,975.62	10/07/09	16,090.15	16,090.08	(0.07)	300.00
2,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST 105.8715/2,117.43	10/15/09	2,011.03	2,011.26	0.23	37.50
1,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST 102.7150/1,027.15	07/21/10	1,005.99	1,005.63	(0.36)	18.75
3,000	U.S. TREASURY NOTE 3.125% MAY 15 2019 CUSIP- 912828KQ2	10/15/09	2,918.91	3,031.65	112.74	11.91
2,000	U.S. TREASURY NOTE	10/30/09	1,956.73	2,021.10	64.37	7.94

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10

☒ 04770515

Page
18 of 97

00-17-60808 (R02-10)



HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest
Government Securities						
3,000	U.S. TREASURY NOTE	12/31/09	2,838.88	3,031.65	192.77	11.91
1,000	U.S. TREASURY NOTE	02/01/10	962.31	1,010.55	48.24	3.97
1,000	U.S. TREASURY NOTE	02/26/10	967.78	1,010.55	42.77	3.97
4,000	U.S. TREASURY NOTE	03/31/10	3,810.17	4,042.20	232.03	15.88
2,000	U.S. TREASURY NOTE	06/04/10	1,996.10	2,021.10	25.00	7.94
6,000	U.S. TRSY INFLATN NTE 2.375% JAN 15 2017 INFL ADJ PRIN 6.506	10/08/08	6,343.75	7,251.20	907.45	65.44
2,000	U.S. TREASURY NOTE 1.750% JAN 31 2014 CUSIP: 912828JZ4	07/01/10	2,026.95	2,041.88	14.93	14.55
9,000	U.S. TREASURY NOTE 4.250% SEP 30 2012 CUSIP: 912828HE3	09/24/09	9,439.22	9,588.15	148.93	96.68
7,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 108.2777/7,579.44	09/25/09	7,340.42	7,457.45	117.03	75.19
9,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 108.2812/9,745.31	09/28/09	9,457.43	9,588.15	150.72	96.68
3,000	U.S. TREASURY NOTE 2.625% JUN 30 2014 CUSIP: 912828KY5	02/26/10	3,063.41	3,139.44	76.03	

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest
Government Securities						
1,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 101.5000/1,015.00	03/31/10	1,012.44	1,046.48	34.04	
1,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 103.6840/1,036.84	06/04/10	1,031.85	1,046.48	14.63	
3,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 104.4806/3,134.42	07/02/10	3,118.42	3,139.44	21.02	
3,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 106.4846/3,194.54	10/01/10	3,182.20	3,139.44	(42.76)	
Total Government Securities			✓ 88,579.32	✓ 90,675.87	2,096.55	787.06
Corporate Bonds						
1,000	AMERICAN EXPRESS GLB 06.150% AUG 28 2017	08/30/07	1,013.15	1,127.21	114.06	21.01
2,000	ASTRAZENECA PLC GLB 05.300% SEP 15 2017	09/13/07	2,011.80	2,316.06	304.26	34.74
3,000	ABBOTT LABORATORIES GLB 05.875% MAY 15 2016	12/13/07	3,068.90	3,463.20	394.30	22.52

PLEASE SEE REVERSE SIDE
Page
20 of 97
Statement Period
Year Ending 12/31/10

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00-17-60608 (R02-10)



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HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest
Corporate Bonds						
2,000	BANK OF AMERICA CORP SUBORDINATED 05.250% DEC 01 2015	02/26/08	1,994.66	2,033.70	39.04	8.75
1,000	BEAR STEARNS CO INC GLB 05.350% FEB 01 2012	02/15/07	1,001.05	1,046.42	45.37	22.29
1,000	BOEING CO GLB 05.125% FEB 15 2013	06/19/06	967.19	1,082.37	115.18	19.36
2,000	HOME DEPOT INC 03.950% SEP 15 2020 MOODY'S: BAA1 S&P: BBB+	09/09/10	2,003.51	1,949.54	(53.97)	24.36
2,000	IBM CORP GLB 04.750% NOV 29 2012	02/27/08	2,027.17	2,147.16	119.99	8.44
2,000	CVS CAREMARK CORP 05.750% JUN 01 2017 MOODY'S: BAA2 S&P: BBB+	08/06/07	1,927.23	2,225.30	298.07	9.58
1,000	COMCAST CORP COMPANY GUARNT GLB 06.300% NOV 15 2017	08/28/07	1,009.19	1,144.95	135.76	8.05
2,000	CISCO SYSTEMS INC GLB 04.950% FEB 15 2019	10/15/09	2,082.65	2,179.52	96.87	37.40

PLEASE SEE REVERSE SIDE
Page 21 of 97
Statement Period
Year Ending 12/31/10

04770522



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HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest
1,000	EXELON CORP 04.900% JUN 15 2015 MOODY'S: BAA1 S&P: BBB-	10/17/07	940.73	1,066.43	125.70	2.18
1,000	GOLDMAN SACHS GROUP INC GLB 05.125% JAN 15 2015	02/15/07	977.61	1,074.38	96.77	23.63
2,000	JOHN DEERE CAPITAL CORP GLB 07.000% MAR 15 2012	01/17/08	2,068.44	2,146.70	78.26	41.22
2,000	KRAFT FOODS INC GLB 05.375% FEB 10 2020	02/17/10	2,024.36	2,152.54	128.18	42.10
3,000	MARATHON OIL CORP 06.000% OCT 01 2017 MOODY'S: BAA1 S&P: BBB+	09/26/07	3,001.79	3,407.28	405.49	45.00
1,000	NEWS AMERICA INC COMPANY GUARNT 05.300% DEC 15 2014	05/03/07	994.63	1,105.03	110.40	2.36
2,000	PFIZER INC 6.20% DUE 3/15/2019 MOODY'S: A1 S&P: AA	10/15/09	2,219.19	2,342.72	123.53	36.51
1,000	SIMON PROPERTY GROUP LP GLB 05.750% DEC 01 2015	04/26/07	1,011.32	1,110.95	99.67	4.79

