Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

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

STILLWELL FOUNDATION
C/O KENT SCHNACK
510 VERMONT ST
QUINCY, IL 62301

A Employer identification number
37-6026362

B Telephone number (see the instructions)
217-224-4000

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 1,009,255.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	26,261.	26,261.	26,261.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	42,328.			
	b Gross sales price for all assets on line 6a 264,374.				
	7 Capital gain net income (from Part IV, line 2)		42,328.		
	8 Net short-term capital gain			2,729.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	68,589.	68,589.	28,990.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 1	3,000.	1,500.	1,500.	1,500.
	b Accounting fees (attach sch) SEE ST 2	925.	462.	463.	463.
	c Other prof fees (attach sch) SEE ST 3	6,700.	3,350.	3,350.	3,350.
	17 Interest				
	18 Taxes (attach schedule)(see instr)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	58.	29.	29.	29.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	10,683.	5,341.	5,342.	5,342.
	25 Contributions, gifts, grants paid PART XV	46,950.			46,950.
	26 **Total expenses and disbursements.** Add lines 24 and 25	57,633.	5,341.	5,342.	52,292.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	10,956.			
	b **Net investment income** (if negative, enter -0-)		63,248.		
	C **Adjusted net income** (if negative, enter -0-)			23,648.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing	3,839.	15,403.	15,403.
	2	Savings and temporary cash investments			
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)	49,637.	9,837.	9,837.
	b	Investments – corporate stock (attach schedule)	444,001.	476,988.	582,815.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)	362,794.	368,999.	401,200.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	860,271.	871,227.	1,009,255.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	860,271.	871,227.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see the instructions)	860,271.	871,227.	
	31	**Total liabilities and net assets/fund balances** (see the instructions)	860,271.	871,227.	

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	860,271.
2	Enter amount from Part I, line 27a	2	10,956.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	871,227.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	871,227.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE ATTACHED	P	VARIOUS	VARIOUS
b	SEE ATTACHED	P	12/30/09	12/31/10
c	SEE ATTACHED	P	4/20/09	4/21/10
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	68,352.		65,623.	2,729.
b	2,030.			2,030.
c	193,992.		156,423.	37,569.
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				2,729.
b				2,030.
c				37,569.
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	42,328.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8	3	2,729.

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	55,752.	889,510.	0.062677
2008	59,508.	1,041,976.	0.057111
2007	56,683.	1,148,323.	0.049362
2006	38,380.	1,108,194.	0.034633
2005	48,761.	1,075,103.	0.045355

2	**Total** of line 1, column (d)	2	0.249138
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049828
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	955,032.
5	Multiply line 4 by line 3	5	47,587.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	632.
7	Add lines 5 and 6	7	48,219.
8	Enter qualifying distributions from Part XII, line 4	8	52,292.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here . ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter _ _ _ _ _ _ _ _ (attach copy of letter if necessary — see instr.)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b		1	632.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	632.
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	632.
6	Credits/Payments			
a	2010 estimated tax pmts and 2009 overpayment credited to 2010	6a 488.		
b	Exempt foreign organizations — tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	488.
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	144.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ►	**Refunded** ►	11	

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► $ 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*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the 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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities (Continued)

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

Website address ► N/A

14 The books are in care of ► KENT SCHNACK Telephone no. ► 217-224-4000

Located at ► 510 VERMONT ST QUINCY IL ZIP + 4 ► 62301

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies. Yes No

1 a 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 the instructions)? 1b N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? 1c No: X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No

If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions) 2b N/A

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

► 20__ , 20__ , 20__ , 20__ .

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

b If 'Yes,' did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)* 3b N/A

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No: 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 No: X

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

5a During the year did the foundation pay or incur any amount to.

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation **(If not paid, enter -0-)**	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN STILLWELL AUSTIN, TX 78704-3540	VICE PRESIDE 0	0.	0.	0.
CHARLES STILLWELL RICHMOND, VA 23226	PRESIDENT 0	0.	0.	0.
LOREN E. SCHNACK QUINCY, IL 62301	ASST SEC & T 0	0.	0.	0.
R. NEWCOMB STILLWELL BOSTON, MA 02110-2624	SEC & TREAS 0	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		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	
2	
3	
4	

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

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

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	958,715.
b Average of monthly cash balances	1b	10,861.
c Fair market value of all other assets (see instructions)	1c	
d **Total** (add lines 1a, b, and c)	1d	969,576.
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	969,576.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	14,544.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	955,032.
6 **Minimum investment return.** Enter 5% of line 5	6	47,752.

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	47,752.
2a Tax on investment income for 2010 from Part VI, line 5 — 2a: 632.		
b Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c Add lines 2a and 2b	2c	632.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	47,120.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	47,120.
6 Deduction from distributable amount (see instructions)	6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	47,120.

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	52,292.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
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	52,292.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	632.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	51,660.

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

Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					47,120.
2 Undistributed income, if any, as of the end of 2010:					
a Enter amount for 2009 only				0.	
b Total for prior years: 20___, 20___, 20___			0.		
3 Excess distributions carryover, if any, to 2010.					
a From 2005					
b From 2006					
c From 2007					
d From 2008	8,767.				
e From 2009	11,660.				
f **Total** of lines 3a through e		20,427.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► $ 52,292.					
a Applied to 2009, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required – see instructions)			0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.			
d Applied to 2010 distributable amount					47,120.
e Remaining amount distributed out of corpus		5,172.			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5		25,599.			
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 instructions				0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		25,599.			
10 Analysis of line 9:					
a Excess from 2006					
b Excess from 2007					
c Excess from 2008	8,767.				
d Excess from 2009	11,660.				
e Excess from 2010	5,172.				

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)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 5

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 6				
Total			► 3a	46,950.
b *Approved for future payment*				
Total . .			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	26,261.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	42,328.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue.					
a MISCELLANEOUS INCOME					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				68,589.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 68,589.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
N/A	

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

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

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

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

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		

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

Sign Here ▶ Loren E Schnack | 5-5-11 ▶ Trustee, Asst Treas
Signature of officer or trustee | Date | Title

Paid Preparer Use Only				
Print/Type preparer's name	Preparer's signature	Date	Check if ☐ if self-employed	PTIN
JEFFREY A. MCPHERSON, C.P.A.	JEFFREY A. MCPHERSON, C.P.	4/28/11		N/A
Firm's name ▶ GRAY HUNTER STENN LLP			Firm's EIN ▶ N/A	
Firm's address ▶ 500 MAINE STREET QUINCY, IL 62301			Phone no (217) 222-0304	

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 3,000.	$ 1,500.	$ 1,500.	$ 1,500.
TOTAL	$ 3,000.	$ 1,500.	$ 1,500.	$ 1,500.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 925.	$ 462.	$ 463.	$ 463.
TOTAL	$ 925.	$ 462.	$ 463.	$ 463.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY	$ 6,700.	$ 3,350.	$ 3,350.	$ 3,350.
TOTAL	$ 6,700.	$ 3,350.	$ 3,350.	$ 3,350.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PUBLICATION FEES	$ 58.	$ 29.	$ 29.	$ 29.
TOTAL	$ 58.	$ 29.	$ 29.	$ 29.

