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Return of Private Foundation

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

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

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

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

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

Name of foundation THEODORE W. BATTERMAN FAMILY FOUNDATION, INC.		A Employer identification number 39-1688812
Number and street (or P O box number if mail is not delivered to street address) 625 WALNUT RIDGE DRIVE	Room/suite	B Telephone number (262) 369-9978
City or town, state, and ZIP code HARTLAND, WI 53029		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 54,726,176. (Part I, column (d) must be on cash basis.)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	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 ☐

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		430,000.			
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		37,137.	37,137.		
4 Dividends and interest from securities		972,574.	972,574.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,111,762.			
b Gross sales price for all assets on line 6a 14,817,212.					
7 Capital gain net income (from Part IV, line 2)			2,111,762.		
8 Net short-term capital gain					
9 Income modifications				120,000.	
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		4,968.	4,968.	0.	STATEMENT 3
12 Total Add lines 1 through 11		3,556,441.	3,126,441.	120,000.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		76,121.	0.	0.	76,121.
b Accounting fees STMT 5		16,734.	0.	0.	16,734.
c Other professional fees STMT 6		742,297.	662,850.	0.	79,447.
17 Interest		2,438.	2,438.	0.	0.
18 Taxes STMT 7		25,507.	19,507.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		1,981.	0.	0.	1,981.
24 Total operating and administrative expenses Add lines 13 through 23		865,078.	684,795.	0.	174,283.
25 Contributions, gifts, grants paid		2,460,394.			2,460,394.
26 Total expenses and disbursements. Add lines 24 and 25		3,325,472.	684,795.	0.	2,634,677.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		230,969.			
b Net investment income (if negative, enter -0-)			2,441,646.		
c Adjusted net income (if negative, enter -0-)				120,000.	

**THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.**

39-1688812

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1.		
	2 Savings and temporary cash investments	1,532,289.	762,097.	762,097.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 10	11,167,566.	10,328,655.	10,674,986.
	b Investments - corporate stock STMT 11	23,303,247.	24,003,441.	27,735,085.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	12,167,050.	13,423,537.	15,554,008.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	48,170,153.	48,517,730.	54,726,176.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	48,170,153.	48,517,730.		
30 Total net assets or fund balances	48,170,153.	48,517,730.		
31 Total liabilities and net assets/fund balances	48,170,153.	48,517,730.		

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	48,170,153.
2 Enter amount from Part I, line 27a	2	230,969.
3 Other increases not included in line 2 (itemize) ▶ RETURN OF GRANT FROM PRIOR YEAR	3	120,000.
4 Add lines 1, 2, and 3	4	48,521,122.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	3,392.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	48,517,730.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 14,817,212.		12,705,450.	2,111,762.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			2,111,762.

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 2,111,762.

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	2,597,809.	46,366,662.	.056028
2008	2,957,422.	55,893,673.	.052912
2007	3,116,593.	57,480,762.	.054220
2006	2,194,457.	53,956,038.	.040671
2005	2,519,119.	50,647,317.	.049738

2 Total of line 1, column (d) 2 .253569

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 .050714

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 4 50,719,917.

5 Multiply line 4 by line 3 5 2,572,210.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 24,416.

7 Add lines 5 and 6 7 2,596,626.

8 Enter qualifying distributions from Part XII, line 4 8 2,634,677.

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.

**THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.**
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	24,416.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	24,416.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	24,416.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 17,146.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 20,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	37,146.
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	154.
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	12,576.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☒ 12,576. Refunded ☒ 0.		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
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) ► WI		
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

**THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.**

39-1688812

Page 5

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>GODFREY & KAHN, S.C.</u> Telephone no. ► <u>(414) 273-3500</u> Located at ► <u>780 NORTH WATER STREET, MILWAUKEE, WI</u> ZIP+4 ► <u>53202</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

Form 990-PF (2010)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

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

X

If "Yes" to 6b, file Form 8870.

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

☐ Yes ☒ No

7b

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

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		0.	0.	0.

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

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

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

0

Form 990-PF (2010)

THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.

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
FOUNDATION MANAGEMENT, LLC P.O. BOX 1783, MADISON, WI 53701	MANAGEMENT SERVICES	77,687.
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.

**THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.**
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	36,606,770.
b Average of monthly cash balances	1b	1,156,901.
c Fair market value of all other assets	1c	13,728,631.
d Total (add lines 1a, b, and c)	1d	51,492,302.
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	51,492,302.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	772,385.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	50,719,917.
6 Minimum investment return. Enter 5% of line 5	6	2,535,996.

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	2,535,996.
2a Tax on investment income for 2010 from Part VI, line 5	2a	24,416.	
b Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	24,416.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,511,580.	
4 Recoveries of amounts treated as qualifying distributions	4	120,000.	
5 Add lines 3 and 4	5	2,631,580.	
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	2,631,580.	

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	2,634,677.
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	2,634,677.
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	24,416.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,610,261.

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.

**THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.**

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				2,631,580.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			1,569,232.	
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				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 2,634,677.				
a Applied to 2009, but not more than line 2a			1,569,232.	
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				1,065,445.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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				1,566,135.
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	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Form 990 (2015)	Part IV	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(1)(3) or ☐ 4942(1)(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

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(i)(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(f)(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).)

SEE STATEMENT 14

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

NONE

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

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

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

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

c Any submission deadlines:

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

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

9 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 15				
Total			▶ 3a	2,460,394.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

[illegible]

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 11/11/11

Assistant Secretary / Treasurer

**Paid
Preparer
Use Only**

Print/Type preparer's name
LYNN M. GARDINIER,
CPA

Preparer's signature

LYNN M. GARDINIER	11/08/11
-------------------	----------

Date _____

11/08/11

Check ☒ self-employed

PTIN

Firm's name ► **BAKER TILLY VIRCHOW KRAUSE, LLP**

Firm's EIN ►

Firm's address ► 500 MIDLAND COURT, PO BOX 8130
JANESVILLE, WI 53547-8130

Phone no. (608) 752-5835

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

THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.

Employer identification number

39-1688812

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

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

Name of organization

THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.

Employer identification number

39-1688812

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THEODORE W. AND MARILYN H. BATTERMAN 625 WALNUT RIDGE DRIVE HARTLAND, WI 53029	\$ 400,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	LINDA C. BATTERMAN JOHNSON 625 WALNUT RIDGE DRIVE HARTLAND, WI 53029	\$ 30,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.

39-1688812

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THEODORE W. BATTERMAN
FAMILY FOUNDATION, INC.

