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Return of Private Foundation

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

Treated as a Private Foundation

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 Paul A Johnson Foundation		A Employer identification number 38-6048818
Number and street (or P O box number if mail is not delivered to street address) 41 Washington	Room/suite 349	B Telephone number 616-847-1003
City or town, state, and ZIP code Grand Haven, MI 49417		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 345,494. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (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)
1 Contributions, gifts, grants, etc., received		7,385.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1.	1.		Statement 1
4 Dividends and interest from securities		5,866.	5,866.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<11,366.>			
b Gross sales price for all assets on line 6a	89,595.				
7 Capital gain net income (from Part IV, line 2)			0.		
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		460.	200.		Statement 3
12 Total. Add lines 1 through 11		2,346.	6,067.		
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		3,530.	0.		0.
b Accounting fees					
c Other professional fees Stmt 5		4,706.	4,706.		0.
17 Interest					
18 Taxes Stmt 6		121.	121.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		6,489.	0.		6,489.
22 Printing and publications					
23 Other expenses Stmt 7		15,080.	0.		15,080.
24 Total operating and administrative expenses Add lines 13 through 23		29,926.	4,827.		21,569.
25 Contributions, gifts, grants paid		56,465.			56,465.
26 Total expenses and disbursements. Add lines 24 and 25		86,391.	4,827.		78,034.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<84,045.>			
b Net investment income (if negative, enter -0-)			1,240.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	15,287.	16,593.	16,593.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other Stmt 9	388,350.	313,356.	328,901.	
	14 Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	403,637.	329,949.	345,494.	
	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 ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
	27 Capital stock, trust principal, or current funds	53,370.	53,370.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	350,267.	276,579.		
30 Total net assets or fund balances	403,637.	329,949.			
31 Total liabilities and net assets/fund balances	403,637.	329,949.			

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	403,637.
2 Enter amount from Part I, line 27a	2	<84,045.>
3 Other increases not included in line 2 (itemize) ▶ See Statement 8	3	10,357.
4 Add lines 1, 2, and 3	4	329,949.
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	329,949.

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 Long term capital gains see attached	P		
b 350 Rowe Price Midcap Val Fund	P		09/15/10
c Capital Gains Dividends			
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 81,704.		83,392.	<1,688.>
b 7,448.		17,569.	<10,121.>
c 443.			443.
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<1,688.>
b			<10,121.>
c			443.
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	<11,366.>
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	21,600.	326,639.	.066128
2008	10,550.	409,248.	.025779
2007	32,771.	498,684.	.065715
2006	19,327.	464,018.	.041651
2005	21,626.	437,260.	.049458

2 Total of line 1, column (d)	2	.248731
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	.049746
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	350,392.
5 Multiply line 4 by line 3	5	17,431.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12.
7 Add lines 5 and 6	7	17,443.
8 Enter qualifying distributions from Part XII, line 4	8	78,034.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	12.
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	12.
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	12.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	181.	
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	181.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	169.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input checked="" type="checkbox"/> 169. Refunded <input type="checkbox"/>	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
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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) <input checked="" type="checkbox"/> MI		
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

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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?	13		X
Website address ▶ N/A				
14	The books are in care of ▶ Bari Johnson	Telephone no. ▶	616-847-1003	
Located at ▶ 41 Washington Ave. Suite 349, Grand Haven, MI		ZIP+4 ▶	49417	
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?	16	Yes	No
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 ▶				X

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

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

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

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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

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Erick Johnson	Trustee			
526 River Street				
Spring Lake, MI 49456	0.00	0.	0.	0.
Bari Johnson	President, Trustee			
400 Lakeview Court #23D				
Grand Haven, MI 49456	5.00	0.	0.	0.
JoAnn R. Johnson	Trustee			
215 S. First Street				
Grand Haven, MI 49417	0.00	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

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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	
2	
3	
4	

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	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	347,657.
b	Average of monthly cash balances	1b	8,071.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	355,728.
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	355,728.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,336.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	350,392.
6	Minimum investment return. Enter 5% of line 5	6	17,520.

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	17,520.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	12.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,508.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	17,508.
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	17,508.