STATEMENT 5
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: KENT SCHNACK
CARE OF:
STREET ADDRESS: 510 VERMONT STREET
CITY, STATE, ZIP CODE: QUINCY, IL 62301

**STATEMENT 5 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION**

TELEPHONE:	
FORM AND CONTENT:	LETTER - NO FORMAL APPLICATION PROCEDURES ESTABLISHED
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	GRANTS ARE AWARDED ONLY TO QUALIFIED CHARITABLE, CIVIC, OR EDUCATIONAL ORGANIZATIONS. NO AWARDS ARE MADE TO INDIVIDUALS.

**STATEMENT 6
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CHEERFUL HOME QUINCY, IL 62301			OUTREACH PROGRAM	$ 3,000.
QUINCY SOCIETY OF FINE ARTS QUINCY, IL 62301			EDUCATIONAL	4,000.
CAMP CALLAHAN LIMA, IL 62348			GENERAL	2,950.
BIG BROTHER BIG SISTER OF ADAMS COUNT QUINCY, IL 62301			GENERAL	2,000.
JACKSON LINCOLN SWIMMING COMPLEX INC QUINCY, IL 62301			GENERAL	4,000.
TRANSITIONS OF WESTERN ILLINOIS QUINCY, IL 62301			GENERAL	2,500.
QUINCY UNIVERSITY QUINCY, IL 62301			PUBLIC RADIO STATION	1,000.
QUINCY MUSEUM OF NATURAL HISTORY & ART QUINCY, IL 62301			BUILDING RENOVATION	27,000.
QUINCY SYMPHONY ORCHESTRA ASSOCIATION QUINCY, IL 62301			GENERAL	500.
			TOTAL	$ 46,950.

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LOREN E. SCHNACK
510 VERMONT STREET
QUINCY, IL 62301

Your account number 110010479014
December 1, 2010 to December 31, 2010

Account Statement

STILLWELL FOUNDATION
INVESTMENT ADVISORY ACCOUNT

Statement Prepared by	*Harris N.A.*	
Your Account Administrator	*Personal Service Team*	*866-396-5368*
Your Trust Advisor	*E. MCGRATH*	*312-461-3733*
Your Investment Advisor	*J. R. KNECHT*	*312-461-5615*

It is important for you to review the data reported in this statement and contact your Personal Service Team, your Trust Advisor or your Investment Advisor if you have any questions.

HARRIS myCFO™

Harris Private Bank is a trade name used by various financial service providers in the Harris Financial Corp. Banking products and services offered by Harris Private Bank are provided by Harris N.A., The Harris Bank N.A. and their bank affiliates. Member FDIC.

Harris myCFO™ is the brand used by Harris myCFO, Inc., providing family office services, Harris myCFO Investment Advisory Services LLC, an SEC-registered investment adviser, and certain divisions of Harris N.A. and its affiliates that are national banks with trust powers.

Not all products and services are offered in every state and/or location.

• *Change in the value of your account*

	DEC 01, 2010 TO DEC 31, 2010	JAN 01, 2010 TO DEC 31, 2010
Beginning market value	**$978,897.91**	**$962,153.16**
Deposits		
Assets	0.00	5,062.30
Distributions		
Cash	-9,564.08	-62,497.53
Assets	0.00	-7,314.00
Bank fees	-572.88	-6,699.94
Other disbursements	-4.28	-17.51
Change in portfolio value		
Income	3,472.00	27,012.39
Market change	21,623.67	76,153.47
Ending market value	**$993,852.34**	**$993,852.34**

• *Realized gain and loss summary*

	DEC 01, 2010 TO DEC 31, 2010	JAN 01, 2010 TO DEC 31, 2010
Realized capital gain/loss	$3,355.63	$39,564.48
Mutual fund capital gain distributions	2,029.64	2,029.64

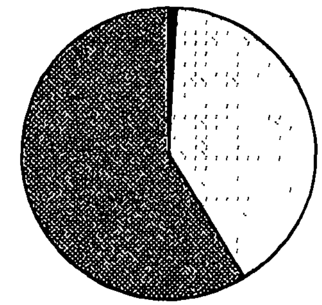
• *Income summary*

	DEC 01, 2010 TO DEC 31, 2010	JAN 01, 2010 TO DEC 31, 2010
Dividends	2,024.21	9,096.49
Mutual fund short term capital gains dividends	149.86	883.89
Interest		
Other taxable	1,297.93	16,525.86
Other income	0.00	506.15
Total income	**$3,472.00**	**$27,012.39**

Estimated annual income: $25,769.52

• *Summary of your assets*

	MARKET VALUE ON DEC 31, 2010	% OF YOUR ACCOUNT FOR CURRENT PERIOD
Cash	176.24	0.02
Short-term	9,660.55	0.97
Total cash & short-term	**$9,836.79**	**0.99 %**
Corporate and other taxable	401,200.34	40.37
Total fixed income/low volatility	**$401,200.34**	**40.37 %**
Total cash, short-term & fixed income/low volatility	**$411,037.13**	**41.36 %**
U.S. equity	505,489.00	50.86
International	77,326.21	7.78
Total equity/high volatility	**$582,815.21**	**58.64 %**
YOUR TOTAL ASSETS	**$993,852.34**	**100.00 %**



Cash & short-term
Fixed income/Low volatility
Equity / High volatility

* may not add to 100% due to rounding

• *Summary of sectors*

	MARKET VALUE ON DEC 31, 2010	% OF TOTAL COMMON STOCKS
Common stocks		
Consumer discretionary	47,442.45	9.39
Consumer staples	52,378.40	10.36
Energy	49,282.50	9.75
Financials	64,519.25	12.76
Health care	57,345.30	11.34
Industrials	48,797.50	9.65
Information technology	107,613.25	21.29
Materials	39,574.45	7.83
Telecommunication services	19,910.50	3.94
Utilities	18,625.40	3.68
Total common stocks	**$505,489.00**	**100.00** %
Equity funds		
International	55,933.71	
Total equity funds	**$55,933.71**	