39-1688812

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

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	NORTHERN TRUST COMPANY (02832)	P	VARIOUS	VARIOUS
b	NORTHERN TRUST COMPANY (02832)	P	VARIOUS	VARIOUS
c	NORTHERN TRUST COMPANY (17810)	P	VARIOUS	VARIOUS
d	NORTHERN TRUST COMPANY (17810)	P	VARIOUS	VARIOUS
e	NORTHERN TRUST COMPANY (17913)	P	VARIOUS	VARIOUS
f	NORTHERN TRUST COMPANY (17913)	P	VARIOUS	VARIOUS
g	NORTHERN TRUST COMPANY (73587)	P	VARIOUS	VARIOUS
h	NORTHERN TRUST COMPANY (73587)	P	VARIOUS	VARIOUS
i	NORTHERN TRUST PRIVATE EQUITY FUND (QP) II, LP K-	P	VARIOUS	VARIOUS
j	NORTHERN TRUST PRIVATE EQUITY FUND (QP) III, LP K	P	VARIOUS	VARIOUS
k	NORTHERN TRUST PRIVATE EQUITY FUND (QP) III, LP K	P	VARIOUS	VARIOUS
l	NORTHERN TRUST PRIVATE EQUITY FUND (QP) II, LP K-	P	VARIOUS	VARIOUS
m	NORTHERN TRUST COMPANY (12107)	P	VARIOUS	VARIOUS
n	NORTHERN TRUST COMPANY (02906) SEC V CONAGRA DIST	P	VARIOUS	10/14/10
o	CAPITAL GAINS DIVIDENDS			

(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	140,756.	183,185.	-42,429.
b	1,260,418.	739,984.	520,434.
c	1,279,040.	1,120,171.	158,869.
d	3,700,121.	3,254,552.	445,569.
e	1,051,848.	866,547.	185,301.
f	2,319,812.	2,279,511.	40,301.
g	1,216,948.	1,053,746.	163,202.
h	2,848,853.	2,368,843.	480,010.
i	21,059.		21,059.
j	23,047.		23,047.
k	18,472.		18,472.
l	46,657.		46,657.
m	867,500.	838,911.	28,589.
n	1,942.		1,942.
o	20,739.		20,739.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-42,429.
b			520,434.
c			158,869.
d			445,569.
e			185,301.
f			40,301.
g			163,202.
h			480,010.
i			21,059.
j			23,047.
k			18,472.
l			46,657.
m			28,589.
n			1,942.
o			20,739.

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	2,111,762.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
NORTHERN TRUST COMPANY (12107) - OTHER INTEREST INCOME	-7,208.
NORTHERN TRUST PRIVATE EQUITY FUND (QP) II, LP K-1	23,115.
NORTHERN TRUST PRIVATE EQUITY FUND (QP) III, LP K-1	21,230.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	37,137.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST COMPANY (02832) - DIVIDENDS	71,258.	0.	71,258.
NORTHERN TRUST COMPANY (02906) - DIVIDENDS	5,949.	5,910.	39.
NORTHERN TRUST COMPANY (12107) - DIVIDENDS	457,356.	14,829.	442,527.
NORTHERN TRUST COMPANY (17810) - DIVIDENDS	41,299.	0.	41,299.
NORTHERN TRUST COMPANY (17810) - FOREIGN DIVIDENDS	4,784.	0.	4,784.
NORTHERN TRUST COMPANY (17913) - DIVIDENDS	118.	0.	118.
NORTHERN TRUST COMPANY (17913) - FOREIGN DIVIDENDS	246,336.	0.	246,336.
NORTHERN TRUST COMPANY (73587) - DIVIDENDS	109,390.	0.	109,390.
NORTHERN TRUST COMPANY (73587) - FOREIGN DIVIDENDS	12,914.	0.	12,914.
NORTHERN TRUST PRIVATE EQUITY FUND (QP) II, LP K-1	28,672.	0.	28,672.
NORTHERN TRUST PRIVATE EQUITY FUND (QP) III, LP K-1	15,237.	0.	15,237.
TOTAL TO FM 990-PF, PART I, LN 4	993,313.	20,739.	972,574.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST PRIVATE EQUITY FUND (QP) II, LP K-1	-3,876.	-3,876.	0.
NORTHERN TRUST PRIVATE EQUITY FUND (QP) III, LP K-1	3,088.	3,088.	0.
NORTHERN TRUST COMPANY (17923)	5,756.	5,756.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	4,968.	4,968.	0.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	76,121.	0.	0.	76,121.
TO FM 990-PF, PG 1, LN 16A	76,121.	0.	0.	76,121.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	16,734.	0.	0.	16,734.
TO FORM 990-PF, PG 1, LN 16B	16,734.	0.	0.	16,734.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	585,786.	585,786.	0.	0.
AGENCY FEES	156,511.	77,064.	0.	79,447.
TO FORM 990-PF, PG 1, LN 16C	742,297.	662,850.	0.	79,447.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	19,507.	19,507.	0.	0.
EXCISE TAX	6,000.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	25,507.	19,507.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	1,981.	0.	0.	1,981.
TO FORM 990-PF, PG 1, LN 23	1,981.	0.	0.	1,981.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
NORTHERN TRUST PRIVATE EQUITY FUND (QP) II, LP K-1 - NON-DEDUCTIBLE EXPENSES	25.
NORTHERN TRUST PRIVATE EQUITY FUND (QP) III, LP K-1 - NON-DEDUCTIBLE EXPENSE	3,367.
TOTAL TO FORM 990-PF, PART III, LINE 5	3,392.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS - SEE ATTACHED STMT	X		10,328,655.	10,674,986.
TOTAL U.S. GOVERNMENT OBLIGATIONS			10,328,655.	10,674,986.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			10,328,655.	10,674,986.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SEE ATTACHED STMT	24,003,441.	27,735,085.
TOTAL TO FORM 990-PF, PART II, LINE 10B	24,003,441.	27,735,085.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN PARTNERSHIP	COST	5,623,537.	6,608,957.
INVESTMENT IN HEDGE FUND	COST	7,800,000.	8,945,051.
TOTAL TO FORM 990-PF, PART II, LINE 13		13,423,537.	15,554,008.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THEODORE W. BATTERMAN 625 WALNUT RIDGE DR. HARTLAND, WI 53029	PRES/TRES/DIR 0.00	0.	0.	0.
MARILYN H. BATTERMAN 625 WALNUT RIDGE DR. HARTLAND, WI 53029	VP/SECY/DIR 0.00	0.	0.	0.
LINDA C. BATTERMAN JOHNSON 625 WALNUT RIDGE DR. HARTLAND, WI 53029	DIRECTOR 0.00	0.	0.	0.
CHRISTOPHER T. BATTERMAN 625 WALNUT RIDGE DR. HARTLAND, WI 53029	DIRECTOR 0.00	0.	0.	0.
LAURA G. BATTERMAN WILKINS 625 WALNUT RIDGE DR. HARTLAND, WI 53029	DIRECTOR 0.00	0.	0.	0.
ANDREW R. LAURITZEN 780 NORTH WATER STREET MILWAUKEE, WI 53202	ASST SECY/ASST TRES/DIR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 14