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10

04770523

Page 22 of 97

00-17-60608 (R02-10)



HABERMAN/FAMILY/FOUNDATION

Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest
Corporate Bonds						
2,000	TIME WARNER INC COMPANY GUARNT 04 875% MAR 15 2020	08/16/10	2,145.81	2,082.90	(62.91)	28.71
3,000	US BANK NA SUBD SER BKNT GLB 04.800% APR 15 2015	09/29/06	2,893.08	3,235.02	341.94	30.40
3,000	WACHOVIA BANK NA SUBORDINATED SER MTN GLB 05.600% MAR 15 2016	04/24/07	3,029.77	3,264.30	234.53	49.47
2,000	WAL-MART STORES INC GLB 05.800% FEB 15 2018	05/13/08	2,095.62	2,298.08	202.46	43.82
2,000	USD CAN NATURAL RES 5.700% MAY 15 2017 MOODY'S: BAA1 S&P: BBB	10/16/07	1,964.44	2,280.32	315.88	14.57
2,000	GLAXOSMITHKLINE CAPITAL COMPANY GUARNT GLB 05.650% MAY 15 2018	05/09/08	2,021.31	2,286.86	265.55	14.44
3,000	GENERAL ELEC CAP CORP NOTES SER GMTN 05.250% OCT 19 2012	05/01/08	3,042.79	3,206.34	163.55	31.50
Total Corporate Bonds			✓ 49,537.39	✓ 53,775.32	4,237.93	627.20

PLEASE SEE REVERSE SIDE
Page
23 of 97
Statement Period
Year Ending 12/31/10

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HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
13	AIR PRODUCTS&CHEM	06/08/10	858.28	1,182.35	324.07
6	AIR PRODUCTS&CHEM	07/27/10	435.30	545.70	110.40
33	AT&T INC	08/13/08	1,025.82	969.54	(56.28)
46	AT&T INC	11/19/08	1,182.20	1,351.48	169.28
49	AT&T INC	03/13/09	193.50	1,439.62	246.12
41	AT&T INC	10/09/09	1,053.29	1,204.58	151.29
23	AT&T INC	07/27/10	604.09	675.74	71.65
2	AMGEN INC COM PV \$0.0001	01/28/09	108.88	109.80	0.92
13	AMGEN INC COM PV \$0.0001	02/02/09	719.30	713.70	(5.60)
12	AMGEN INC COM PV \$0.0001	02/04/09	690.67	658.80	(31.87)
14	AMGEN INC COM PV \$0.0001	02/25/09	791.91	768.60	(23.31)
18	AMGEN INC COM PV \$0.0001	12/18/09	988.58	988.20	(0.38)
33	AMGEN INC COM PV \$0.0001	06/29/10	1,783.61	1,811.70	28.09
10	AMGEN INC COM PV \$0.0001	07/01/10	512.90	549.00	36.10
14	AMGEN INC COM PV \$0.0001	07/27/10	764.40	768.60	4.20
14	AMGEN INC COM PV \$0.0001	11/04/10	779.87	788.60	(11.27)
10	APACHE CORP	10/06/08	803.72	1,192.30	388.58

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
8	APACHE CORP	06/30/09	575.48	953.84	378.36
3	APACHE CORP	07/27/10	283.86	357.69	73.83
7	BANK NEW YORK MELLON CORP	09/18/08	208.88	211.40	2.52
7	BANK NEW YORK MELLON CORP	09/19/08	241.41	211.40	(30.01)
47	BANK NEW YORK MELLON CORP	11/19/08	1,256.78	1,419.40	162.62
29	BANK NEW YORK MELLON CORP	01/22/09	675.42	875.80	200.38
11	BANK NEW YORK MELLON CORP	07/27/10	288.93	332.20	43.27
28	BOEING COMPANY	10/08/09	1,455.87	1,827.28	371.41
6	BOEING COMPANY	10/09/09	315.12	391.56	76.44
2	BOEING COMPANY	07/27/10	137.64	130.52	(7.12)
9	BOEING COMPANY	11/01/10	637.58	587.34	(50.22)
10	BOEING COMPANY	11/10/10	670.41	652.60	(17.81)
35	BRINKER INTL INC	11/24/09	475.22	730.80	255.58
8	BRINKER INTL INC	05/24/10	142.73	167.04	24.31

PLEASE SEE REVERSE SIDE
Page 25 of 97
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
48	BRINKER INTL INC	06/22/10	754.00	1,002.24	248.24
39	BRINKER INTL INC	07/27/10	643.50	814.32	170.82
49	BRINKER INTL INC	08/24/10	764.39	1,023.12	258.73
8	COMCAST CRP NEW CL A SPL	10/17/08	120.43	166.48	46.05
23	COMCAST CRP NEW CL A SPL	11/19/08	137.86	478.63	150.77
39	COMCAST CRP NEW CL A SPL	06/10/09	528.02	811.59	283.57
37	COMCAST CRP NEW CL A SPL	07/20/09	504.73	769.97	265.24
87	COMCAST CRP NEW CL A SPL	12/01/09	1,232.13	1,810.47	578.34
18	COMCAST CRP NEW CL A SPL	06/28/10	307.08	374.58	67.50
39	COMCAST CRP NEW CL A SPL	07/27/10	711.75	811.59	99.84
34	COMCAST CRP NEW CL A SPL	08/26/10	549.25	707.54	158.29
21	CABOT OIL & GAS CORP	12/16/09	873.44	794.85	(78.59)
23	CABOT OIL & GAS CORP	04/29/10	844.89	870.55	25.66
12	CABOT OIL & GAS CORP	06/23/10	395.96	454.20	58.24
10	CABOT OIL & GAS CORP	07/27/10	304.50	378.50	74.00
63	CROWN HLDGS INC	07/22/10	1,727.37	2,102.84	375.57
20	CROWN HLDGS INC	07/23/10	555.64	667.60	111.96