• Details of assets in your account

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
CASH & SHORT-TERM								
CASH		176.240	1.0000	176.24	176.24	0.00	0.00	0.00%
TOTAL CASH & SHORT-TERM				**$176.24**	**$176.24**	**$0.00**	**$0.00**	**.00%**
CASH & SHORT-TERM								
VIRTUS INSIGHT MONEY MARKET FUND I		9,660.550	1.0000	9,660.55	9,660.55	0.00	11.23	0.12%
TOTAL CASH & SHORT-TERM				**$9,660.55**	**$9,660.55**	**$0.00**	**$11.23**	**.12%**
FIXED INCOME/LOW VOLATILITY								
Corporate and other taxable								
VANGUARD INTERMEDIATE TERM BOND INDEX FUND	VIBSX	35,789.504	11.2100	401,200.34	368,999.58	32,200.76	16,606.33	4.14%
Total Corporate and other taxable				**$401,200.34**	**$368,999.58**	**$32,200.76**	**$16,606.33**	**4.14%**
TOTAL FIXED INCOME/LOW VOLATILITY				**$401,200.34**	**$368,999.58**	**$32,200.76**	**$16,606.33**	**4.14%**
EQUITY/HIGH VOLATILITY								
U.S. equity								
ACCENTURE PLC CL A AMERICAN DEPOSITORY RECEIPT Information technology	ACN	275.000	48.4900	13,334.75	9,760.19	3,574.56	247.50	1.86%
ADVANCED AUTO PARTS Consumer discretionary	AAP	50.000	66.1500	3,307.50	3,345.30	-37.80	12.00	0.36%
AMERICA MOVIL S.A.B. DE C.V. AMERICAN DEPOSITORY RECEIPT Telecommunication services	AMX	90.000	57.3400	5,160.60	4,417.75	742.85	45.90	0.89%
AMERICAN EXPRESS CO CAPITAL STOCK Financials	AXP	180.000	42.9200	7,725.60	6,860.63	864.97	129.60	1.68%

• Details of assets in your account (continued)

ESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
\MGEN INC Health care	AMGN	180.000	54.9000	9,882.00	9,128.99	753.01	0.00	0.00%
\PPLE INC Information technology	AAPL	45.000	322.5600	14,515.20	5,404.79	9,110.41	0.00	0.00%
\STRAZENECA PLC \MERICAN DEPOSITORY RECEIPT Health care	AZN	240.000	46.1900	11,085.60	11,932.50	-846.90	578.40	5.22%
\T & T INC Telecommunication services	T	160.000	29.3800	4,700.80	4,265.03	435.77	275.20	5.85%
\UTOZONE INC Consumer discretionary	AZO	30.000	272.5900	8,177.70	6,089.86	2,087.84	0.00	0.00%
IJS WHSL CLUB INC Consumer staples	BJ	185.000	47.9000	8,861.50	7,390.10	1,471.40	0.00	0.00%
:HUBB CORP Financials	CB	175.000	59.6400	10,437.00	7,738.93	2,698.07	259.00	2.48%
:IMAREX ENERGY CO Energy	XEC	80.000	88.5300	7,082.40	5,793.09	1,289.31	25.60	0.36%
:ISCO SYSTEMS INC Information technology	CSCO	370.000	20.2300	7,485.10	8,294.78	-809.68	0.00	0.00%
:OCA COLA ENTERPRISES INC Consumer staples	CCE	230.000	25.0300	5,756.90	5,078.40	678.50	110.40	1.92%
:ONOCOPHILLIPS Energy	COP	241.000	68.1000	16,412.10	11,081.74	5,330.36	530.20	3.23%
:ORN PRODS INTL INC Consumer staples	CPO	195.000	46.0000	8,970.00	8,001.43	968.57	109.20	1.22%
:UMMINS INC Industrials	CMI	25.000	110.0100	2,750.25	2,700.80	49.45	26.25	0.95%

• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
DISNEY WALT CO NEW Consumer discretionary	DIS	225.000	37.5100	8,439.75	7,927.69	512.06	90.00	1.07%
DOLLAR TREE INC Consumer discretionary	DLTR	115.000	56.0800	6,449.20	4,897.11	1,552.09	0.00	0.00%
DOMTAR CORPORATION Materials	UFS	70.000	75.9200	5,314.40	4,255.79	1,058.61	70.00	1.32%
ENDO PHARMACEUTICALS HLDGS INC Health care	ENDP	160.000	35.7100	5,713.60	4,762.69	950.91	0.00	0.00%
EXXON MOBIL CORPORATION Energy	XOM	150.000	73.1200	10,968.00	3,994.87	6,973.13	264.00	2.41%
GENERAL ELECTRIC CORP Industrials	GE	595.000	18.2900	10,882.55	13,027.95	-2,145.40	333.20	3.06%
GOLDMAN SACHS GROUP INC Financials	GS	50.000	168.1600	8,408.00	8,556.40	-148.40	70.00	0.83%
GOOGLE INC-CL A COMMON STOCK CL A Information technology	GOOG	20.000	593.9700	11,879.40	7,408.00	4,471.40	0.00	0.00%
HEWLETT PACKARD CO Information technology	HPQ	255.000	42.1000	10,735.50	8,331.97	2,403.53	81.60	0.76%
HUMANA INC Health care	HUM	100.000	54.7400	5,474.00	4,866.98	607.02	0.00	0.00%
INTERNATIONAL BUSINESS MACHINES CORP CAPITAL STOCK Information technology	IBM	95.000	146.7600	13,942.20	9,825.04	4,117.16	247.00	1.77%
ISHARES DOW JONES U.S. TELECOMMUNICATIONS SECTOR INDEX FUND Telecommunication services	IYZ	430.000	23.3700	10,049.10	9,946.58	102.52	301.86	3.00%

• Details of assets in your account (continued)

ESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
JP MORGAN CHASE & CO Financials	JPM	225.000	42.4200	9,544.50	9,239.45	305.05	45.00	0.47%
KBR INC Industrials	KBR	340.000	30.4700	10,359.80	8,804.38	1,555.42	68.00	0.66%
.ORILLARD, INC Consumer staples	LO	60.000	82.0600	4,923.60	4,507.16	416.44	270.00	5.48%
.UBRIZOL CORP Materials	LZ	60.000	106.8800	6,412.80	5,198.39	1,214.41	86.40	1.35%
MACY'S INC Consumer discretionary	M	250.000	25.3000	6,325.00	5,004.67	1,320.33	50.00	0.79%
MATERIALS SELECT SPDR SECTOR NDEX FUND Materials	XLB	725.000	38.4100	27,847.25	20,690.75	7,156.50	854.05	3.07%
MCKESSON CORP Health care	MCK	70.000	70.3800	4,926.60	4,763.51	163.09	50.40	1.02%
NEXTERA ENERGY INC Utilities	NEE	90.000	51.9900	4,679.10	4,845.11	-166.01	180.00	3.85%
NORTHROP GRUMMAN CORPORATION Industrials	NOC	120.000	64.7800	7,773.60	7,213.51	560.09	225.60	2.90%
NOVELLUS SYSTEMS INC Information technology	NVLS	195.000	32.3200	6,302.40	5,069.82	1,232.58	0.00	0.00%
OCCIDENTAL PETE CORP Energy	OXY	100.000	98.1000	9,810.00	8,714.11	1,095.89	152.00	1.55%
ORACLE CORPORATION Information technology	ORCL	520.000	31.3000	16,276.00	10,781.61	5,494.39	104.00	0.64%
OSHKOSH CORP Industrials	OSK	130.000	35.2400	4,581.20	4,317.22	263.98	0.00	0.00%

• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIE
PETSMART INC Consumer discretionary	PETM	125.000	39.8200	4,977.50	3,870.37	1,107.13	62.50	1.26
RAYTHEON COMPANY COMMON STOCK NEW Industrials	RTN	125.000	46.3400	5,792.50	5,810.24	-17.74	187.50	3.24
SANDISK CORP Information technology	SNDK	140.000	49.8600	6,980.40	5,995.25	985.15	0.00	0.00
SCHLUMBERGER LTD Energy	SLB	60.000	83.5000	5,010.00	2,769.15	2,240.85	50.40	1.01
SEAGATE TECHNOLOGY PLC Information technology	STX	410.000	15.0300	6,162.30	5,850.95	311.35	0.00	0.00
TEVA PHARMACEUTICAL INDS LTD AMERICAN DEPOSITORY RECEIPT Health care	TEVA	250.000	52.1300	13,032.50	10,582.16	2,450.34	166.75	1.28
TJX COS INC Consumer discretionary	TJX	220.000	44.3900	9,765.80	9,589.33	176.47	132.00	1.35
TRAVELERS COMPANIES INC Financials	TRV	190.000	55.7100	10,584.90	10,023.91	560.99	273.60	2.58%
URS CORP NEW COM Industrials	URS	160.000	41.6100	6,657.60	5,728.05	929.55	0.00	0.00%
UTILITIES SELECT SECTOR SPDR SHS BEN INT-UTILITIES Utilities	XLU	445.000	31.3400	13,946.30	16,599.50	-2,653.20	565.60	4.06%
WAL MART STORES INC Consumer staples	WMT	280.000	53.9300	15,100.40	14,509.12	591.28	338.80	2.24%
WALGREEN CO Consumer staples	WAG	225.000	38.9600	8,766.00	8,506.78	259.22	157.50	1.80%

Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X CURRENT UNIT VALUE	= CURRENT TOTAL MARKET VALUE	- FEDERAL TAX COST	= UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
WATSON PHARMACEUTICALS INC Health care	WPI	140.000	51.6500	7,231.00	6,043.38	1,187.62	0.00	0.00%
WELLS FARGO & CO Financials	WFC	575.000	30.9900	17,819.25	14,335.28	3,483.97	115.00	0.64%
Total U.S. equity				**$505,489.00**	**$424,448.54**	**$81,040.46**	**$7,942.01**	**1.57%**
International								
ACE LIMITED Financials	ACE	200.000	62.2500	12,450.00	8,800.06	3,649.94	264.00	2.12%
FIDELITY DIVERSIFIED INTERNATIONAL FUND Developed large cap	FDIVX	1,855.181	30.1500	55,933.71	33,674.24	22,259.47	858.95	1.54%
NOBLE CORP Energy	NE	250.000	35.7700	8,942.50	10,065.12	-1,122.62	87.00	0.97%
Total International				**$77,326.21**	**$52,539.42**	**$24,786.79**	**$1,209.95**	**1.56%**
TOTAL EQUITY/HIGH VOLATILITY				**$582,815.21**	**$476,987.96**	**$105,827.25**	**$9,151.96**	**1.57%**
TOTAL ASSETS IN YOUR ACCOUNT				**$993,852.34**	**$855,824.33**	**$138,028.01**	**$25,769.52**	**2.59%**

• Your account activity

DATE	DESCRIPTION	INCOME	PRINCIPAL	REALIZED GAIN/LOSS
BEGINNING CASH BALANCE		$7,008.12	-$7,008.12	
DEC 01, 2010	CASH RECEIPT OF DIVIDEND EARNED ON CIMAREX ENERGY CO $0.08/SHARE ON 80 SHARES DUE 12/1/10	6.40	0.00	0.00
DEC 01, 2010	CASH RECEIPT OF DIVIDEND EARNED ON CONOCOPHILLIPS $0.55/SHARE ON 191 SHARES DUE 12/1/10	105.05	0.00	0.00
DEC 01, 2010	CASH RECEIPT OF DIVIDEND EARNED ON WELLS FARGO & CO $0.05/SHARE ON 300 SHARES DUE 12/1/10	15.00	0.00	0.00
DEC 01, 2010	CASH RECEIPT OF DIVIDEND EARNED ON AMERICA MOVIL S.A.B. DE C.V. ADR $0.25974/SHARE ON 90 SHARES DUE 12/1/10	23.38	0.00	0.00
DEC 01, 2010	CASH RECEIPT OF DIVIDEND EARNED ON VIRTUS INSIGHT MONEY MARKET FD I DIVIDEND FROM 11/1/10 TO 11/30/10	2.85	0.00	0.00
DEC 02, 2010	CASH RECEIPT OF DIVIDEND EARNED ON TJX COS INC $0.15/SHARE ON 220 SHARES DUE 12/2/10	33.00	0.00	0.00
DEC 02, 2010	CASH RECEIPT OF DIVIDEND EARNED ON VANGUARD INTRM TRM BD IDX-SI DIVIDEND FROM 11/1/10 TO 11/30/10	1,295.08	0.00	0.00

• Your account activity (continued)

DATE	DESCRIPTION	INCOME	PRINCIPAL	REALIZED GAIN/LOSS
DEC 06, 2010	CASH RECEIPT OF DIVIDEND EARNED ON FIDELITY DIVERSIFIED INTL FUND #325 $0.368/UNIT ON 1,850.132 UNITS DUE 12/6/10	680.85	0.00	0.00
DEC 06, 2010	RECEIVE ST CAPITAL GAINS DISTRIBUTION ON FIDELITY DIVERSIFIED INTL FUND #325 $0.081/UNIT ON 1,850.132 UNITS DUE 12/6/10 ST CAPITAL GAIN OF $149.86 ON FEDERAL COST ST CAPITAL GAIN OF $149.86 ON STATE COST	0.00	149.86	0.00
DEC 06, 2010	PURCHASED 5.049 UNITS FIDELITY DIVERSIFIED INTL FUND #325 @ $29.68 THROUGH REINVESTMENT OF CAP GAIN DIST 12/6/10	0.00	-149.86	0.00
DEC 07, 2010	CASH RECEIPT OF DIVIDEND EARNED ON TEVA PHARMACEUTICAL INDS LTD ADR $0.190119/SHARE ON 250 SHARES DUE 12/6/10 9.0000000% FOREIGN TAXES WITHHELD	47.53	0.00	0.00
DEC 07, 2010	CASH DISBURSEMENT FOREIGN TAXES TEVA PHARMACEUTICAL INDS LTD ADR	-4.28	0.00	0.00
DEC 09, 2010	CASH RECEIPT OF DIVIDEND EARNED ON COCA COLA ENTERPRISES INC $0.12/SHARE ON 230 SHARES DUE 12/9/10	27.60	0.00	0.00
DEC 10, 2010	CASH RECEIPT OF DIVIDEND EARNED ON EXXON MOBIL CORPORATION $0.44/SHARE ON 125 SHARES DUE 12/10/10	55.00	0.00	0.00