NAME OF MANAGER

THEODORE W. BATTERMAN
MARILYN H. BATTERMAN

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALZHEIMER'S SUPPORT CENTER OF ROCK COUNTY 20 S MAIN STREET STE 15 JANESVILLE, WI 53545	N/A JEFFERSON AND DODGE COUNTIES REGIONAL SERVICES	PUBLIC CHARITY	25,000.
AMERICAN CANCER SOCIETY FORT ATKINSON RELAY FOR LIFE N1576 BRAMBLE BUSH LANE FORT ATKINSON, WI 53538	N/A FORT RELAY FOR LIFE	PUBLIC CHARITY	12,000.
BETHANY CHRISTIAN SERVICES OF WISCONSIN N14W23755 STONE RIDGE DRIVE, SUITE 265 WAUKESHA, WI 53188	N/A POST ADOPTION SUPPORT	PUBLIC CHARITY	40,000.
BOY SCOUTS - GLACIER'S EDGE COUNCIL 2300 E. RACINE ST. JANESVILLE, WI 53545	N/A BUILDING REPAIRS	PUBLIC CHARITY	10,000.
COMMUNITY FOUNDATION OF SOUTHERN WISCONSIN, INC. 26 S. JACKSON ST. JANESVILLE, WI 53548	N/A SCHOLARSHIPS	PUBLIC CHARITY	103,100.
CONCORDIA UNIVERSITY WISCONSIN 12800 N. LAKE SHORE DRIVE MEQUON, WI 53097	N/A RENEWAL OF SCHOLARSHIP PROGRAM	PUBLIC CHARITY	13,655.
CONCORDIA UNIVERSITY WISCONSIN 12800 N. LAKE SHORE DRIVE MEQUON, WI 53097	N/A ENVIRONMENTAL EDUCATION CENTER	PUBLIC CHARITY	500,000.
FORT ATKINSON COMMUNITY FOUNDATION 244 N. MAIN STREET FORT ATKINSON, WI 53538	N/A PROGRAM DIRECTOR SALARY/ STAFF EXPENSES	PUBLIC CHARITY	35,000.

THEODORE W. BATTERMAN FAMILY FOUNDATION,

39-1688812

FORT ATKINSON COMMUNITY FOUNDATION 244 N. MAIN STREET FORT ATKINSON, WI 53538	N/A RENEWAL OF SCHOLARSHIP PROGRAM	PUBLIC CHARITY	54,000.
FORT ATKINSON YOUTH SOCCER ASSOCIATION N1649 PLEASANT ROAD FORT ATKINSON, WI 53538	N/A UTILITY VEHICLE/FIELD TREATMENTS/EQUIPMENT	PUBLIC CHARITY	10,000.
FORT ATKINSON SCHOOL DISTRICT 205 PARK ST. FORT ATKINSON, WI 53538	N/A SMART BOARDS AND EQUIPMENT	PUBLIC CHARITY	10,000.
HEADWATERS CHRISTIAN YOUTH P.O. BOX 662 RHINELANDER, WI 54501	N/A SCHOLARSHIPS	PUBLIC CHARITY	5,000.
HEALTH NET OF JANESVILLE 23 W. MILWAUKEE ST. JANESVILLE, WI 53548	N/A PART TIME LPN AND SUPPLIES AND MEDICATIONS	PUBLIC CHARITY	20,000.
HYDROCEPHALUS ASSOCIATION 870 MARKET STREET, SUITE 705 SAN FRANCISCO, CA 94102	N/A HYDROCEPHALUS WALK/HARI	PUBLIC CHARITY	50,000.
MERIT SCHOOL OF MUSIC 38 SOUTH PEORIA STREET CHICAGO, IL 60607	N/A PREPARATORY PROGRAM	PUBLIC CHARITY	25,000.
MILWAUKEE SCHOOL OF ENGINEERING 1025 NORTH BROADWAY MILWAUKEE, WI 53202	N/A SCHOLARSHIP RENEWAL	PUBLIC CHARITY	60,000.
ST. VINCENT DE PAUL SOCIETY - FORT ATKINSON 1525 SUMMIT DRIVE, UNIT 3 FORT ATKINSON, WI 53538	N/A HVAC SYSTEM UPGRADES	PUBLIC CHARITY	41,000.
THE ESCAPE OF FORT ATKINSON 312 BLUFF STREET FORT ATKINSON, WI 53538	N/A 4 C'S TEEN LEADERSHIP AND COMMUNITY SERVICE PROJECT	PUBLIC CHARITY	20,000.

THEODORE W. BATTERMAN FAMILY FOUNDATION,

39-1688812

WISCONSIN CONSERVATORY OF MUSIC, INC. 1584 NORTH PROSPECT AVENUE MILWAUKEE, WI 53202	N/A JAZZ INSTITUTE	PUBLIC CHARITY	105,250.
WISCONSIN FOUNDATION FOR INDEPENDENT COLLEGES, INC. 4425 N. PORT WASHINGTON ROAD, SUITE 402 GLENDALE, WI 53212	N/A COLLEGE TO WORK PROGRAM	PUBLIC CHARITY	26,500.
WISCONSIN FOUNDATION FOR INDEPENDENT COLLEGES, INC. 4425 N. PORT WASHINGTON ROAD, SUITE 402 GLENDALE, WI 53212	N/A COLLEGE TO WORK PROGRAM	PUBLIC CHARITY	35,650.
WISCONSIN SCHOOL MUSIC ASSOCIATION 1005 QUINN DRIVE WAUNAKEE, WI 53597	N/A REGIONAL SPONSORSHIP	PUBLIC CHARITY	3,000.
WYCLIFF BIBLE TRANSLATORS 11221 JOHN WYCLIFFE BLVD., P.O. BOX 628200 ORLANDO, FL 32862	N/A SUPPORT MORRIS AND WENDY JOHNSON MINISTRY	PUBLIC CHARITY	40,000.
YMCA OF NORTHERN ROCK COUNTY 221 DODGE ST JANESVILLE, WI 53548	N/A FRIENDS OF YOUTH SCHOLARSHIPS	PUBLIC CHARITY	20,000.
ZOOLOGICAL SOCIETY OF MILWAUKEE COUNTY 10005 WEST BLUE MOUND ROAD MILWAUKEE, WI 53226	N/A ANIMAL AMBASSADOR CONTINUUM	PUBLIC CHARITY	9,059.
CONCORDIA UNIVERSITY WISCONSIN 12800 N. LAKE SHORE DRIVE MEQUON, WI 53097	N/A BELIZE MISSION TRIP	PUBLIC CHARITY	53,600.
CONCORDIA UNIVERSITY WISCONSIN 12800 N. LAKE SHORE DRIVE MEQUON, WI 53097	N/A SCHOLARSHIPS FOR TEACHERS SEEKING LICENSURE	PUBLIC CHARITY	8,380.
CONCORDIA UNIVERSITY WISCONSIN 12800 N. LAKE SHORE DRIVE MEQUON, WI 53097	N/A SCHOLARSHIPS FOR TEACHERS SEEKING LICENSURE	PUBLIC CHARITY	3,480.