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	78,034.
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	78,034.
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	12.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	78,022.

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.

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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				17,508.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				1,993.
f Total of lines 3a through e	1,993.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	78,034.			
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				17,508.
e Remaining amount distributed out of corpus	60,526.			
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:	62,519.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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	62,519.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				1,993.
e Excess from 2010				60,526.

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

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

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:

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.

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

023611 12-07-10

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.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title _____

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN	
------	--

**Paid
Preparer
Use Only**

Karen L. Kayes

Firm's name ► Warner Norcross & Judd LLP

111 Lyon St. N.W Suite 900

Firm's address	► Grand Rapids, MI 49503-2487
----------------	-------------------------------

Firm's EIN ►

Phone no.	(616) 752-2000
-----------	----------------

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

Paul A Johnson Foundation

Employer identification number

38-6048818

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 foundationCheck 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

Employer identification number

Paul A Johnson Foundation

38-6048818

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Bari S. Johnson 400 Lakeview Court #23 D Spring Lake, MI 49456	\$ 7,385.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

Paul A Johnson Foundation

38-6048818

Part II Noncash Property (see instructions)[illegible]

Name of organization

Employer identification number

Paul A Johnson Foundation**38-6048818****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

STIFEL NICOLAUS

One Financial Plaza
501 North Broadway
St. Louis, MO 63102

PAUL A JOHNSON FOUNDATION
FUNDAMENTALS - MUTUAL FUND

2010 SUPPLEMENTAL TAX INFORMATION

ORIGINAL 02/04/2011

PAYER INFORMATION:

STIFEL, NICOLAUS & COMPANY, INCORPORATED

FEDERAL ID NO: 43-0538770

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TAXPAYER ID: 38-6048818

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SUPPLEMENTAL INFORMATION AND DISCLOSURES FOR TRANSACTIONS OCCURRING DURING THE 2010 TAX YEAR

ALL OF THE SUPPLEMENTAL TAX INFORMATION IS BEING PROVIDED FOR YOUR INFORMATION ONLY AND WILL NOT BE FURNISHED TO THE INTERNAL REVENUE SERVICE. THE ATTACHED SUPPLEMENTAL INFORMATION SECTION CONTAINS SOME INFORMATION THAT IS NOT CURRENTLY REGULATED AND REPORTED TO THE IRS BY STIFEL, (SUCH AS COST BASIS). THIS ADDITIONAL INFORMATION IS BEING FURNISHED ON A BEST EFFORTS BASIS ACCORDING TO OUR CURRENT RECORDS. ALL PROPER REPORTING ON AN INDIVIDUAL'S INCOME TAX RETURN INCLUDING BUT NOT LIMITED TO COST BASIS INFORMATION, OPTION REPORTING ETC. IS THE RESPONSIBILITY OF THE CLIENT AND THEIR QUALIFIED TAX PROFESSIONAL.