• Your account activity (continued)

DATE	DESCRIPTION	INCOME	PRINCIPAL	REALIZED GAIN/LOSS
DEC 10, 2010	CASH RECEIPT OF DIVIDEND EARNED ON INTERNATIONAL BUSINESS MACHINES CORP $0.65/SHARE ON 120 SHARES DUE 12/10/10	78.00	0.00	0.00
DEC 10, 2010	CASH RECEIPT OF DIVIDEND EARNED ON LUBRIZOL CORP $0.36/SHARE ON 60 SHARES DUE 12/10/10	21.60	0.00	0.00
DEC 13, 2010	CASH RECEIPT OF DIVIDEND EARNED ON NORTHROP GRUMMAN CORPORATION $0.47/SHARE ON 120 SHARES DUE 12/11/10	56.40	0.00	0.00
DEC 13, 2010	CASH RECEIPT OF DIVIDEND EARNED ON LORILLARD, INC $1.125/SHARE ON 60 SHARES DUE 12/13/10	67.50	0.00	0.00
DEC 15, 2010	CASH RECEIPT OF DIVIDEND EARNED ON NEXTERA ENERGY INC $0.50/SHARE ON 90 SHARES DUE 12/15/10	45.00	0.00	0.00
DEC 15, 2010	CASH DISBURSEMENT PAID TO STILLWELL FOUNDATION INCOME DISTRIBUTION	-9,564.08	0.00	0.00

• *Your account activity (continued)*

DATE	DESCRIPTION	INCOME	PRINCIPAL	REALIZED GAIN/LOSS
DEC 22, 2010	PURCHASED 25 SHARES OF CORN PRODS INTL INC TRADE DATE 12/17/10 PURCHASED THROUGH SIDCO / CONVERGEX PAID $1.25 BROKERAGE MOXY ORDER NUMBER: 1213979 25 SHARES AT $46.94609863	0.00	-1,174.90	0.00
DEC 22, 2010	PURCHASED 25 SHARES OF EXXON MOBIL CORPORATION TRADE DATE 12/17/10 PURCHASED THROUGH SIDCO / CONVERGEX PAID $1.25 BROKERAGE MOXY ORDER NUMBER: 1213982 25 SHARES AT $72.1699	0.00	-1,805.50	0.00
DEC 22, 2010	PURCHASED 25 SHARES OF CUMMINS INC TRADE DATE 12/17/10 PURCHASED THROUGH SIDCO / CONVERGEX PAID $1.25 BROKERAGE MOXY ORDER NUMBER: 1213983 25 SHARES AT $107.9821	0.00	-2,700.80	0.00

• *Your account activity (continued)*

DATE	DESCRIPTION	INCOME	PRINCIPAL	REALIZED GAIN/LOSS
DEC 22, 2010	PURCHASED 25 SHARES OF NOVELLUS SYSTEMS INC TRADE DATE 12/17/10 PURCHASED THROUGH SIDCO / CONVERGEX PAID $1.25 BROKERAGE MOXY ORDER NUMBER: 1213986 25 SHARES AT $32.8099	0.00	-821.50	0.00
DEC 22, 2010	PURCHASED 225 SHARES OF WALGREEN CO TRADE DATE 12/17/10 PURCHASED THROUGH NATIONAL FINANCIAL PAID $11.25 BROKERAGE MOXY ORDER NUMBER: 1213981 225 SHARES AT $37.75790016	0.00	-8,506.78	0.00
DEC 22, 2010	PURCHASED 50 SHARES OF ADVANCED AUTO PARTS TRADE DATE 12/17/10 PURCHASED THROUGH SIDCO / CONVERGEX PAID $2.50 BROKERAGE MOXY ORDER NUMBER: 1213977 50 SHARES AT $66.856	0.00	-3,345.30	0.00

• *Your account activity (continued)*

DATE	DESCRIPTION	INCOME	PRINCIPAL	REALIZED GAIN/LOSS
DEC 22, 2010	SOLD 25 SHARES OF RAYTHEON COMPANY TRADE DATE 12/17/10 SOLD THROUGH SIDCO / CONVERGEX PAID $1.25 BROKERAGE PAID $0.02 SEC FEE 25 SHARES AT $45.10	0.00	1,126.23	-67.39
DEC 22, 2010	SOLD 25 SHARES OF INTERNATIONAL BUSINESS MACHINES CORP TRADE DATE 12/17/10 SOLD THROUGH SIDCO / CONVERGEX PAID $1.25 BROKERAGE PAID $0.06 SEC FEE 25 SHARES AT $145.198	0.00	3,628.64	958.14
DEC 22, 2010	SOLD 50 SHARES OF ORACLE CORPORATION TRADE DATE 12/17/10 SOLD THROUGH SIDCO / CONVERGEX PAID $2.50 BROKERAGE PAID $0.03 SEC FEE 50 SHARES AT $31.4301	0.00	1,568.98	453.05

• *Your account activity (continued)*

DATE	DESCRIPTION	INCOME	PRINCIPAL	REALIZED GAIN/LOSS
DEC 22, 2010	SOLD 320 SHARES OF DEL MONTE FOODS CO TRADE DATE 12/17/10 SOLD THROUGH NATIONAL FINANCIAL PAID $16.00 BROKERAGE PAID $0.10 SEC FEE 320 SHARES AT $18.74	0.00	5,980.70	1,437.18
DEC 22, 2010	SOLD 75 SHARES OF DOLLAR TREE INC TRADE DATE 12/17/10 SOLD THROUGH SIDCO / CONVERGEX PAID $3.75 BROKERAGE PAID $0.07 SEC FEE 75 SHARES AT $56.3275	0.00	4,220.74	574.65
DEC 27, 2010	RECEIVE LT CAPITAL GAINS DISTRIBUTION ON VANGUARD INTRM TRM BD IDX-SI $0.057/UNIT ON 35,607.474 UNITS DUE 12/27/10 LT CAPITAL GAIN OF $2,029.64 ON FEDERAL COST LT CAPITAL GAIN OF $2,029.64 ON STATE COST	0.00	2,029.64	0.00
DEC 27, 2010	PURCHASED 182.03 UNITS VANGUARD INTRM TRM BD IDX-SI @ $11.15 THROUGH REINVESTMENT OF CAP GAIN DIST 12/27/10	0.00	-2,029.64	0.00
DEC 29, 2010	CASH RECEIPT OF DIVIDEND EARNED ON ISHARES DJ US TELCOM SECTOR INDEX FD $0.220494/SHARE ON 430 SHARES DUE 12/29/10	94.81	0.00	0.00