THEODORE W. BATTERMAN FAMILY FOUNDATION,

39-1688812

CONCORDIA UNIVERSITY WISCONSIN 12800 N. LAKE SHORE DRIVE MEQUON, WI 53097	N/A RENEWAL OF SCHOLARSHIP PROGRAM	PUBLIC CHARITY	32,000.
DWIGHT FOSTER PUBLIC LIBRARY 102 E. MILWAUKEE AVE FORT ATKINSON, WI 53538	N/A FOSTER GROWTH CAPITAL CAMPAIGN	PUBLIC CHARITY	115,000.
FORT ATKINSON, CITY OF 101 N. MAIN STREET FORT ATKINSON, WI 53538	N/A CONCESSION STAND	PUBLIC CHARITY	10,000.
HEALTH NET OF JANESVILLE 23 W. MILWAUKEE ST. JANESVILLE, WI 53548	N/A CAPITAL CAMPAIGN/OPERATIONS	PUBLIC CHARITY	30,000.
HOPE CENTER 502 N. EAST AVENUE WAUKESHA, WI 53186	N/A OUTREACH MEAL PROGRAM/DAY SHELTER DIRECTOR	PUBLIC CHARITY	15,000.
INDIANCA UNIVERSITY FOUNDATION PO BOX 500 BLOOMINGTON, IN 47402	N/A PERCUSSION DEPARTMENT ENDOWED SCHOLARSHIP	PUBLIC CHARITY	100,000.
LAKE SIDE LUTHERAN HIGH SCHOOL 231 WOODLAND BEACH ROAD LAKE MILLS, WI 53551	N/A GARAGE/STORAGE BUILDING	PUBLIC CHARITY	10,000.
LUTHERAN SPECIAL SCHOOL 9700 W. GRANTOSA DRIVE MILWAUKEE, WI 53222	N/A TEACHER CONSULTANT PROGRAM	PUBLIC CHARITY	50,000.
LUTHERAN URBAN MISSION INITIATIVE 8242 N. GRANVILLE RD MILWAUKEE, WI 53224	N/A FAMILY CONNECTIONS SOCIAL WORKER	PUBLIC CHARITY	65,000.
MARC LUSTGARTEN PANCREATIC CANCER FOUNDATION 1111 STEWART AVENUE BETHPAGE, NY 11714	N/A PANCREATIC CANCER RESEARCH	PUBLIC CHARITY	137,500.

THEODORE W. BATTERMAN FAMILY FOUNDATION,

39-1688812

MAYO CLINIC 200 FIRST STREET SW ROCHESTER, MN 55905	N/A PANCREATIC CANCER RESEARCH	PUBLIC CHARITY	50,000.
PANCREATIC CANCER ACTION NETWORK 2141 ROSECRANS AVENUE STE 7000 EL SEGUNDO, CA 90245	N/A PANCREATIC CANCER RESEARCH	PUBLIC CHARITY	50,000.
PASTORAL LEADERSHIP INSTITUTE 12300 FORD ROAD SUITE 450 DALLAS, TX 75234	N/A SCHOLARSHIP SUPPORT	PUBLIC CHARITY	1,700.
RAINBOW HOSPICE FOUNDATION 147 W ROCKWELL STREET JEFFERSON, WI 53549	N/A IMPATIENT FACILITY	PUBLIC CHARITY	250,000.
ST. JOSEPH CATHOLIC PARISH 1650 ENDL BOULEVARD FORT ATKINSON, WI 53538	N/A COMPUTERS	PUBLIC CHARITY	10,000.
UNIVERSITY OF UTAH 75 SOUTH 2000 EAST ROOM 211 SALT LAKE CITY, UT 84112	N/A PULSATILITY RESEARCH	PUBLIC CHARITY	87,500.
UNIVERSITY OF UTAH 75 SOUTH 2000 EAST ROOM 211 SALT LAKE CITY, UT 84112	N/A NOVEL METHODS TO REDUCE CATHETER OBSTRUCTION IN TREATING HYDROCEPHALUS	PUBLIC CHARITY	96,520.
VSA WISCONSIN 4785 HAYES ROAD SUITE 201 MADISON, WI 53704	N/A ARTIST RESIDENCIES/TRAVELING EXHIBITION	PUBLIC CHARITY	10,000.
WISCONSIN SPORTS DEVELOPMENT CORPORATION 313 WEST BELTLINE HIGHWAY SUITE 161 MADISON, WI 53713	N/A CLASS MATERIALS	PUBLIC CHARITY	1,500.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

2,460,394.

THEODORE W. BATTERMAN FAMILY FOUNDATION, INC.

SCHEDULE OF CORPORATE BONDS
December 31, 2010

<u>Shares</u>	<u>Description</u>	<u>End of Year Book Value</u>	<u>End of Year Fair Market Value</u>
1,014,733	MFB Northern Funds Bond Index Fund	<u>\$ 10,328,655</u>	<u>\$ 10,674,986</u>
	Total Corporate Bonds	<u>\$ 10,328,655</u>	<u>\$ 10,674,986</u>

THEODORE W. BATTERMAN FAMILY FOUNDATION, INC.

SCHEDULE OF CORPORATE STOCKS December 31, 2010

Shares	Description	End of Year Book Value	End of Year Fair Market Value
3,700	ADR Chicago Brdg & Iron Co N V N Y	\$ 12,138	\$ 121,730
2,700	Acuity Brands Inc Com	92,329	155,709
1,600	Allete Inc Com New	43,381	59,616
2,200	Arch Chemicals Inc Com	47,616	83,446
4,200	Avis Budget Group Inc Com Stk	61,753	65,352
3,375	Babcock & Wilcox Co New Com Stk	65,866	86,366
2,100	Bankfinancial Corp Com	21,942	20,475
7,100	Beneficial Mut Bancorp Inc Com Stk	71,062	62,693
3,400	Brinks Co Com Stk	87,457	91,392
4,900	Broadridge Finl Solutions Inc Com Stk	78,836	107,457
1,400	Carrizo Oil & Gas Inc Com	45,737	48,286
2,390	Circor Intl Inc Com	33,305	101,049
1,100	Compass Minerals Intl Inc Com	68,672	98,197
2,800	Comstock Res Inc Com New	21,304	68,768
4,500	Corelogic Inc-W/I Com Stk	85,394	83,340
1,910	Deltic Timber Corp Com	46,167	107,609
9,600	Dennys Corp Com	37,389	34,368
2,000	Dineequity Inc Com Stk	45,496	98,760
1,600	Dresser-Rand Group Inc Com	55,255	68,144
3,100	Enpro Inds Inc Com	27,714	128,836
2,880	Exterran Hldgs Inc Com Stk	71,986	68,976
4,500	Federal Signal Corp Com	28,710	30,870
5,900	First Amern Finl Corp Com Stk	84,403	88,146
5,318	Firstmerit Corp Com	101,775	105,243
4,790	Flowers Foods Inc Com	18,843	128,899
1,100	Flowserve Corp Com	59,466	131,142
4,000	Forestar Group Inc	76,676	77,200
1,900	Foster L B Co Cl A	45,428	77,786
2,300	Foster Wheeler Ltd (BM) Com Stk	46,447	79,396
3,200	Gallagher Arthur J & Co Com	76,513	93,056
5,500	Hanesbrands Inc Com Stk	48,602	139,700
2,000	Hanover Ins Group Inc Com	79,121	93,440
4,400	Hill Rom Hldgs Inc Com Stk	94,124	173,228
1,950	Iberiabank Corp Com	86,355	115,304
1,710	ITC Hldgs Corp Com Stk	81,840	105,986
720	Joy Global Inc Com	4,966	62,460
2,400	Kaiser Alum Corp Com Par \$0.01 Com	59,424	120,216
1,100	Koppers Hldgs Inc Com	35,714	39,358
4,100	KS CY Southn	25,611	196,226
3,700	MB Finl Inc New Com	78,070	64,084
1,950	McDermott Intl Inc Com Stk \$1 Par	4,686	40,346

THEODORE W. BATTERMAN FAMILY FOUNDATION, INC.