LONG TERM CAPITAL GAIN/(LOSS)									
DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	ORIGINAL COST BASIS	ADJUSTED COST BASIS	PROCEEDS	GAIN/(LOSS)	1099B	
AIM INTL GROWTH FD CL A CUSIP: 008882102	16.30	05/18/06	06/10/10	\$423.29		\$378.95	(\$44.34)	Y	
AIM INTL GROWTH FD CL A CUSIP: 008882102	9.99	05/18/06	06/21/10	\$259.47		\$238.78	(\$20.69)	Y	
AIM INTL GROWTH FD CL A CUSIP: 008882102	36.48	05/18/06	09/24/10	\$947.31		\$945.48	(\$1.83)	Y	
AIM INTL GROWTH FD CL A CUSIP: 008882102	14.91	05/18/06	10/19/10	\$387.27		\$392.93	\$5.66	Y	
AIM INTL GROWTH FD CL A CUSIP: 008882102	73.10	05/18/06	12/09/10	\$1,898.32		\$1,991.89	\$93.57	Y	
CUSIP TOTAL:				\$3,915.66		\$3,948.03	\$32.37		
ARTISAN FDS MID CA VL FD CUSIP: 04314H709	4.02	05/18/06	04/12/10	\$77.21		\$76.04	(\$1.17)	Y	
ARTISAN FDS MID CA VL FD CUSIP: 04314H709	56.34	05/18/06	06/10/10	\$1,082.87		\$1,006.81	(\$76.06)	Y	
ARTISAN FDS MID CA VL FD CUSIP: 04314H709	5.70	05/18/06	06/21/10	\$109.62		\$104.25	(\$5.37)	Y	
ARTISAN FDS MID CA VL FD CUSIP: 04314H709	67.27	05/18/06	12/09/10	\$1,292.83		\$1,367.50	\$74.67	Y	
CUSIP TOTAL:				\$2,562.53		\$2,554.60	(\$7.93)		
COLUMBIA MARSICO GRWTH A CUSIP: 19765H222	63.65	05/18/06	04/12/10	\$1,182.62		\$1,178.16	(\$4.46)	Y	
COLUMBIA MARSICO GRWTH A CUSIP: 19765H222	0.84	05/18/06	06/10/10	\$15.58		\$14.04	(\$1.54)	Y	
COLUMBIA MARSICO GRWTH A CUSIP: 19765H222	25.48	05/18/06	06/21/10	\$473.35		\$437.42	(\$35.93)	Y	
COLUMBIA MARSICO GRWTH A CUSIP: 19765H222	27.41	05/18/06	09/24/10	\$509.34		\$494.80	(\$14.54)	Y	
COLUMBIA MARSICO GRWTH A CUSIP: 19765H222	37.05	05/18/06	10/19/10	\$688.35		\$682.05	(\$6.30)	Y	
COLUMBIA MARSICO GRWTH A CUSIP: 19765H222	270.35	05/18/06	12/09/10	\$5,023.07		\$5,436.72	\$413.65	Y	
CUSIP TOTAL:				\$7,892.31		\$8,243.19	\$350.88		
DWS SMALL CAP VALUE FD S CUSIP: 23338F762	20.92	05/18/06	04/12/10	\$772.75		\$723.03	(\$49.72)	Y	
DWS SMALL CAP VALUE FD S CUSIP: 23338F762	12.69	05/18/06	06/21/10	\$468.97		\$409.48	(\$59.49)	Y	
DWS SMALL CAP VALUE FD S CUSIP: 23338F762	63.01	05/18/06	12/09/10	\$2,328.06		\$2,317.54	(\$10.52)	Y	
CUSIP TOTAL:				\$3,569.78		\$3,450.05	(\$119.73)		

STIFEL NICOLAUS

One Financial Plaza
501 North Broadway
St. Louis, MO 63102

PAUL A JOHNSON FOUNDATION
FUNDAMENTALS - MUTUAL FUND

2010 SUPPLEMENTAL TAX INFORMATION ORIGINAL 02/04/2011

PAYER INFORMATION:

STIFEL, NICOLAUS & COMPANY, INCORPORATED

FEDERAL ID NO: 43-0538770

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TAXPAYER ID: 38-6048818

SUPPLEMENTAL INFORMATION AND DISCLOSURES FOR TRANSACTIONS OCCURRING DURING THE 2010 TAX YEAR

LONG TERM CAPITAL GAIN/(LOSS) (CONTINUED)								
DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	ORIGINAL COST BASIS	ADJUSTED COST BASIS	PROCEEDS	GAIN/(LOSS)	1099B
DAVIS NEW YORK VENTURE A CUSIP: 239080104	24.63	05/18/06	06/10/10	\$844.40		\$736.78	(\$107.62)	Y
DAVIS NEW YORK VENTURE A CUSIP: 239080104	11.29	05/18/06	06/21/10	\$387.07		\$346.32	(\$40.75)	Y
DAVIS NEW YORK VENTURE A CUSIP: 239080104	141.13	05/18/06	12/09/10	\$4,839.45		\$4,743.48	(\$95.97)	Y
CUSIP TOTAL:				\$6,070.92		\$5,826.58	(\$244.34)	
DODGE & COX FDS INTL STK CUSIP: 256206103	37.29	05/18/06	09/24/10	\$1,480.26		\$1,248.34	(\$231.92)	Y
DODGE & COX FDS INTL STK CUSIP: 256206103	23.65	05/18/06	10/19/10	\$938.83		\$820.82	(\$118.01)	Y
DODGE & COX FDS INTL STK CUSIP: 256206103	50.40	05/18/06	12/09/10	\$2,000.76		\$1,792.12	(\$208.64)	Y
CUSIP TOTAL:				\$4,419.85		\$3,861.28	(\$558.57)	
DODGE & COX INC FD CUSIP: 256210105	141.38	05/18/06	06/10/10	\$1,753.14		\$1,862.00	\$108.86	Y
DODGE & COX INC FD CUSIP: 256210105	35.68	05/18/06	09/24/10	\$442.42		\$480.95	\$38.53	Y
DODGE & COX INC FD CUSIP: 256210105	105.83	05/18/06	12/09/10	\$1,312.31		\$1,410.73	\$98.42	Y
CUSIP TOTAL:				\$3,507.87		\$3,753.68	\$245.81	
EAGLE SML CAP GRWTH FD A CUSIP: 269858106	28.19	05/18/06	04/12/10	\$1,014.31		\$878.15	(\$136.16)	Y
EAGLE SML CAP GRWTH FD A CUSIP: 269858106	22.87	05/18/06	06/10/10	\$823.01		\$677.30	(\$145.71)	Y
EAGLE SML CAP GRWTH FD A CUSIP: 269858106	10.68	05/18/06	06/21/10	\$384.09		\$322.81	(\$61.28)	Y
EAGLE SML CAP GRWTH FD A CUSIP: 269858106	6.59	05/18/06	10/19/10	\$237.04		\$213.78	(\$23.26)	Y
EAGLE SML CAP GRWTH FD A CUSIP: 269858106	89.48	05/18/06	12/09/10	\$3,219.55		\$3,354.68	\$135.13	Y
CUSIP TOTAL:				\$5,678.00		\$5,446.72	(\$231.28)	
EATON VANCE INCOME FD A CUSIP: 277907101	167.26	05/18/06	06/10/10	\$1,072.11		\$914.89	(\$157.22)	Y
EATON VANCE INCOME FD A CUSIP: 277907101	70.00	05/18/06	09/24/10	\$448.70		\$399.00	(\$49.70)	Y
EATON VANCE INCOME FD A CUSIP: 277907101	150.46	05/18/06	12/09/10	\$964.48		\$875.70	(\$88.78)	Y
EATON VANCE INCOME FD A CUSIP: 277907101	9.94	05/18/06	12/09/10	\$63.68	\$57.82	\$57.82	\$0.00	Y
CUSIP TOTAL:				\$2,548.97	\$2,543.11	\$2,247.41	(\$295.70)	
FEDERATED EQTY KAUFMNN A CUSIP: 314172677	82.88	05/18/06	06/10/10	\$483.18		\$376.26	(\$106.92)	Y
FEDERATED EQTY KAUFMNN A CUSIP: 314172677	36.91	05/18/06	06/21/10	\$215.20		\$174.22	(\$40.98)	Y
FEDERATED EQTY KAUFMNN A CUSIP: 314172677	69.57	05/18/06	09/24/10	\$405.61		\$349.25	(\$56.36)	Y

STIFEL NICOLAUS

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PAUL A JOHNSON FOUNDATION
FUNDAMENTALS - MUTUAL FUND

2010 SUPPLEMENTAL TAX INFORMATION ORIGINAL 02/04/2011

PAYER INFORMATION:

STIFEL, NICOLAUS & COMPANY, INCORPORATED

FEDERAL ID NO: 43-0538770

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TAXPAYER ID: 38-6048818

SUPPLEMENTAL INFORMATION AND DISCLOSURES FOR TRANSACTIONS OCCURRING DURING THE 2010 TAX YEAR

LONG TERM CAPITAL GAIN/(LOSS) (CONTINUED)