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10

26 of 97

00-17-50608 (R02-10)



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
13	CROWN HLDGS INC	07/27/10	362.31	433.94	71.63
44	CENTERPOINT ENERGY INC	08/17/10	651.82	691.68	39.86
49	CENTERPOINT ENERGY INC	08/18/10	718.57	770.28	51.71
41	CENTERPOINT ENERGY INC	08/20/10	592.40	644.52	52.12
89	COVANTA HLDG CORP	08/26/10	1,290.80	1,529.91	239.11
44	COVANTA HLDG CORP	09/08/10	648.75	756.36	107.61
72	COVANTA HLDG CORP	09/16/10	1,065.40	1,237.68	172.28
27	COVIDIEN PLC SHS	08/08/07	1,113.78	1,232.82	119.04
23	COVIDIEN PLC SHS	09/21/07	987.57	1,050.18	62.61
30	COVIDIEN PLC SHS	10/15/07	1,248.90	1,369.80	120.90
19	COVIDIEN PLC SHS	11/19/08	681.72	867.54	185.82
7	COVIDIEN PLC SHS	07/27/10	275.35	319.62	44.27
4	COVIDIEN PLC SHS	08/06/10	152.32	182.64	30.32
114	CHICOS FAS INC COM	10/07/10	1,192.06	1,371.42	179.36
76	CHICOS FAS INC COM	10/21/10	750.98	914.28	163.30
56	CHICOS FAS INC COM	11/01/10	541.79	673.68	131.89
4	COCA COLA COM	08/16/10	208.80	263.08	54.28

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10





Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
17	COCA COLA COM	06/22/10	900.26	1,118.09	217.83
14	COCA COLA COM	08/29/10	705.14	920.78	215.64
14	COCA COLA COM	07/14/10	739.73	920.78	181.05
9	COCA COLA COM	07/27/10	495.50	591.93	96.43
17	COLGATE PALMOLIVE	10/29/10	1,292.82	1,366.29	73.47
65	CORNING INC	06/01/10	1,087.85	1,255.80	167.95
11	CORNING INC	07/27/10	198.06	212.52	14.46
69	DENBURY RES INC	03/09/10	1,070.03	1,317.21	247.18
78	DENBURY RES INC	03/10/10	1,225.34	1,489.02	263.68
42	DENBURY RES INC	03/24/10	644.32	801.78	157.46
14	DENBURY RES INC	07/27/10	214.48	267.28	52.78
36	DENBURY RES INC	09/02/10	557.73	687.24	129.51
52	DENBURY RES INC	11/18/10	945.59	992.68	47.09
41	DR PEPPER SNAPPLE GROUP INC	10/05/10	1,443.59	1,441.56	(2.03)
22	DR PEPPER SNAPPLE GROUP INC	10/14/10	781.91	773.52	(8.39)
8	DEERE CO	02/25/09	215.63	664.40	448.77

PLEASE SEE REVERSE SIDE
Page
Statement Period
Year Ending 12/31/10

x 04770529

28 of 97

00-17-6060B (R02-10)



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
19	DEERE CO	03/25/09	642.00	1,577.95	935.95
12	DEERE CO	07/01/09	492.94	996.60	503.66
15	DEERE CO	07/15/09	572.91	1,245.75	672.84
11	DEERE CO	08/03/09	499.72	913.55	413.83
15	DEERE CO	11/25/09	785.09	1,245.75	460.66
19	DEERE CO	07/27/10	1,222.27	1,577.95	355.68
11	ENTERGY CORP NEW	02/17/09	765.72	779.13	13.41
7	ENTERGY CORP NEW	03/25/09	464.86	495.81	30.95
9	ENTERGY CORP NEW	06/24/09	689.79	637.47	(52.32)
7	ENTERGY CORP NEW	12/21/09	587.83	495.81	(92.02)
15	ENTERGY CORP NEW	03/16/10	1,198.76	1,062.45	(136.31)
5	ENTERGY CORP NEW	07/27/10	398.35	354.15	(44.20)
8	ENTERGY CORP NEW	10/06/10	613.84	566.64	(47.20)
10	ENTERGY CORP NEW	12/07/10	710.15	708.30	(1.85)
3	EXXON MOBIL CORP COM	11/14/05	169.80	219.36	49.56
7	EXXON MOBIL CORP COM	12/08/05	413.06	511.84	98.78
11	EXXON MOBIL CORP COM	05/23/06	675.07	804.32	129.25

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
13	EXXON MOBIL CORP COM	08/24/08	912.99	950.56	37.57
16	EXXON MOBIL CORP COM	02/12/07	1,189.60	1,189.92	(19.68)
6	EXXON MOBIL CORP COM	10/09/07	550.38	438.72	(111.66)
18	EXXON MOBIL CORP COM	01/02/08	692.90	1,316.16	(376.74)
12	EXXON MOBIL CORP COM	11/19/08	899.64	877.44	(22.20)
4	EXXON MOBIL CORP COM	09/22/09	279.67	292.48	12.81
8	EXXON MOBIL CORP COM	10/09/09	552.00	584.96	32.96
17	EXXON MOBIL CORP COM	07/27/10	1,032.18	1,243.04	210.86
15	EVEREST RE GROUP LTD	10/11/10	1,224.61	1,272.30	47.69
12	GOLDMAN SACHS GROUP INC	09/08/10	1,788.48	2,017.92	229.44
7	GOLDMAN SACHS GROUP INC	10/18/10	1,070.65	1,177.12	106.47
4	GOLDMAN SACHS GROUP INC	10/25/10	630.08	672.64	42.56
8	GOLDMAN SACHS GROUP INC	11/04/10	1,309.18	1,345.28	36.10
31	GILEAD SCIENCES INC COM	06/04/10	1,085.31	1,234.44	38.13
5	GILEAD SCIENCES INC COM	07/27/10	165.75	181.20	15.45
12	GILEAD SCIENCES INC COM	07/29/10	405.60	434.88	29.08
28	GILEAD SCIENCES INC COM	08/20/10	908.94	1,014.72	104.78