SCHEDULE OF CORPORATE STOCKS December 31, 2010

Shares	Description	End of Year Book Value	End of Year Fair Market Value
5,800	Northwest Bancshares Inc MD Com	\$ 67,133	\$ 68,208
2,300	Patterson Cos Inc Com	52,569	70,449
3,200	Petrohawk Energy Corp Com	39,123	58,400
4,400	PHH Corp Com New Com	90,098	101,860
900	Ralcorp Hldgs Inc New Com	47,199	58,509
1,000	Regal Beloit Corp Com	59,179	66,760
6,200	Sally Beauty Hldgs Inc New Com	53,328	90,086
1,800	Solutia Inc Com New Com	27,909	41,544
6,400	SPDR KBW Regl Bkg ETF	168,496	169,280
1,500	Tennant Co Com	20,072	57,615
1,100	Texas Inds Inc Com	25,586	50,358
4,000	Timken Co Com	58,040	190,920
5,150	Toll Bros Inc Com	100,904	97,850
2,460	Treehouse Foods Inc Com	69,941	125,681
2,900	Trinity Ind Inc Com	51,869	77,169
2,500	Vail Resorts Inc Com	59,146	130,100
3,000	Vectren Corp Com	80,256	76,140
3,900	Wabtec Corp Com	84,994	206,271
1,540	Walter Energy Inc	24,729	196,874
5,170	Westar Energy Inc Com	64,039	130,077
8,000	Westfield Finl Inc New Com Stk	85,546	74,000
2,785	Willbros Group Inc Com	46,154	27,349
3,000	Wright Express Corp Com Stk	87,371	138,000
3,900	Wyndham Worldwide Corp Com Stk	22,579	116,844
356,670	MFO Advisors Inner Circle FD Edgewood Growth FD Instl CL	4,005,408	4,016,109
7,100	1st Niagara Finl Group Inc New Com	94,260	99,258
2,425	Becton Dickinson & Co Com	184,524	204,961
975	Goldman Sachs Group Inc Com	142,135	163,956
14,392	ADR Alumina Ltd Sponsored ADR	221,399	146,511
6,494	ADR Centrais Electricas Brasileiras SA Sponsored ADR Repstg Pfd	74,759	108,190
3,119	ADR Centrais Electricas Brasileiras SA Sponsored ADR Repstg Com	33,289	42,886
4,050	ADR Embraer S A Sponsored ADR Repstg 4 Com SHS	86,723	119,070
6,211	Barrick Gold Corp	157,856	330,301
3,488	Cameco Corp Com	88,063	140,846
12,132	Kinross Gold Corp Com NPV New	224,342	230,023
970	Magna Intl Inc Cl A	27,969	50,440
11,820	Nexen Inc Com	259,622	270,678
17,571	ADR Nokia Corp Sponsored ADR	215,777	181,333
55,460	ADR Alcatel-Lucent	491,363	164,162
24,985	ADR Carrefour SA ADR	223,661	209,374
16,690	ADR Electricite De France ADR	165,622	138,527

THEODORE W. BATTERMAN FAMILY FOUNDATION, INC.

SCHEDULE OF CORPORATE STOCKS

December 31, 2010

Shares	Description	End of Year Book Value	End of Year Fair Market Value
7,831	ADR Sanofi-Aventis Sponsored ADR	\$ 282,315	\$ 252,393
7,883	ADR Societe Generale France Sponsored ADR	66,365	85,797
1,712	ADR Siemens AG Com DM50	115,374	212,716
8,556	Allianz SE ADR Each Reo 1/10 Ord Shs	87,065	101,560
33,220	ADR Finmeccanica SPA ADR	191,290	189,354
21,590	ADR Telecom Italia S P A New Sponsored ADR Repstg Svgs Shs	470,189	236,195
16,450	ADR DAI Nippon Prtg Ltd Japan Sponsored ADR	250,921	225,365
1,407	ADR Daiwa House Ind Ltd ADR	140,857	173,329
5,994	ADR Fujifilm Hldgs Corp ADR 2 Ord ADR	201,589	214,226
1,302	ADR Hachijuni Bk Ltd ADR	80,012	73,068
9,103	ADR Kao Corp Sponsored ADR Repstg 10 Shs Com	186,461	244,780
4,505	ADR Nintendo Ltd	148,028	163,667
15,514	ADR Nippon Teleg & Tel Corp Sponsored ADR	349,672	355,891
10,505	ADR Panasonic Corp ADR	177,902	148,121
4,383	ADR Rohm Co Ltd ADR	117,245	143,675
14,280	ADR Sekisui House Ltd Sponsored ADR	145,528	144,656
4,541	ADR Seven & I Hldgs Co Ltd ADR	221,397	242,353
8,324	ADR Shiseido Ltd Sponsored ADR	128,860	182,462
22,465	ADR Sumitomo Tr & Bkg Ltd Sponsored ADR	139,765	142,428
2,145	ADR Takeda Pharmaceutic-SP ADR	46,277	52,231
2,046	ADR Toyota MTR Corp Sponsored ADR	145,325	160,877
16,856	MS&AD Insurance-Unspons ADR	261,320	211,880
2,600	Wacoal Hldgs Corp	165,340	188,474
11,990	ADR Korea Elec Pwr Corp Sponsored ADR	190,733	161,985
16,521	ADR SK Telecom Ltd Sponsored ADR	285,995	307,786
9,870	ADR Wolters Kluwer N V Sponsored ADR	170,289	218,522
4,586	ADR OAO GazProm Level 1 ADR	98,451	116,668
5,035	ADR Anglogold Ashanti Ltd	141,162	247,873
15,038	ADR Gold Fields Ltd New Sponsored ADR	197,616	272,629
4,011	ADR Impala Platinum Hldgs Ltd Sponsored ADR Repstg 1/4 Sh	87,210	141,950
4,847	GDR Swisscom Sponsored ADR	158,045	213,511
7,815	UBS AG Shs Com	193,159	128,713
3,716	ADR Astrazeneca PLC Sponsored ADR UK	172,810	171,642
4,718	ADR Glaxosmithkline PLC Sponsored ADR	193,504	185,040
4,925	ADR BP P L C Sponsored ADR	226,984	217,537
2,575	ACE LTD COM STK	141,638	160,294
4,017	ADR Royal Dutch Shell PLC Sponsored ADR Repstg B Shs	265,383	267,814
9,114	ADR Vodafone Group PLC New Sponsored ADR	176,185	240,883
4,965	ADR Newcrest Mng Ltd Sponsored ADR	92,201	206,792
4,285	Axis Capital Holdings Ltd Com USDO.0125	125,610	153,746
16,471	Statoil ASA	335,841	391,516

THEODORE W. BATTERMAN FAMILY FOUNDATION, INC.