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	ORIGINAL COST BASIS	ADJUSTED COST BASIS	PROCEEDS	GAIN/(LOSS)	1099B
FEDERATED EQTY KAUFMNN A CUSIP: 314172677	248.62	05/18/06	12/09/10	\$1,449.45		\$1,335.09	(\$114.36)	Y
CUSIP TOTAL:				\$2,553.44		\$2,234.82	(\$318.62)	
FLEMING CAP MID CAP A CUSIP: 339128308	44.90	05/18/06	06/10/10	\$1,089.79		\$892.22	(\$197.57)	Y
FLEMING CAP MID CAP A CUSIP: 339128308	5.99	05/18/06	06/21/10	\$145.38		\$121.90	(\$23.48)	Y
FLEMING CAP MID CAP A CUSIP: 339128308	62.52	05/18/06	12/09/10	\$1,517.38		\$1,426.73	(\$90.65)	Y
CUSIP TOTAL:				\$2,752.55		\$2,440.85	(\$311.70)	
HARBOR FUND BD FD ^* CUSIP: 411511108	75.03	05/18/06	06/21/10	\$864.32		\$949.85	\$85.53	Y
HARBOR FUND BD FD ^* CUSIP: 411511108	57.83	05/18/06	09/24/10	\$666.24		\$755.88	\$89.64	Y
HARBOR FUND BD FD ^* CUSIP: 411511108	86.07	05/18/06	12/09/10	\$991.54		\$1,104.29	\$112.75	Y
CUSIP TOTAL:				\$2,522.10		\$2,810.02	\$287.92	
HARBOR INTL FD INSTL CL CUSIP: 411511306	21.32	05/18/06	09/24/10	\$1,191.35		\$1,206.49	\$15.14	Y
HARBOR INTL FD INSTL CL CUSIP: 411511306	12.83	05/18/06	10/19/10	\$717.13		\$746.76	\$29.63	Y
HARBOR INTL FD INSTL CL CUSIP: 411511306	30.58	05/18/06	12/09/10	\$1,708.89		\$1,826.61	\$117.72	Y
CUSIP TOTAL:				\$3,617.37		\$3,779.86	\$162.49	
HARTFORD MUT II GRWTH I CUSIP: 416641108	75.42	05/18/06	04/12/10	\$1,341.73		\$1,215.05	(\$126.68)	Y
HARTFORD MUT II GRWTH I CUSIP: 416641108	88.30	05/18/06	10/19/10	\$1,570.89		\$1,399.62	(\$171.27)	Y
HARTFORD MUT II GRWTH I CUSIP: 416641108	320.82	05/18/06	12/09/10	\$5,707.28		\$5,579.09	(\$128.19)	Y
CUSIP TOTAL:				\$8,619.90		\$8,193.76	(\$426.14)	
HIGHMRK GENEVA MID CAP A CUSIP: 431113604	49.24	05/18/06	06/10/10	\$881.47		\$871.13	(\$10.34)	Y
HIGHMRK GENEVA MID CAP A CUSIP: 431113604	7.90	05/18/06	06/21/10	\$141.45		\$143.42	\$1.97	Y
HIGHMRK GENEVA MID CAP A CUSIP: 431113604	2.82	05/18/06	09/24/10	\$50.50		\$53.71	\$3.21	Y
HIGHMRK GENEVA MID CAP A CUSIP: 431113604	96.85	05/18/06	12/09/10	\$1,733.63		\$2,123.94	\$390.31	Y
CUSIP TOTAL:				\$2,807.05		\$3,192.20	\$385.15	
KEELEY SMALL CAP VALUE A CUSIP: 487300501	39.50	05/18/06	04/12/10	\$973.55		\$874.60	(\$98.95)	Y
KEELEY SMALL CAP VALUE A CUSIP: 487300501	17.75	05/18/06	06/21/10	\$437.53		\$365.18	(\$72.35)	Y
KEELEY SMALL CAP VALUE A CUSIP: 487300501	116.49	05/18/06	12/09/10	\$2,870.87		\$2,834.18	(\$36.69)	Y
CUSIP TOTAL:				\$4,281.95		\$4,073.96	(\$207.99)	
MFS X INTL GROWTH A ^* CUSIP: 55273E103	84.68	05/18/06	10/19/10	\$2,051.77		\$1,929.83	(\$121.94)	Y

STIFEL NICOLAUS

One Financial Plaza
501 North Broadway
St. Louis, MO 63102

PAUL A JOHNSON FOUNDATION
FUNDAMENTALS - MUTUAL FUND

2010 SUPPLEMENTAL TAX INFORMATION ORIGINAL 02/04/2011

PAYER INFORMATION:

STIFEL, NICOLAUS & COMPANY, INCORPORATED

FEDERAL ID NO: 43-0538770

F.A.