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
25	GILEAD SCIENCES INC COM	09/15/10	863.70	906.00	42.30
20	HEWLETT PACKARD CO DEL	02/18/09	683.34	842.00	158.66
20	HEWLETT PACKARD CO DEL	03/18/09	579.83	842.00	262.17
15	HEWLETT PACKARD CO DEL	03/26/09	492.59	631.50	138.91
16	HEWLETT PACKARD CO DEL	04/30/09	590.56	673.60	83.04
7	HEWLETT PACKARD CO DEL	07/27/10	328.85	294.70	(34.15)
2	INTL BUSINESS MACHINES CORP IBM	08/24/07	224.08	293.52	69.44
10	INTL BUSINESS MACHINES CORP IBM	11/27/07	1,021.60	1,467.60	446.00
4	INTL BUSINESS MACHINES CORP IBM	09/18/09	490.88	587.04	96.16
6	INTL BUSINESS MACHINES CORP IBM	10/28/09	725.99	880.56	154.57
4	INTL BUSINESS MACHINES CORP IBM	07/27/10	514.80	587.04	72.24
61	INGERSOLL-RAND PLC	03/10/10	2,061.16	2,872.49	811.33
6	INGERSOLL-RAND PLC	04/23/10	218.01	282.54	64.53
9	INGERSOLL-RAND PLC	07/27/10	341.82	423.81	81.99

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
20	JPMORGAN CHASE & CO	03/03/08	800.00	848.40	48.40
3	JPMORGAN CHASE & CO	03/11/08	115.70	127.26	11.56
36	JPMORGAN CHASE & CO	05/05/08	1,728.50	527.12	(201.38)
18	JPMORGAN CHASE & CO	05/14/08	830.57	763.56	(67.01)
17	JPMORGAN CHASE & CO	06/05/08	717.57	721.14	3.57
44	JPMORGAN CHASE & CO	11/19/08	1,295.36	1,866.48	571.12
8	JPMORGAN CHASE & CO	11/25/08	232.59	339.36	106.77
27	JPMORGAN CHASE & CO	01/22/09	593.23	1,145.34	552.11
27	JPMORGAN CHASE & CO	02/02/09	687.18	1,145.34	458.16
61	JPMORGAN CHASE & CO	03/06/09	1,058.45	2,587.62	1,529.17
27	JPMORGAN CHASE & CO	12/17/09	1,095.70	1,145.34	49.64
39	JPMORGAN CHASE & CO	07/27/10	1,589.11	1,654.38	65.27
13	JOHNSON AND JOHNSON COM	01/25/08	815.34	804.05	(11.29)
14	JOHNSON AND JOHNSON COM	11/19/08	824.74	865.90	41.16
12	JOHNSON AND JOHNSON COM	12/11/08	699.91	742.20	42.29
19	JOHNSON AND JOHNSON COM	02/25/09	1,021.16	1,175.15	153.99
10	JOHNSON AND JOHNSON COM	10/22/09	603.87	618.50	14.63

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10
Page 32 of 97

X 0477533

00-17-60608 (R02-10)



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
13	JOHNSON AND JOHNSON COM	11/11/09	790.39	804.05	13.66
7	JOHNSON AND JOHNSON COM	07/27/10	407.80	432.95	25.15
7	KIMBERLY CLARK	04/30/10	431.26	441.28	10.02
10	KIMBERLY CLARK	05/12/10	623.46	630.40	6.94
11	KIMBERLY CLARK	06/28/10	680.28	693.44	13.16
13	KIMBERLY CLARK	07/09/10	799.36	819.52	20.16
9	KIMBERLY CLARK	07/27/10	584.37	567.36	(17.01)
22	LOCKHEED MARTIN CORP	08/06/09	1,634.99	1,538.02	(96.97)
7	LOCKHEED MARTIN CORP	09/25/09	544.65	489.37	(55.28)
4	LOCKHEED MARTIN CORP	10/09/09	300.68	279.64	(21.04)
7	LOCKHEED MARTIN CORP	01/12/10	531.98	489.37	(42.61)
12	LOCKHEED MARTIN CORP	07/27/10	899.28	838.92	(60.36)
11	LABORATORY CP AMER HLDGS	02/11/10	775.88	967.12	191.44
11	LABORATORY CP AMER HLDGS	05/10/10	843.09	967.12	124.03
2	LABORATORY CP AMER HLDGS	07/27/10	148.42	175.84	27.42
21	LINCOLN NTL CORP IND NPV	09/08/09	500.76	584.01	83.25
29	LINCOLN NTL CORP IND NPV	12/21/09	679.73	806.49	126.76