SCHEDULE OF CORPORATE STOCKS December 31, 2010

Shares	Description	End of Year Book Value	End of Year Fair Market Value
20,325	ADR Alcatel-Lucent	\$ 90,544	\$ 60,162
14,575	UBS AG Shs Com	239,198	240,050
6,750	Aetna Inc	186,503	205,943
8,525	Allstate Corp Com	323,994	271,777
8,025	Avnet Inc Com	125,253	265,066
10,900	Bank of America Corp	225,814	145,406
8,025	CA Inc Com	159,370	196,131
43,559	Citigroup Inc Com	108,979	206,034
9,950	Dell Inc Com Stk	99,248	134,823
4,725	Exxon Mobil Corp Com	316,761	345,492
6,275	Forest Laboratories Inc	174,496	200,675
2,500	Fortune Brands Inc Com USD3.125	121,560	150,625
8,125	Hewlett Packard Co Com	347,147	342,063
11,575	Hospitality Pptys Tr Com Sh Ben Int	264,357	266,688
6,175	Jarden Corp Com	199,351	190,622
1,625	Johnson & Johnson Com	109,175	100,506
3,700	JPMorgan Chase & Co Com	112,031	156,954
3,650	L-3 Communications Hldg Corp Com	313,543	257,289
975	Laboratory Corp Amer HLDGS Com	74,907	85,722
16,925	Masco Corp Com	222,628	214,271
4,950	Microsoft Corp Com	120,417	138,204
5,825	Morgan Stanley Com Stk USD0.01	186,507	158,498
5,300	Northrup Grumman Corp Com	317,260	343,334
5,050	Omnicom Group Inc Com	138,575	231,290
6,875	Penney J.C. Co Inc Com	135,411	222,131
2,229	PNC Financial Services Group Com Stk	138,450	135,345
2,375	PPG Ind Inc Com	173,139	199,666
3,875	Renaissance Re Hldgs Ltd Com	201,436	246,799
1,900	Sherwin-Williams Co Com	115,808	159,125
3,400	State Str Corp Com	144,801	157,556
4,125	Torchmark Corp Com	189,683	246,428
7,100	Tyco Electronics L Com Stk	106,009	251,340
6,625	Valero Energy Corp Com Stk New	112,914	153,170
5,725	Willis Group Holdings Com	178,300	198,257
2,750	Zimmer Hldgs Inc Com	117,354	147,620
Total Corporate Stocks		<u>\$ 24,003,441</u>	<u>\$ 27,735,085</u>

2010 Tax Information Statement

Account Number:

26-02832

Recipient's Tax ID Number:

XX-XXX8812

☐ Corrected

☐ 2nd TIN notice

Recipie
T.W.
KEEL
MR. &
BATT
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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

2010 Proceeds from Broker and Barter Exchange Transaction:

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Other
Short Term Sales						
1100.0000	109699108	#REORG/BRINKS HOME STK & CSH MRGR TYCO INTERNATIONAL LTD 2051111 EFF 5/14/10	02/03/2009	01/22/2010	45,382.78	26
1500.0000	382410405	GOODRICH PETE CORP NEW	12/29/2009	03/24/2010	25,332.13	38
327.6600	93317W102	WALTER INVT MGMT CORP	04/22/2009	04/22/2010	5,273.04	4
1774.0000	46145F105	INVESTMENT TECHNOLOGY GROUP	09/22/2009	08/31/2010	23,990.81	50
2500.0000	04315B107	ARTIO GLOBAL INVS INC COM CL A	04/22/2010	11/24/2010	32,999.19	52
600.0000	04315B107	ARTIO GLOBAL INVS INC COM CL A	06/17/2010	11/26/2010	7,778.38	10
Total Short Term Sales					140,756.33	183
Long Term 15% Sales						
700.0000	29355X107	ENPRO INDUSTRIES INC	05/16/2003	01/11/2010	18,459.36	6
400.0000	350060109	FOSTER L B CO CL A	05/17/2006	01/13/2010	11,398.09	9
1300.0000	109699108	#REORG/BRINKS HOME STK & CSH MRGR TYCO INTERNATIONAL LTD 2051111 EFF 5/14/10	08/19/2008	01/22/2010	53,634.20	43
6300.0000	950587105	WENDYS / ARBYS GROUP INC COM STK	02/03/2009	03/10/2010	29,557.95	33
2720.0000	382410405	GOODRICH PETE CORP NEW	01/12/2005	03/24/2010	45,935.59	43

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Account Number:
Recipient's Tax ID Number:

26-02832
XX-XXX8812

Recipient
T.W.
KEEL
MR. &
BATT
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HART

☐ Corrected

☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Other
3000.0000	371559105	GENESEE & WYO INC CL A	07/26/2006	04/19/2010	110,276.63	79
1107.3400	93317W102	WALTER INVT MGMT CORP	02/03/2009	04/22/2010	17,820.45	8
900.0000	34354P105	FLOWERVE CORP	02/03/2009	05/05/2010	96,090.29	48
810.0000	485170302	KANSAS CITY SOUTHERN INDS INC NEW	08/03/2000	06/03/2010	32,125.43	5
5800.0000	22282E102	COVANTA HLDG CORP COM	06/21/2005	07/02/2010	95,355.60	34
10500.0000	624758108	MUELLER WTR PRODS INC COM SER A STK	06/08/2006	08/12/2010	26,377.64	122
7500.0000	650203102	NEWALLIANCE BANCSHARES INC COM	09/30/2008	09/13/2010	93,316.41	103
1100.0000	118759109	BUCYRUS INTL INC NEW COM CL A	08/02/2004	09/17/2010	76,811.59	9
3300.0000	269279402	EXCO RES INC COM	09/04/2009	11/01/2010	63,613.02	55
1300.0000	167250109	ADR CHICAGO BRDG & IRON CO N V N Y REGISTRY SH NV	08/18/2000	11/10/2010	37,259.31	4
900.0000	481165108	JOY GLOBAL INC	10/09/2001	11/17/2010	67,574.81	6
1100.0000	431475102	HILL ROM HLDGS INC COM STK	10/17/2008	11/18/2010	43,231.24	25
1650.0000	118759109	BUCYRUS INTL INC NEW COM CL A	08/02/2004	11/24/2010	147,042.21	13
3820.0000	745867101	PULTE HOMES INC	08/13/2009	11/24/2010	24,354.75	48
500.0000	06643P104	BANKFINANCIAL CORP COM	02/04/2009	12/06/2010	4,711.87	5
1400.0000	06643P104	BANKFINANCIAL CORP COM	02/04/2009	12/07/2010	13,320.35	14
700.0000	93317Q105	WALTER INDS INC	02/03/2009	12/14/2010	82,659.43	11
800.0000	481165108	JOY GLOBAL INC	10/09/2001	12/28/2010	69,492.02	5
Total Long Term 15% Sales					1,260,418.24	739

This is important tax information and is being furnished to you.