• Your account activity (continued)

DATE	DESCRIPTION	INCOME	PRINCIPAL	REALIZED GAIN/LOSS
DEC 29, 2010	CASH RECEIPT OF DIVIDEND EARNED ON MATERIALS SELECT SPDR FUND $0.30302/SHARE ON 725 SHARES DUE 12/29/10	219.69	0.00	0.00
DEC 29, 2010	CASH RECEIPT OF DIVIDEND EARNED ON UTILITIES SELECT SECTOR SPDR $0.37048/SHARE ON 445 SHARES DUE 12/29/10	164.86	0.00	0.00
DEC 30, 2010	CASH RECEIPT OF DIVIDEND EARNED ON GOLDMAN SACHS GROUP INC $0.35/SHARE ON 50 SHARES DUE 12/30/10	17.50	0.00	0.00
DEC 30, 2010	CASH RECEIPT OF DIVIDEND EARNED ON HEWLETT PACKARD CO $0.08/SHARE ON 255 SHARES DUE 12/30/10	20.40	0.00	0.00
DEC 31, 2010	CASH RECEIPT OF DIVIDEND EARNED ON TRAVELERS COMPANIES INC $0.36/SHARE ON 190 SHARES DUE 12/31/10	68.40	0.00	0.00
DEC 31, 2010	CASH RECEIPT OF DIVIDEND EARNED ON FIDELITY DIVERSIFIED INTL FUND #325 $0.095/UNIT ON 1,855.181 UNITS DUE 12/31/10	176.24	0.00	0.00
	COMBINED PURCHASES FOR THE PERIOD 12/ 1/10 - 12/31/10 OF VIRTUS INSIGHT MONEY MARKET FD I	0.00	-3,096.62	0.00
	COMBINED SALES FOR THE PERIOD 12/ 1/10 - 12/31/10 OF VIRTUS INSIGHT MONEY MARKET FD I	0.00	11,921.45	0.00

• *Your account activity (continued)*

DATE	DESCRIPTION	INCOME	PRINCIPAL	REALIZED GAIN/LOSS
	HARRIS N.A. FEE COLLECTED IN THE PERIOD 12/01/10 - 12/31/10	-572.88	0.00	0.00
ENDING CASH BALANCE		**$189.02**	**-$12.78**	**$5,535.13**

• Customer Notes

1. Prices, most of which are provided by national pricing services, are not guaranteed for accuracy or realizable value. Generally, the price shown for market-traded securities is the closing price as of the statement date. If a price is not received for that date, then the price will be the last price received. Non-market traded security prices are based on the most recent values provided or obtained.

2. ROTH IRA CONVERSION RULES - Beginning in 2010, all owners of a Traditional IRA became eligible to convert their IRA into a Roth IRA regardless of their income level or their filing status. This may be a significant tax planning opportunity. Contact your Harris advisor for more details.

3. For Individual Retirement Trust (IRT) accounts: We want to advise you that you have the right to modify the withholding instructions you have on file with us at any time. If you wish to do so, please contact your account administrator.

4. Percentage columns may not total 100.0 due to rounding.

5. Estimated annual income is based on current assets and returns. It is a snapshot of your account as of the statement date. Variations in the asset composition and returns of the account will change these estimates. Please keep in mind that these are estimates only and not a guarantee of income.

6. Income and gain/loss information are based upon the best information we have at the time of the transaction, some of which may have been provided by third parties. Subsequent changes can occur during the year. Also, in some instances, such as complex corporate mergers or tenders, the taxability of the transaction cannot adequately be reflected on your statement. Therefore, you should only use the official tax information letter, which is sent to you after the year-end, in preparation of your tax return.

7. You will receive an official tax information letter after the end of the tax year which advises you regarding the amounts you should include in your tax return. Do not rely on the income reported on this statement to prepare your taxes.

8. Trust accounting income is reflected in the section entitled "Your Account Activity". If your account is a Trust or an Estate, and Harris N.A. or an affiliate ("Bank") is Trustee/ Co-Trustee or Executor/ Co-Executor, we will first apply the provisions specified in the governing document(s) or, in absence, the appropriate state law that applies for the allocation of income and principal as they relate to receipts and disbursements. Thus, the allocation may vary from state to state and account to account.

9. For trust accounts subject to Florida law only, an action for breach of trust based upon matters disclosed in a trust accounting or other written report of the trustee may be subject to a 6-month statute of limitations from the receipt of the trust accounting or other written report. If you have questions, please contact your account administrator.

10. Any Auction Rate Securities (ARS) listed in your account statement have historically been reported at par value based on market price information provided to Harris N.A. by an external vendor. Due to ongoing illiquidity in the ARS market, such market price information is not presently available. Where appropriate, ARS may be reported in your account statement based on the methodology presently used by Bank of Montreal for the valuation of certain ARS. Reported values are not guaranteed for accuracy or realizable value.

• Customer Notes (continued)

Notification of Interest in Virtus Funds. Harris Bankcorp, Inc., the holding company for Harris N.A. and The Harris Bank N.A. (collectively, "Harris"), owns an equity interest in Virtus Investm Partners, Inc. ("VIP"). VIP and its affiliates, including Virtus Investment Advisers, Inc. ("VIA"), Kayne Anderson Rudnick Investment Management ("KAR"), and SCM Advisors LLC ("SCM"), p advisory, sub-advisory, and other services to the Virtus funds for which VIP and its affiliates receive fees. In addition, Harris' affiliate, Harris Investment Management, Inc. ("HIM") and HIM M Inc. ("Monegy"), provide sub-advisory services to the Virtus funds for which HIM and Monegy receive fees. Advisory fees of VIA and sub-advisory fees of SCM, KAR, HIM, and Monegy for Virt funds are set forth below but are subject to change. Please see the prospectus for a complete explanation of the Virtus funds, including up-to-date fees of the advisor and sub-advisors.