ACCOUNT

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6559-3270

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TAXPAYER ID: 38-6048818

SUPPLEMENTAL INFORMATION AND DISCLOSURES FOR TRANSACTIONS OCCURRING DURING THE 2010 TAX YEAR

LONG TERM CAPITAL GAIN/(LOSS) (CONTINUED)

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	ORIGINAL COST BASIS	ADJUSTED COST BASIS	PROCEEDS	GAIN/(LOSS)	1099B
MFS X INTL GROWTH A ^* CUSIP: 55273E103	87.54	05/18/06	12/09/10	\$2,121.14		\$2,066.87	(\$54.27)	Y
CUSIP TOTAL:				\$4,172.91		\$3,996.70	(\$176.21)	
PIMCO FUNDS HIGH YEILD P CUSIP: 72201M735	103.92	05/18/06	06/10/10	\$1,002.85	\$1,001.84	\$906.20	(\$95.64)	Y
PIMCO FUNDS HIGH YEILD P CUSIP: 72201M735	51.83	05/18/06	09/24/10	\$500.11	\$499.60	\$477.31	(\$22.29)	Y
PIMCO FUNDS HIGH YEILD P CUSIP: 72201M735	76.98	05/18/06	12/09/10	\$742.83	\$742.08	\$712.83	(\$29.25)	Y
PIMCO FUNDS HIGH YEILD P CUSIP: 72201M735	6.07	05/18/06	12/09/10	\$58.59	\$56.19	\$56.19	\$0.00	Y
CUSIP TOTAL:				\$2,304.38	\$2,299.71	\$2,152.53	(\$147.18)	
PIONEER OAK RIDGE SML A CUSIP: 72387T108	32.32	05/18/06	04/12/10	\$832.91		\$796.39	(\$36.52)	Y
PIONEER OAK RIDGE SML A CUSIP: 72387T108	22.75	05/18/06	06/10/10	\$586.14		\$525.64	(\$60.50)	Y
PIONEER OAK RIDGE SML A CUSIP: 72387T108	11.58	05/18/06	06/21/10	\$298.45		\$274.47	(\$23.98)	Y
PIONEER OAK RIDGE SML A CUSIP: 72387T108	105.91	05/18/06	12/09/10	\$2,729.27		\$3,001.46	\$272.19	Y
CUSIP TOTAL:				\$4,446.77		\$4,597.96	\$151.19	
PIONEER III CULLEN VAL A CUSIP: 72387X109	4.51	07/18/08	06/10/10	\$83.83		\$71.24	(\$12.59)	Y
PIONEER III CULLEN VAL A CUSIP: 72387X109	13.77	07/18/08	06/21/10	\$255.99		\$223.90	(\$32.09)	Y
PIONEER III CULLEN VAL A CUSIP: 72387X109	27.42	07/18/08	09/24/10	\$509.80		\$464.00	(\$45.80)	Y
PIONEER III CULLEN VAL A CUSIP: 72387X109	231.19	07/18/08	12/09/10	\$4,297.73		\$4,140.52	(\$157.21)	Y
CUSIP TOTAL:				\$5,147.35		\$4,899.66	(\$247.69)	
TOTAL LONG TERM				\$83,391.66	\$83,381.13	\$81,703.86	(\$1,677.27)	

REALIZED GAIN/(LOSS) - NOT CALCULATED

DESCRIPTION	QUANTITY	DATE ACQUIRED	DATE SOLD	ORIGINAL COST BASIS	ADJUSTED COST BASIS	PROCEEDS	GAIN/(LOSS)	1099B
ROWE PRICE MIDCAP VAL FD CUSIP: 77957Y106	350.00	09/03/10	09/15/10	N/A		\$7,448.00	N/A	Y
TOTAL REALIZED GAIN/(LOSS) - NOT CALCULATED				\$0.00	\$0.00	\$7,448.00	\$0.00	