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
16	LINCOLN NTL CORP IND NPV	07/27/10	394.66	444.96	50.30
5	METLIFE INC COM	09/26/08	275.88	222.20	(53.68)
72	METLIFE INC COM	11/19/08	1,400.40	3,199.68	1,799.28
15	METLIFE INC COM	07/27/09	514.19	666.60	152.41
69	METLIFE INC COM	12/17/09	2,493.21	3,066.36	573.15
25	METLIFE INC COM	07/27/10	992.91	1,111.00	118.09
105	MACYS INC	11/19/08	1,633.75	2,656.50	2,022.75
3	MACYS INC	07/27/10	59.04	75.90	16.86
50	MATTEL INC COM	11/03/10	1,205.94	271.50	65.56
77	MCDERMOTT INTL INC	10/18/10	1,186.21	1,593.13	426.92
43	MCDERMOTT INTL INC	10/21/10	657.33	889.67	232.34
36	MCDERMOTT INTL INC	10/25/10	562.02	744.84	182.82
18	MICROSOFT CORP	07/01/10	412.20	502.38	90.18
27	MICROSOFT CORP	07/09/10	653.65	753.57	99.92
28	MICROSOFT CORP	07/15/10	708.37	781.48	73.11
25	MICROSOFT CORP	07/27/10	649.96	697.75	47.77
54	MICROSOFT CORP	08/24/10	1,305.66	1,507.14	201.48

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
14	NEXTERA ENERGY INC SHS	06/16/08	930.31	727.86	(202.45)
16	NEXTERA ENERGY INC SHS	11/19/08	718.72	831.84	113.12
13	NEXTERA ENERGY INC SHS	12/14/09	725.13	675.87	(49.26)
17	NEXTERA ENERGY INC SHS	07/27/10	916.98	883.83	(33.15)
20	NEXTERA ENERGY INC SHS	12/03/10	1,017.09	1,039.80	22.71
13	NEXTERA ENERGY INC SHS	12/07/10	666.47	675.87	9.40
40	NORFOLK SOUTHERN CORP	05/21/09	1,407.34	2,512.80	1,105.46
18	NORFOLK SOUTHERN CORP	07/15/09	721.41	1,130.76	409.35
8	NORFOLK SOUTHERN CORP	07/27/10	452.08	502.56	50.48
1	OCCIDENTAL PETE CORP CAL	02/20/07	47.17	98.10	50.93
25	OCCIDENTAL PETE CORP CAL	04/27/07	1,282.50	2,452.50	1,170.00
16	OCCIDENTAL PETE CORP CAL	10/09/07	1,053.76	1,569.60	515.84
17	OCCIDENTAL PETE CORP CAL	01/10/08	1,247.17	1,667.70	420.53
4	OCCIDENTAL PETE CORP CAL	02/01/08	277.62	392.40	114.78
21	OCCIDENTAL PETE CORP CAL	10/02/08	1,305.17	2,060.10	754.93
12	OCCIDENTAL PETE CORP CAL	11/19/08	562.32	1,177.20	614.88
15	OCCIDENTAL PETE CORP CAL	07/27/10	1,196.25	1,471.50	275.25

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value: 12/31/10	Unrealized Gain or (Loss)
29	OMNICOM GROUP COM	12/15/09	1,094.56	1,328.20	233.64
38	OMNICOM GROUP COM	07/27/10	1,437.79	1,740.40	302.61
28	PRUDENTIAL FINANCIAL INC	12/09/10	1,570.12	1,643.88	73.76
12	PRUDENTIAL FINANCIAL INC	12/13/10	682.78	704.52	21.74
3	PNC FINCL SERVICES GROUP	11/24/08	146.47	182.16	35.69
10	PNC FINCL SERVICES GROUP	11/24/08	469.02	607.20	138.18
11	PNC FINCL SERVICES GROUP	12/08/08	603.53	667.92	64.39
14	PNC FINCL SERVICES GROUP	01/14/09	608.30	850.08	241.78
5	PNC FINCL SERVICES GROUP	05/12/09	224.40	303.60	79.20
13	PNC FINCL SERVICES GROUP	03/11/10	744.64	789.36	44.72
7	PNC FINCL SERVICES GROUP	07/27/10	431.38	425.04	(6.34)
30	PHILIP MORRIS INTL INC	05/28/10	1,324.39	1,755.90	431.51
5	PHILIP MORRIS INTL INC	07/27/10	256.00	292.65	36.65
44	PFIZER INC	10/12/09	623.32	770.44	146.52
39	PFIZER INC	02/17/09	550.29	682.89	132.60
47	PFIZER INC	02/20/09	646.40	822.97	176.57
37	PFIZER INC	04/14/09	492.64	647.87	155.03

PLEASE SEE REVERSE SIDE
Page 36 of 97
Statement Period
Year Ending 12/31/10

00-17-60608 (R02-10)



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
31	PFIZER INC	06/30/09	486.88	542.81	75.93
31	PFIZER INC	07/22/09	499.71	542.81	43.10
14	PFIZER INC	03/04/10	242.34	245.14	2.80
67	PFIZER INC	03/25/10	1,172.16	1,173.17	1.01
22	PFIZER INC	04/15/10	374.28	385.22	10.94
74	PFIZER INC	05/26/10	1,132.94	1,295.74	162.80
47	PFIZER INC	06/30/10	675.95	822.97	147.02
42	PFIZER INC	07/15/10	617.40	735.42	118.02
73	PFIZER INC	07/27/10	1,114.71	1,278.23	163.52
10	RANGE RESOURCES CORP DEL	07/17/09	435.74	449.80	14.06
20	RANGE RESOURCES CORP DEL	12/02/09	949.01	899.60	(49.41)
18	RANGE RESOURCES CORP DEL	12/16/09	872.69	809.64	(63.05)
12	RANGE RESOURCES CORP DEL	01/07/10	634.22	539.76	(94.46)
25	RANGE RESOURCES CORP DEL	06/23/10	1,101.50	1,124.50	23.00
11	RANGE RESOURCES CORP DEL	07/13/10	461.98	494.78	32.80
16	RANGE RESOURCES CORP DEL	07/27/10	597.78	719.68	121.92
15	REINSURANCE GROUP AMERICA	04/24/09	445.91	805.65	359.74