FUND	VIA, KAR AND SCM FEES	HIM AND Monegy FEES	FUND	VIA, KAR AND SCM FEES	HIM AND Monegy FEES
Virtus Mid-Cap Value - C	0.394%	N/A	Virtus Small-Cap Core - I	0.85%	N/A
Virtus Multi-Sector S/T Bond-T	0.265%	N/A	Virtus Quality Small-Cap - I	0.90%	N/A
Virtus Foreign Opportunities - I	0.425%	N/A	Virtus Value Equity - I	0.320%	0.380%
Virtus Emerging Markets Opportunities - I	0.500%	N/A	Virtus Intermediate Government Bond - I	0.195%	0.255%
Virtus Bond Fund - I	0.450%	N/A	Virtus Intermediate Tax-Exempt Bond - I	0.195%	0.255%
Virtus High Yield Income - I	0.225%	0.225%	Virtus Short/Intermediate Bond - I	0.245%	0.305%
Virtus Balanced Allocation - I	0.220%	0.280%	Virtus Tax-Exempt Bond - I	0.195%	0.255%
Virtus Core Equity - I	0.320%	0.380%			
Virtus Disciplined Small-Cap Growth - I	0.345%	0.405%	Virtus Insight Government Money Market - I	0.050%	0.050%
Virtus Disciplined Small-Cap Opportunity - I	0.345%	0.405%	Virtus Insight Money Market - I	0.050%	0.050%
Virtus Disciplined Small-Cap Value- I	0.295%	0.380%	Virtus Insight Tax-Exempt Money Market - I	0.050%	0.050%

When Harris acts as trustee, executor, conservator, personal representative, or guardian ("Fiduciary Account") and the Fiduciary Account is invested in Virtus funds, Harris' fees for the Fiduci Account are reduced by the amount of the advisory and sub-advisory fees payable from the Virtus fund to VIA, KAR, SCM, HIM, Monegy, and other such affiliates and attributable to investments fund by the Fiduciary Account.

When Harris acts as investment manager, to the extent the investment management account is invested in non-money market Virtus funds, Harris' fees for the account are reduced by the amount of advisory and sub-advisory fees payable from the Virtus fund to VIA, KAR, SCM, HIM, Monegy, and other such affiliates and attributable to investments in the fund by the investment managem account.

For custody accounts Harris' fees are not reduced by the amount of the VIA, KAR, SCM, HIM and Monegy advisory and sub-advisory fees attributable to Virtus funds held in the custody account.

For any account using mutual funds, including the Virtus funds, Harris may receive fees, directly or indirectly, from the funds in compensation for administrative services.

An investment in mutual funds and money market funds involves risk, including the possible loss of principal, and is neither insured nor guaranteed by the Federal Deposit Insurance Corporatio any other government agency. Although money market funds may seek to preserve the value of your investment at $1.00 per share, it is possible to lose money. You should consider the investmer objectives, risk, charges and expenses of the Virtus funds carefully before investing. A prospectus with this and other information about the Virtus funds and the fees of the advisor, VIA, and sub-advisors may be obtained by calling 1-800-243-1574. Please read the prospectus carefully before investing

Virtus Funds are distributed by VP Distributors, Inc.

TRUST YEAR ENDING 12/31/2010

TAX PREPARER: 5
TRUST ADMINISTRATOR: 24
INVESTMENT OFFICER: 11

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
80.0000 ABBOTT LABORATORIES COMMON STOCK - 002824100 - MINOR = 31001						
SOLD		04/16/2010	4167.92			
ACQ	50.0000	05/24/2005	2604.95	2442.40	162.55	LT15
	30.0000	07/17/2009	1562 97	1331.67	231.30	ST
190.0000 ABBOTT LABORATORIES COMMON STOCK - 002824100 - MINOR = 31001						
SOLD		09/17/2010	9799 08			
ACQ	100.0000	06/16/2003	5157.41	4322.01	835.40	LT15
	90.0000	07/17/2009	4641.67	3995.00	646.67	LT15
280.0000 AECOM TECHNOLOGY CORP - 00766T100 - MINOR = 43						
SOLD		10/22/2010	7197 46			
ACQ	280.0000	10/06/2009	7197 46	7450.13	-252.67	LT15
170 0000 AEROPOSTALE INC COMMON STOCK - 007865108 - MINOR = 43						
SOLD		08/20/2010	3928.41			
ACQ	170.0000	06/23/2010	3928.41	5099.92	-1171 51	ST
50.0000 AMERICAN EXPRESS COMPANY CAPITAL STOCK - 025816109 - MINOR = 43						
SOLD		10/29/2010	2047 46			
ACQ	50.0000	02/01/2010	2047 46	1905.73	141.73	ST
30.0000 APPLE COMPUTER INC COMMON STOCK - 037833100 - MINOR = 43						
SOLD		04/16/2010	7463 57			
ACQ	30.0000	02/07/2008	7463 57	3603 19	3860 38	LT15
210.0000 BECKMAN COULTER INC COMMON STOCK - 075811109 - MINOR = 43						
SOLD		07/16/2010	12922 03			
ACQ	150.0000	03/24/2008	9230.02	9781.58	-551.56	LT15
	60.0000	04/17/2009	3692 01	3208.86	483.15	LT15
160.0000 CAREER EDUCATION CORPORATION COMMON STOCK - 141665109 - MINOR = 43						
SOLD		09/17/2010	3280.60			
ACQ	160 0000	05/25/2010	3280 60	4616.85	-1336.25	ST
90 0000 CISCO SYSTEMS INC COMMON STOCK - 17275R102						
SOLD		04/16/2010	2444 56			
ACQ	90.0000	12/08/1999	2444 56	4573.13	-2128.57	LT15
230.0000 COCA COLA ENTERPRISES INC COMMON STOCK - 191219104 - MINOR = 43						
SOLD		10/04/2010	734 03			
ACQ	230.0000	08/20/2010	734 03		734 03	ST
CHANGED 02/07/11 SC2						
125.0000 COLGATE-PALMOLIVE COMPANY COMMON STOCK - 194162103 - MINOR = 43						
SOLD		11/24/2010	9723 17			
ACQ	125.0000	03/24/2008	9723 17	9725 00	-1.83	LT15
320.0000 DEL MONTE FOODS COMPANY COMMON STOCK - 24522P103 - MINOR = 43						
SOLD		12/17/2010	5980 70			
ACQ	320.0000	05/25/2010	5980 70	4543 52	1437.18	ST
75 0000 DOLLAR TREE INC - 256746108 - MINOR = 43						
SOLD		12/17/2010	4220 74			
ACQ	50.0000	10/22/2010	2813 83	2581.50	232 33	ST
	25.0000	07/16/2010	1406 91	1064.59	342 32	ST
255.0000 ENSCO PLC SPONS ADR - 29358Q109 - MINOR = 44						
SOLD		04/16/2010	11749 56			
ACQ	100.0000	08/27/2007	4607 67	5684 62	-1076.95	LT15
	75.0000	11/20/2007	3455 75	3966.00	-510.25	LT15
	80.0000	04/17/2009	3686 14	3374 00	312 14	ST
384.6150 FIDELITY INVESTMENT TRUST DIVERSIFIED INTERNATIONAL FUND - 315910802 - MINOR = 61						
SOLD		06/21/2010	10000.00			
ACQ	27.2410	12/04/2009	708 27	768.21	-59 94	ST
	357.3740	02/24/2009	9291 73	6475.62	2816.11	LT15
275.0000 HEWITT ASSOCS INC COMMON STOCK - 42822Q100 - MINOR = 43						
SOLD		07/16/2010	12989.63			
ACQ	275.0000	07/21/2008	12989.63	10180.39	2809.24	LT15
330.0000 HOME DEPOT INC COMMON STOCK - 437076102						
SOLD		07/16/2010	9006 84			
ACQ	330.0000	08/24/2009	9006 84	9118.40	-111.56	ST
125.0000 HUMANA INC COMMON STOCK - 444859102 - MINOR = 43						
SOLD		11/24/2010	7107 28			
ACQ	125.0000	10/29/2010	7107 28	7287.30	-180.02	ST
25.0000 INTERNATIONAL BUSINESS MACHINES CAPITAL STOCK - 459200101 - MINOR = 31001						
SOLD		12/17/2010	3628 64			
ACQ	25 0000	06/18/2009	3628 64	2670.50	958.14	LT15
430 0000 ISHARES TR DOW JONES US TELE- COMMUNICATIONS SECTOR INDEX FD - 464287713 - MINOR = 43						
SOLD		08/20/2010	8548.63			
ACQ	150.0000	05/30/2007	2982.08	5156.89	-2174.81	LT15
	150.0000	02/07/2008	2982.08	3744.00	-761.92	LT15
	130.0000	07/14/2006	2584 47	3205.98	-621.51	LT15
215.0000 JOHNSON & JOHNSON COMMON STOCK - 478160104 - MINOR = 31001						
SOLD		10/29/2010	13626.79			
ACQ	50.0000	04/14/2005	3169.02	3452.00	-282.98	LT15
	25.0000	05/24/2005	1584 51	1687.50	-102 99	LT15
	100.0000	06/26/2002	6338.04	5216.00	1122.04	LT15
	40.0000	04/17/2009	2535.22	2102.22	433.00	LT15
50.0000 ORACLE CORPORATION COMMON STOCK - 68389X105 - MINOR = 43						
SOLD		12/17/2010	1568.98			
ACQ	50.0000	11/20/2009	1568.98	1115.93	453 05	LT15
25.0000 PETSMART INC COMMON STOCK - 716768106 - MINOR = 43						
SOLD		11/24/2010	966 86			
ACQ	25.0000	05/25/2010	966 86	774.08	192.78	ST
236.0000 PROCTER & GAMBLE COMPANY COMMON STOCK - 742718109						
SOLD		08/20/2010	14108.26			
ACQ	25.0000	10/04/2004	1494 52	1366.75	127.77	LT15
	24.7500	10/05/2001	1479.57	890.68	588 89	LT15
	146.2500	10/05/2001	8742.94	4449.00	4293.94	LT15