2010 Tax Information Statement

Account Number:
Recipient's Tax ID Number:

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XX-XXX8812

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T.W. :
KEELI
MR. &
BATT
625 V
HART

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

☐ Corrected

☐ 2nd TIN notice

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks/ Bonds, etc.	Other
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This is important tax information and is being furnished to you.

2010 Tax Information Statement

Account Number: 26-17810
 Recipient's Tax ID Number: XX-XXX8812

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

☐ Corrected

☐ 2nd TIN notice

2010 Proceeds from Broker and Barter Exchange Transaction

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	C other
Short Term Sales						
400.0000	032095101	AMPHENOL CORP NEW CL A	11/02/2009	01/26/2010	16,447.79	16
495.0000	458140100	INTEL CORP COM	09/17/2009	07/07/2010	9,846.57	9
700.0000	00971T101	AKAMAI TECHNOLOGIES INC	12/18/2009	07/14/2010	30,726.82	21
300.0000	302130109	EXPEDITORS INTL WASH INC	03/23/2010	09/13/2010	13,233.73	1
800.0000	00971T101	AKAMAI TECHNOLOGIES INC	12/18/2009	11/22/2010	39,518.69	20
800.0000	00971T101	AKAMAI TECHNOLOGIES INC	12/18/2009	12/01/2010	42,672.55	20
1300.0000	115637209	BROWN-FORMAN INC CL B NON-VTG COM	06/09/2010	12/01/2010	86,668.75	74
1200.0000	22160K105	COSTCO WHSL CORP NEW	09/13/2010	12/01/2010	81,876.65	7
1700.0000	257651109	DONALDSON COMPANY	03/16/2010	12/01/2010	94,637.39	76
4200.0000	268648102	EMC CORP MASS	12/18/2009	12/01/2010	91,859.58	7
1700.0000	278865100	ECOLAB INC	01/21/2010	12/01/2010	81,125.68	74
500.0000	302130109	EXPEDITORS INTL WASH INC	03/23/2010	12/01/2010	27,447.64	19
1700.0000	302941109	FTI CONSULTING INC	06/24/2010	12/01/2010	61,199.30	75
20.0000	38259P508	GOOGLE INC CL A	03/04/2010	12/01/2010	11,318.21	1
400.0000	654106103	NIKE INC CLASS B	07/07/2010	12/01/2010	35,003.01	21
700.0000	655844108	NORFOLK SOUTHN CORP COM	03/23/2010	12/01/2010	42,993.27	38

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	C other
1400 0000	674599105	OCCIDENTAL PETROLEUM CORP	02/25/2010	12/01/2010	126,155 64	114
1200.0000	713448108	PEPSICO INC	01/07/2010	12/01/2010	78,610 67	73
300 0000	747525103	QUALCOMM INC	04/16/2010	12/01/2010	14,366 79	12
400 0000	806857108	SCHLUMBERGER LTD ISIN #AN8068571086	11/11/2010	12/01/2010	32,324 33	30
600 0000	913017109	UNITED TECHNOLOGIES CORP	05/13/2010	12/01/2010	47,000.14	44
1000.0000	92826C839	VISA INC CLASS A SHARES	04/16/2010	12/01/2010	75,087 23	85
1000 0000	959802109	WESTERN UNION CO	07/14/2010	12/01/2010	18,013 19	15
600 0000	G4412G101	HERBALIFE LTD COM STK	09/13/2010	12/01/2010	41,617.81	35
1800 0000	M22465104	CHECK POINT SOFTWARE TECH ORD	07/28/2010	12/01/2010	79,288 66	67
Total Short Term Sales					1,279,040 09	1,120
Long Term 15% Sales						
750 0000	450911102	ITT INDS INC	11/20/2007	01/21/2010	36,996 49	46
200 0000	701094104	PARKER HANNIFIN CORP	09/21/2006	01/26/2010	11,327 86	10
250 0000	742718109	PROCTER & GAMBLE CO	03/27/2008	01/26/2010	15,169 80	17
200 0000	863667101	STRYKER CORP	11/03/2005	01/26/2010	10,959 86	8
250.0000	881624209	TEVA PHARMACEUTICALS INDS LTD ADR	08/11/2008	01/26/2010	14,207 31	11
300 0000	G1151C101	ACCENTURE PLC SHS CL A NEW	05/26/2006	01/26/2010	12,548 84	8
300 0000	G16962105	BUNGE LIMITED	02/01/2008	01/26/2010	18,752 76	32

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	C other
1000.0000	755111507	RAYTHEON CO NEW	07/10/2007	01/28/2010	52,170.33	53
400.0000	854616109	STANLEY WORKS	01/17/2007	02/12/2010	21,504.76	21
840.0000	12189T104	BURLINGTON NORTHN SANTA FE CORP	02/07/2008	02/16/2010	84,000.00	73
500.0000	806857108	SCHLUMBERGER LTD ISIN #AN8068571086	03/05/2008	02/25/2010	30,393.41	43
2350.0000	98385X106	XTO ENERGY CORP	11/03/2005	02/25/2010	107,095.42	81
600.0000	701094104	PARKER HANNIFIN CORP	09/21/2006	03/04/2010	37,063.44	30
500.0000	681919106	OMNICOM GROUP	11/03/2005	03/23/2010	19,850.69	20
85.0000	H01301102	ALCON INC	06/13/2008	03/23/2010	13,800.09	13
500.0000	067383109	C R BARD INC	07/23/2008	04/16/2010	42,916.42	45
225.0000	H01301102	ALCON INC	05/30/2006	04/16/2010	35,815.75	27
240.0000	H01301102	ALCON INC	05/30/2006	05/06/2010	36,087.53	25
850.0000	701094104	PARKER HANNIFIN CORP	09/21/2006	05/13/2010	58,287.00	43
1000.0000	854502101	STANLEY BLACK & DECKER INC COM	01/17/2007	05/13/2010	62,016.46	45
1105.0000	458140100	INTEL CORP COM	05/26/2006	07/07/2010	21,980.73	20
300.0000	375558103	GILEAD SCIENCES INC	07/16/2007	07/14/2010	10,413.36	11
600.0000	461202103	INTUIT	03/21/2007	08/05/2010	24,162.19	16
1200.0000	74834L100	QUEST DIAGNOSTICS INC	11/03/2005	08/30/2010	53,476.01	57
3495.0000	458140100	INTEL CORP COM	05/26/2006	09/16/2010	65,009.04	63
6140.0000	00507V109	ACTIVISION BLIZZARD INC COM STK	04/09/2009	10/21/2010	67,223.87	66