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
17	REINSURANCE GROUP AMERICA	05/04/09	514.49	913.07	398.58
16	REINSURANCE GROUP AMERICA	05/06/09	477.95	859.36	381.41
10	REINSURANCE GROUP AMERICA	10/06/09	450.59	537.10	86.51
22	REINSURANCE GROUP AMERICA	04/27/10	1,169.91	1,181.62	11.71
18	REINSURANCE GROUP AMERICA	07/27/10	903.06	966.78	63.72
13	STATE STREET CORP	10/02/07	1899.27	602.42	(296.85)
13	STATE STREET CORP	10/08/07	1882.97	602.42	(280.55)
1	STATE STREET CORP	04/16/08	67.41	46.34	(21.07)
12	STATE STREET CORP	11/19/08	391.20	556.08	164.88
8	STATE STREET CORP	11/25/08	296.19	370.72	74.53
11	STATE STREET CORP	07/24/09	534.04	509.74	(24.30)
23	STATE STREET CORP	09/30/09	1,203.42	1,065.82	(137.60)
16	STATE STREET CORP	10/12/09	849.55	741.44	(108.11)
14	STATE STREET CORP	11/20/09	577.89	648.76	70.87
15	STATE STREET CORP	03/24/10	686.91	695.10	8.19
15	STATE STREET CORP	07/27/10	586.35	695.10	108.75
16	SCHLUMBERGER LTD	06/16/10	983.68	1,336.00	352.32

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
3	SCHLUMBERGER LTD	07/27/10	175.98	250.50	74.52
7	SCHLUMBERGER LTD	11/18/10	531.25	584.50	53.25
67	SYMANTEC CORP COM	07/29/10	876.83	1,121.58	244.75
43	SYMANTEC CORP COM	07/30/10	553.41	719.82	166.41
27	TARGET CORP COM	01/07/10	1,353.53	1,623.51	269.98
18	TARGET CORP COM	01/15/10	901.95	1,082.34	180.39
17	TARGET CORP COM	07/27/10	886.64	1,022.21	135.57
26	TRAVELERS COS INC	10/19/09	1,271.62	1,448.46	176.84
11	TRAVELERS COS INC	10/27/09	563.62	612.81	49.19
28	TRAVELERS COS INC	02/18/10	1,468.13	1,559.88	91.75
12	TRAVELERS COS INC	05/07/10	600.12	668.52	68.40
12	TRAVELERS COS INC	08/24/10	592.60	668.52	75.92
20	TIME WARNER INC SHS	03/18/09	350.69	643.40	292.71
20	TIME WARNER INC SHS	04/03/09	407.20	643.40	236.20
30	TIME WARNER INC SHS	04/27/09	597.91	965.10	367.19
20	TIME WARNER INC SHS	04/30/09	414.30	643.40	229.10
9	TIME WARNER INC SHS	07/27/10	285.03	289.53	4.50

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
32	UNITEDHEALTH GROUP INC	07/24/09	862.47	1,155.52	293.05
20	UNITEDHEALTH GROUP INC	08/12/09	556.58	722.20	165.62
25	UNITEDHEALTH GROUP INC	10/09/09	615.25	902.75	287.50
1	UNITEDHEALTH GROUP INC	07/27/10	30.94	36.11	5.17
14	US BANCORP (NEW)	11/24/08	348.77	377.58	28.81
12	US BANCORP (NEW)	11/24/08	294.22	323.64	29.42
32	US BANCORP (NEW)	01/14/09	686.40	863.04	176.64
25	US BANCORP (NEW)	09/16/09	552.51	674.25	121.74
14	US BANCORP (NEW)	07/27/10	341.13	377.58	36.45
6	VERIZON COMMUNICATNS COM	02/12/07	210.46	214.68	4.22
39	VERIZON COMMUNICATNS COM	11/19/08	1,007.09	1,395.42	388.33
13	VERIZON COMMUNICATNS COM	10/09/09	355.20	465.14	109.94
8	VERIZON COMMUNICATNS COM	07/27/10	228.77	286.24	57.47
21	WAL-MART STORES INC	09/23/08	1,253.49	1,132.53	(120.96)
12	WAL-MART STORES INC	06/02/09	604.07	647.16	43.09
8	WAL-MART STORES INC	08/25/09	419.03	431.44	12.41
16	WAL-MART STORES INC	09/11/09	871.83	862.88	51.05

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/10



Merrill Lynch

HABERMAN/FAMILY/FOUNDATION

EMA Fiscal Statement

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)
Equities					
6	WAL-MART STORES INC	10/09/09	299.28	323.58	24.30
8	WAL-MART STORES INC	07/27/10	407.97	431.44	23.47
3	XEROX CORP	05/07/09	20.36	34.56	14.20
77	XEROX CORP	08/12/09	536.51	887.04	350.53
105	XEROX CORP	07/07/09	639.09	1,209.60	570.51
63	XEROX CORP	07/22/09	441.00	725.76	284.76
32	XEROX CORP	07/27/10	306.56	368.64	62.08
18	WELLS FARGO & CO NEW DEL	12/24/08	488.78	557.82	69.04
29	WELLS FARGO & CO NEW DEL	02/09/09	564.63	898.71	334.08
37	WELLS FARGO & CO NEW DEL	02/10/09	614.17	1,146.63	532.46
52	WELLS FARGO & CO NEW DEL	03/12/09	634.40	1,611.48	977.08
6	WELLS FARGO & CO NEW DEL	08/06/09	169.50	185.94	16.44
32	WELLS FARGO & CO NEW DEL	10/27/09	914.85	991.68	76.83
45	WELLS FARGO & CO NEW DEL	12/17/09	1,172.07	1,394.55	222.48
21	WELLS FARGO & CO NEW DEL	07/27/10	596.75	650.79	54.04
Total Equities			212,036.88	255,505.37	43,468.49