TAX PREPARER· 5
TRUST ADMINISTRATOR: 24
INVESTMENT OFFICER: 11

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
	40.0000	04/17/2009	2391 23	2062.00	329.23	LT15
25.0000 RAYTHEON COMPANY COMMON STOCK - 755111507 - MINOR = 43						
SOLD		12/17/2010	1126.23			
ACQ	25.0000	10/22/2010	1126.23	1193.62	-67.39	ST
300.0000 REPUBLIC SERVICES INC COMMON STOCK CL-A - 760759100 - MINOR = 43						
SOLD		09/17/2010	9389 99			
ACQ	112 5000	09/15/2003	3521 25	1675.50	1845.75	LT15
	187.5000	06/26/2002	5868 74	2382.50	3486.24	LT15
100 0000 SCHLUMBERGER LTD COMMON STOCK - 806857108 - MINOR = 5020						
SOLD		11/24/2010	7692 28			
ACQ	100.0000	07/14/2006	7692 28	6702.00	990 28	LT15
425 0000 SCHWAB CHARLES CORPORATION NEW COMMON STOCK - 808513105 - MINOR = 31001						
SOLD		08/20/2010	5959 80			
ACQ	350.0000	02/28/2006	4908.07	5722.50	-814.43	LT15
	75.0000	04/18/2006	1051.73	1307.25	-255.52	LT15
620 0000 SECTOR SPDR TR SHS BEN INT-FINANCIAL - 81369Y605 - MINOR = 43						
SOLD		02/01/2010	8834 89			
ACQ	620.0000	08/24/2009	8834 89	9207.00	-372.11	ST
310 0000 TARGET CORP COMMON STOCK - 87612E106 - MINOR = 31000						
SOLD		06/23/2010	16226.00			
ACQ	150.0000	10/23/2008	7851.29	5010 27	2841.02	LT15
	160.0000	07/17/2009	8374 71	6300.51	2074 20	ST
110.0000 TECH DATA CORPORATION COMMON STOCK - 878237106 - MINOR = 43						
SOLD		09/17/2010	4291 31			
ACQ	110.0000	08/20/2010	4291 31	4198.47	92.84	ST
150 0000 UNITED TECHNOLOGIES CORPORATION COMMON STOCK - 913017109 - MINOR = 31001						
SOLD		09/17/2010	10410 03			
ACQ	150.0000	05/17/1996	10410 03	2079.15	8330.88	LT15
300 0000 WALGREEN COMPANY COMMON STOCK - 931422109 - MINOR = 5010						
SOLD		06/23/2010	8436 30			
ACQ	150.0000	01/02/2001	4218 15	5980.87	-1762.72	LT15
	150.0000	02/07/2008	4218 15	5206.09	-987 94	LT15
215 0000 XTO ENERGY INC COMMON STOCK - 98385X106 - MINOR = 43						
SOLD		05/25/2010	8941.61			
ACQ	155.0000	07/11/2003	6446.28	1461.96	4984.32	LT15
	60.0000	07/17/2009	2495.33	2258.02	237 31	ST
350 0000 YUM BRANDS INC COMMON STOCK - 988498101 - MINOR = 43						
SOLD		05/25/2010	13824 76			
ACQ	300.0000	06/26/2002	11849.79	4608.00	7241.79	LT15
	50.0000	07/21/2008	1974.97	1759 04	215 93	LT15
		TOTALS	262344 40	222045.90		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	2729.38	0.00	37569 12	0 00	0.00	0 00*
COMMON TRUST FUND	0.00	0.00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	2029.64			0 00
	2729.38	0.00	39598.76	0.00	0.00	0.00
STATE						
SUBTOTAL FROM ABOVE	2729.38	0.00	37569 12	0.00	0.00	0.00*
COMMON TRUST FUND	0.00	0 00	0 00			0.00
CAPITAL GAIN DIVIDENDS	0.00	0.00	2029 64			0.00
	2729.38	0.00	39598 76	0.00	0.00	0.00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0 00
ILLINOIS	N/A	N/A