**TOTAL GROSS PROCEEDS LESS COMMISSION
ON STOCKS, BONDS, ETC. (1099-B BOX 2)
(ADJUSTED FOR ASSIGNED
OR EXERCISED OPTIONS ABOVE)**

\$89,151.86

Paul A Johnson Foundation
Grants for 2010

	Written 09 Cleared 2010	Written 2010 Cleared 2010	Written 2010 Cleared 2011
University of Michigan Transplant Center 1500 E Medical Center Dr Ann Arbor, MI 48109		\$100	
The Firebarn Area Arts Council Sponsor Jon McDonald exhibit 18 North Fifth Street Grand Haven, MI 49417		\$575	
Grand Haven Area Community Foundation 1 South Harbor Grand Haven, MI 49413	\$100		
Salvation Army P O Box 181 Grand Haven, MI 49417	\$1,000	\$1,500	
Tri Cities Family YMCA 1 Y Drive Grand Haven, MI 49417	\$1,000	\$1,000	
Harbor Humane Society 7982 West Olive Road West Olive, MI 49460	\$500		
The Pet Pantry 1202 Shettler Rd Muskegon, MI 49444	\$200	\$300	
Grand Haven Area Community Foundation Spring Lake Schools Foundation Fund One South Harbor Grand Haven, MI 49417	\$750		
Gerald R Ford Council Boy Scouts 3213 Walker NW Grand Rapids, MI 49544	\$150	\$150	
GVSU Women's Center 301 Michigan St Suite 100 Grand Rapids, MI 49503		\$200	
Girl Scouts of America 1217 East River Road Muskegon, MI 49445	\$150	\$150	
Planned Parenthood of West and Northern Michigan 425 Cherry SE Grand Rapids, Michigan 49503		\$300	
University Of Oklahoma Foundation 100 Timberdell Road Norman, Oklahoma 73019	\$150		
Tri-Cities Habitat for Humanity 233 Washington Grand Haven, MI 49417	\$100		
Hospice of North Ottawa County 1515 S Despelder Grand Haven, MI 49417		\$5,200	

	Written 09 Cleared 2010	Written 2010 Cleared 2010	Written 2010 Cleared 2011
Community Action Agency 12251 James St Holland, MI 49424	\$200		
Community Action Partnership Walk for Warmth 12251 James St Ste 300 Holland, MI 49424			\$200
Central Park Players P O Box 564 Grand Haven, MI 49417		\$100	
St Mary's School 421 Exchange St Spring Lake, MI 49456			\$100
Grand Haven Area Community Foundation North Bank Communities Fund One South Harbor Grand Haven, MI 49417		\$100	
Grand Haven Area Community Foundation Grand Haven Rotary Club One South Harbor Grand Haven, MI 49417	\$500		
Grand Haven Area Community Foundation Tri-Cities Kiwanis Club Fund One South Harbor Grand Haven, MI 49417		\$100	
The People Center P O Box 311 Spring Lake, MI 49456	\$100	\$300	
The Little Red House 311 East Exchange Street Spring Lake, MI 49456	\$200		
Greater Ottawa County United Way 115 Clover St Suite 300 Holland, MI 49423	\$3,400		
Lewis University One University Parkway Romeoville, IL 60046		\$600	
Land Conservancy of West Michigan 1345 Monroe Ave NW Suite 324 Grand Rapids, MI 49505	\$500		
Grand Valley State University Johnson Leadership Scholarship Endowment 301 Michigan Street Grand Rapids, MI 49503		\$30,000	
Grand Valley State University New Library 301 Michigan Street Grand Rapids, MI 49503		\$5,000	