PLEASE SEE REVERSE SIDE
Page 41 of 97
Statement Period
Year Ending 12/31/10

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FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 14

SEE ATTACHED

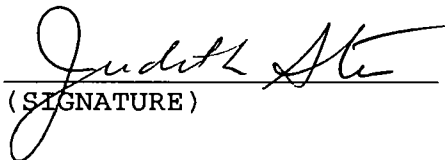
HABERMAN FAMILY FOUNDATION

36-4003623

SECTION 4942(H)(2) ELECTION
AS TO THE TREATMENT OF QUALIFYING DISTRIBUTIONS

HABERMAN FAMILY FOUNDATION
C/O JUDITH STONE
17 REGENT WOOD ROAD
NORTHFIELD, IL 60093
FEIN: 36-4003623
FYE: DECEMBER 31, 2010

PURSUANT TO IRC SECTION 4942(H)(2) AND REGULATION 53.4942(A)-3(D)(2), THE ABOVE REFERENCED FOUNDATION HEREBY ELECTS TO TREAT CURRENT-YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.


(SIGNATURE)

JUDITH STONE
(NAME)

DIRECTOR
(TITLE)

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALL OF THE ABOVE CONTRIBUTIONS ARE FOR THE GENERAL CHARITABLE, - RELIGIOUS, SCIENTIFIC, LITERARY, OR EDUCATIONAL ACTIVITIES OF EACH DONEE.	ALL RECIPIENTS ARE PUBLIC CH SECTION 501(A)(1),(2),OR (3).		
ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVE., FL. 17 CHICAGO, IL 60601	GENERAL CHARITABLE	PUBLIC	2,500.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231	GENERAL CHARITABLE	PUBLIC	200.
AMERICAN JEWISH COMMITTEE 165 EAST 56 STREET NEW YORK, NY 10022	GENERAL CHARITABLE	PUBLIC	100.
AUTISM SPEAKS 1 EAST 33RD STREET, 4TH FLOOR NEW YORK, NY 10016	GENERAL CHARITABLE	PUBLIC	200.
AUXILIARY AT EVANSTON & GLENBROOK HOSPITALS 1301 CENTRAL STREET EVANSTON, IL 60201	GENERAL CHARITABLE	PUBLIC	50.
AYSH 2548 JASPER COURT NORTHBROOK, IL 60062	GENERAL CHARITABLE	PUBLIC	200.
BIRTHRIGHT ISRAEL FOUNDATION P.O. BOX 1784 NEW YORK, NY 10156	GENERAL CHARITABLE	PUBLIC	1,500.

HABERMAN FAMILY FOUNDATION C/O JUDITH ST			36-4003623
CHICAGO HEARING SOCIETY 2001 N. CLYBOURN AVENUE CHICAGO, IL 60614	GENERAL CHARITABLE	PUBLIC	100.
CHILDREN'S MEMORIAL FOUNDATION 2300 CHILDREN'S PLAZA CHICAGO, IL 60614	GENERAL CHARITABLE	PUBLIC	2,200.
CJE SENIOR LIFE 3003 WEST TOUHY AVENUE CHICAGO, IL 60645	GENERAL CHARITABLE	PUBLIC	100.
CONGREGATION BETH JUDEA 5304 RFD LONG GROVE, IL 60047	GENERAL CHARITABLE	PUBLIC	1,800.
CONGREGATION BETH EL ZEDECK 600 W. 70TH STREET INDIANAPOLIS, IN 46260	GENERAL CHARITABLE	PUBLIC	650.
CRISIS ASSISTANCE MINISTRY 500-A SPRATT STREET CHARLOTTE, NC 28206	GENERAL CHARITABLE	PUBLIC	150.
EMERGENCY FUND 208 SOUTH LASALLE STREET, SUITE 1356 CHICAGO, IL 60604	GENERAL CHARITABLE	PUBLIC	54,000.
FIELD MUSEUM 1400 S. LAKE SHORE DRIVE CHICAGO, IL 60605	GENERAL CHARITABLE	PUBLIC	250.
FRIENDS OF NORRIS COTTON CANCER CENTER ONE MEDICAL CENTER DRIVE LEBANON, NH 03756-0001	GENERAL CHARITABLE	PUBLIC	100.
G WIZ SCIENCE MUSEUM 1001 BLVD OF THE ARTS SARASOTA, FL 34236-4807	GENERAL CHARITABLE	PUBLIC	100.

HABERMAN FAMILY FOUNDATION C/O JUDITH ST			36-4003623
GREATER CHICAGO FOOD DEPOSITORY 4100 W. ANN LURIE PLACE CHICAGO, IL 60632	GENERAL CHARITABLE	PUBLIC	50.
JCC 3003 W. TOUHY AVENUE CHICAGO, IL 60645	GENERAL CHARITABLE	PUBLIC	250.
JEWISH FAMILY SERVICE 3201 SOUTH TAMARAC DRIVE DENVER, CO 80231	GENERAL CHARITABLE	PUBLIC	500.
JEWISH FEDERATION OF SARASOTA 580 MCINTOSH ROAD SARASOTA, FL 34232	GENERAL CHARITABLE	PUBLIC	400.
JEWISH UNITED FUND 30 SOUTH WELLS STREET CHICAGO, IL 60606	GENERAL CHARITABLE	PUBLIC	27,850.
KOHL'S CHILDREN'S MUSEUM 2100 PATRIOT BOULEVARD GLENVIEW, IL 60026	GENERAL CHARITABLE	PUBLIC	110.
KVOW 603 E. PERSHING RIVERTON, WY 82501	GENERAL CHARITABLE	PUBLIC	500.
LEGAL VOICE 907 PINE STREET, SUITE 500 SEATTLE, WA 98101	GENERAL CHARITABLE	PUBLIC	5,000.
LITTLE CITY 1760 WEST ALGONQUIN ROAD PALATINE, IL 60067	GENERAL CHARITABLE	PUBLIC	100.
METHOW FOUNDATION 206 GLOVER STREET TWISP, WA 98856	GENERAL CHARITABLE	PUBLIC	500.

HABERMAN FAMILY FOUNDATION C/O JUDITH ST			36-4003623
MILLENIUM PARK 201 EAST RANDOLPH STREET CHICAGO, IL 60601	GENERAL CHARITABLE	PUBLIC	24,000.
MLK SCHOLARSHIP FUND 2811 MOUNT RAINIER DRIVE S. SEATTLE, WA 98144	GENERAL CHARITABLE	PUBLIC	500.
MOTE MARINE LAB 1600 KEN THOMPSON PARKWAY SARASOTA, FL 34236	GENERAL CHARITABLE	PUBLIC	125.
MUSEUM OF JEWISH HERITAGE 36 BATTERY PLACE MANHATTAN, NY 10004	GENERAL CHARITABLE	PUBLIC	70.
MUSEUM OF SCIENCE & INDUSTRY 57TH STREET AND LAKE SHORE DRIVE CHICAGO, IL 60637	GENERAL CHARITABLE	PUBLIC	115.
NORTH SHORE AUXILIARY OF JCFS 216 WEST JACKSON BOULEVARD, SUITE 800 CHICAGO, IL 60606	GENERAL CHARITABLE	PUBLIC	225.
NORTH SHORE CONGREGATION ISRAEL 1185 SHERIDAN ROAD GLENCOE, IL 60022	GENERAL CHARITABLE	PUBLIC	450.
ONE BY ONE 4041 ROOSEVELT WAY, SUITE C SEATTLE, WA 98105	GENERAL CHARITABLE	PUBLIC	250.
PRIDE FOUNDATION 1122 EAST PIKE STREET, PMB 1001 SEATTLE, WA 98122	GENERAL CHARITABLE	PUBLIC	5,000.
RAVINIA FESTIVAL 418 SHERIDAN ROAD HIGHLAND PARK, IL 60035	GENERAL CHARITABLE	PUBLIC	6,500.

HABERMAN FAMILY FOUNDATION C/O JUDITH ST			36-4003623
RINGLING SCHOOL LIBRARY ASSOCIATION 2700 NORTH TAMiami TRAIL SARASOTA, FL 34234	GENERAL CHARITABLE	PUBLIC	200.
RUTHIE & ELLIOT GENSLER MEMORIAL FUND	GENERAL CHARITABLE	PUBLIC	100.
TEMPLE BETH AM	GENERAL CHARITABLE	PUBLIC	1,500.
TEMPLE BETH EL 3610 DUNDEE ROAD NORTHBROOK, IL 60062	GENERAL CHARITABLE	PUBLIC	2,600.
TULANE UNIVERSITY 3439 PRYTANIA STREET, SUITE 200 NEW ORLEANS, LA 70115	GENERAL CHARITABLE	PUBLIC	2,500.
UNIVERSITY OF CHICAGO 5801 SOUTH ELLIS AVENUE, SUITE 007 CHICAGO, IL 60637	GENERAL CHARITABLE	PUBLIC	9,000.
UNIVERSITY OF DENVER 2199 SOUTH UNIVERSITY BOULEVARD DENVER, CO 80210	GENERAL CHARITABLE	PUBLIC	20,000.
WOMEN'S FUNDING ALLIANCE 603 STEWART, SUITE 207 SEATTLE, WA 981011229	GENERAL CHARITABLE	PUBLIC	2,000.
WRITERS' THEATER 376 PARK AVENUE GLENCOE, IL 60022	GENERAL CHARITABLE	PUBLIC	150.
YELLOWSTONE PARK FOUNDATION 222 EAST MAIN STREET, SUITE 301 BOZEMAN, MT 59715	GENERAL CHARITABLE	PUBLIC	250.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			174,995.

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6 month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization HABERMAN FAMILY FOUNDATION C/O JUDITH STERN	Employer identification number 36-4003623
	Number, street, and room or suite no. If a P O box, see instructions 17 REGENT WOOD ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NORTHFIELD, IL 60093	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JUDITH HABERMAN STERN

- The books are in the care of ► **17 REGENT WOOD ROAD - NORTHFIELD, IL 60093**
Telephone No ► **(847) 501-4470** FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until
AUGUST 15, 2011, to file the exempt organization return for the organization named above. The extension
is for the organization's return for:
► ☒ calendar year **2010** or
► ☐ tax year beginning _____, and ending _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	6,767.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	1,767.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	5,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization HABERMAN FAMILY FOUNDATION C/O JUDITH STERN
	Employer identification number 36-4003623
	Number, street, and room or suite no. If a P.O. box, see instructions. 17 REGENT WOOD ROAD
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NORTHFIELD, IL 60093

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

JUDITH HABERMAN STERN

• The books are in the care of **17 REGENT WOOD ROAD - NORTHFIELD, IL 60093**

Telephone No **(847) 501-4470**

FAX No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011.**

5 For calendar year **2010**, or other tax year beginning ☐, and ending ☐.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

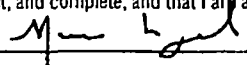
7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	6,767.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	6,767.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature  Title **CPA**

Date **8/9/2011**

Form 8868 (Rev. 1-2011)