	Written 09 Cleared 2010	Written 2010 Cleared 2010	Written 2010 Cleared 2011
Grand Valley State University Rowing Team 301 Michigan Street Grand Rapids, MI 49503		\$750	
Center for Women in Trouble 411 Butternut Drive Holland, MI 49424		\$350	
Northwest Ottawa Chamber Foundation 1 South Harbor Grand Haven, MI 49413		\$390	
Northwest Ottawa Chamber Foundation Salvation Army Playstation 1 South Harbor Grand Haven, MI 49413		\$300	
	<hr/> \$9,000	<hr/> \$47,465	<hr/> \$300

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Grand Haven Bank	1.
Total to Form 990-PF, Part I, line 3, Column A	1.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Stifel Nicolaus nominee-capital gain dividends	443.	443.	0.
Stifel Nicolaus nominee-dividends	5,866.	0.	5,866.
Total to Fm 990-PF, Part I, ln 4	6,309.	443.	5,866.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Tax refund	260.	0.	
Consulting income	200.	200.	
Total to Form 990-PF, Part I, line 11	460.	200.	

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Warner Norcross & Judd LLP	3,530.	0.		0.
To Fm 990-PF, Pg 1, ln 16a	3,530.	0.		0.

Form 990-PF	Other Professional Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Stiefel Nicolaus wrap fee	4,706.	4,706.		0.
To Form 990-PF, Pg 1, ln 16c	4,706.	4,706.		0.

Form 990-PF	Taxes	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax	121.	121.		0.
To Form 990-PF, Pg 1, ln 18	121.	121.		0.

Form 990-PF	Other Expenses	Statement	7
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Stanton Group - services rendered to foundation	14,780.	0.		14,780.
Membership dues	300.	0.		300.
To Form 990-PF, Pg 1, ln 23	15,080.	0.		15,080.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	8
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Description	Amount
Book tax difference in income	110.
Difference between cost and FMV of T. Rowe price MDCP Val	
Fund donated stock	10,184.
Rounding	63.
Total to Form 990-PF, Part III, line 3	10,357.

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
See attached schedule	COST	313,356.	328,901.
Total to Form 990-PF, Part II, line 13		313,356.	328,901.

PAUL A. JOHNSON FOUNDATION
ASSETS 2010

Shares	Asset	Cost	FMV
611.276	AIM Intl Mutual Funds Invesco International Growth Fund	\$16,115	\$16,847
414.706	Artisan Funds Mid Cap Value Fund	\$7,934	\$8,327
1,436.464	Columbia Funds Marsico Growth Fund Class A	\$26,126	\$29,218
339.363	DWS Value Series Small Cap Value Fund Class S	\$12,368	\$12,624
860.248	Davis New York Venture Fund Class A	\$28,988	\$29,541
469.691	Dodge & Cox Inc Fund International Stock Fund	\$17,028	\$16,773
1,627.554	Dodge & Cox Inc Fund	\$20,330	\$21,533
329.771	Eagle Ser Small Cap Growth Fund Class A	\$11,414	\$12,568
1,413.898	Eaton Vance Income Fund of Boston Class A	\$8,355	\$8,257
1,538.945	Federated Equity Funds Kaufmann Fund Class A	\$8,769	\$8,449
365.180	Fleming Cap Mut Fund GRP JP Morgan Mid Cap Value Class A	\$8,580	\$8,447
1,779.835	Harbor Fund Bond Fund	\$20,703	\$21,536
279.083	Harbor Fund International Fund	\$15,492	\$16,898
1,660.006	Hartford Mutual Funds II Growth Fund Class I	\$27,551	\$29,383
376.407	Highmark Funds Geneva Mid Cap Growth Fund Cl A	\$6,831	\$8,285
510.688	Keeley Funds Inc. Small Cap Value Fund Class A	\$10,954	\$12,752
702.688	MFS Ser TR X Intl Growth Fund Class A	\$16,979	\$16,921
888.649	Pimco Funds High Yield Fund Class P	\$8,160	\$8,264
435.868	Pioneer Ser Trust I Pioneer Oak Ridge Small Cap Growth Fund CL Y	\$11,093	\$12,666
1,627.101	Pioneer Series Trust III Cullen Value Fund Class Y	\$29,993	\$29,613
	Total	\$313,763	\$328,901