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	C other
2200.0000	94106L109	WASTE MGMT INC DEL	01/26/2007	11/11/2010	76,671.56	75
1100.0000	018490102	ALLERGAN INC	04/25/2007	12/01/2010	73,004.33	65
1700.0000	032095101	AMPHENOL CORP NEW CL A	02/23/2009	12/01/2010	87,767.30	45
900.0000	067383109	C R BARD INC	06/01/2006	12/01/2010	77,283.31	65
900.0000	075887109	BECTON DICKINSON & CO	07/23/2008	12/01/2010	71,782.78	75
225.0000	125720105	CME GROUP INC	02/14/2008	12/01/2010	67,557.35	96
1600.0000	291011104	EMERSON ELECTRIC CO	02/07/2008	12/01/2010	89,296.58	72
1200.0000	302130109	EXPEDITORS INTL WASH INC	11/03/2005	12/01/2010	65,874.32	41
1800.0000	302182100	EXPRESS SCRIPTS INC CL A	11/03/2005	12/01/2010	97,720.34	35
1400.0000	302445101	FLIR SYS INC	06/17/2009	12/01/2010	38,682.32	32
2100.0000	375558103	GILEAD SCIENCES INC	07/16/2007	12/01/2010	78,039.09	75
425.0000	38141G104	GOLDMAN SACHS GROUP INC	05/13/2009	12/01/2010	67,255.11	56
180.0000	38259P508	GOOGLE INC CL A	07/09/2009	12/01/2010	101,863.87	80
950.0000	450911102	ITT INDS INC	11/20/2007	12/01/2010	44,624.26	45
1700.0000	452308109	ILLINOIS TOOL WORKS INC COM	02/03/2004	12/01/2010	82,193.61	64
700.0000	459200101	INTL BUSINESS MACHINES CORP	06/10/2009	12/01/2010	101,155.29	80
1800.0000	461202103	INTUIT	05/16/2007	12/01/2010	83,221.05	45
1800.0000	469814107	JACOBS ENGR GROUP INC	11/03/2005	12/01/2010	70,666.80	77
1200.0000	580135101	MCDONALDS CORP	11/28/2008	12/01/2010	95,075.35	70
900.0000	61166W101	MONSANTO CO COM	12/18/2008	12/01/2010	55,500.53	66

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	C other
660 0000	654106103	NIKE INC CLASS B	01/10/2008	12/01/2010	57,754.97	40
700 0000	655844108	NORFOLK SOUTHN CORP COM	07/24/2008	12/01/2010	42,993.27	45
1900 0000	681919106	OMNICOM GROUP	11/03/2005	12/01/2010	88,120 50	78
1300 0000	74005P104	PRAXAIR INC	04/17/2008	12/01/2010	121,469 94	116
1050 0000	742718109	PROCTER & GAMBLE CO	01/31/2008	12/01/2010	65,182 89	65
2400 0000	747525103	QUALCOMM INC	11/03/2005	12/01/2010	114,934 29	9
1655 0000	778296103	ROSS STORES INC	06/10/2009	12/01/2010	108,668 94	68
1200 0000	806857108	SCHLUMBERGER LTD ISIN #AN8068571086	01/28/2008	12/01/2010	96,973.00	90
600 0000	863667101	STRYKER CORP	11/03/2005	12/01/2010	30,540.50	26
1450 0000	881624209	TEVA PHARMACEUTICALS INDS LTD ADR	09/17/2008	12/01/2010	72,383.21	66
400 0000	913017109	UNITED TECHNOLOGIES CORP	09/21/2006	12/01/2010	31,333.42	24
1200 0000	92220P105	VARIAN MED SYS INC	11/03/2005	12/01/2010	81,147.66	55
500 0000	941848103	WATERS CORP	05/14/2009	12/01/2010	39,364 33	21
1600 0000	949746101	WELLS FARGO & CO NEW	11/02/2009	12/01/2010	43,920 21	44
4700 0000	959802109	WESTERN UNION CO	11/03/2005	12/01/2010	84,662 02	90
1600 0000	G1151C101	ACCENTURE PLC SHS CL A NEW	05/26/2006	12/01/2010	70,287.45	44
1000 0000	G16962105	BUNGE LIMITED	04/09/2008	12/01/2010	61,919 46	86
Total Long Term 15% Sales					3,700,120 63	3,254

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2010 Proceeds from Broker and Barter Exchange Transaction

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	C other
Short Term Sales						
1464.0000	66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098	02/12/2009	01/08/2010	76,274.33	62
1066.0000	66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098	02/12/2009	01/12/2010	56,031.01	44
968.0000	66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098	05/08/2009	01/13/2010	51,231.71	36
1999.0000	66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098	04/09/2009	01/20/2010	106,930.15	74
2442.0000	144430105	ADR CARREFOUR SA ADR	10/14/2009	02/11/2010	22,966.71	22
827.0000	651191108	ADR NEWCREST MNG LTD SPONSORED ADR	07/15/2009	02/11/2010	24,048.85	19
1007.0000	654445303	ADR NINTENDO LTD	08/03/2009	03/24/2010	42,038.79	34
1127.0000	067901108	BARRICK GOLD CORP	08/26/2009	05/07/2010	48,465.02	43
2365.0000	761655406	ADR REXAM PLC SPONSORED ADR NEW 2001	10/06/2009	05/17/2010	53,812.54	51
1047.0000	035128206	ANGLOGOLD LIMITED SPONSORED ADR	01/21/2010	05/26/2010	44,525.12	40
653.0000	046353108	ADR ASTRAZENECA PLC SPONSORED ADR UNITEDKINGDOM	01/13/2010	07/01/2010	30,602.33	31
924.0000	055622104	BP AMOCO P L C SPONSORED ADR	06/10/2010	07/15/2010	34,139.93	29
1618.0000	29081M102	EMBRAER EMPRESA BRASILEIRA DE SP ADR PFD	10/27/2009	07/30/2010	42,046.41	37

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	C other
1382.0000	055622104	BP AMOCO P L C SPONSORED ADR	06/10/2010	08/05/2010	56,041.76	44
1454.0000	83364L109	ADR SOCIETE GENERALE FRANCE SPONSORED ADR	05/17/2010	08/10/2010	17,238.19	12
363.0000	37733W105	GLAXO PLC	01/14/2010	09/01/2010	14,055.12	15
581.0000	651191108	ADR NEWCREST MNG LTD SPONSORED ADR	05/27/2010	09/01/2010	19,916.34	15
432.0000	775376106	ADR ROHM CO LTD ADR	08/27/2010	09/01/2010	13,318.33	12
1396.0000	G0692U109	AXIS CAPITAL HOLDINGS LTD COM	10/27/2009	09/01/2010	44,207.64	42
925.0000	824551105	ADR SHIN ETSU CHEM CO LTD ADR	09/08/2010	10/19/2010	51,287.98	44
683.0000	651191108	ADR NEWCREST MNG LTD SPONSORED ADR	05/27/2010	10/27/2010	26,178.05	15
1259.0000	055622104	BP AMOCO P L C SPONSORED ADR	06/14/2010	11/03/2010	53,217.91	40
1180.0000	055622104	BP AMOCO P L C SPONSORED ADR	06/14/2010	11/09/2010	51,057.85	37
1144.0000	055622104	BP AMOCO P L C SPONSORED ADR	06/14/2010	11/10/2010	49,181.59	36
777.0000	29081M102	EMBRAER EMPRESA BRASILEIRA DE SP ADR PFD	01/28/2010	12/08/2010	23,034.55	16
Total Short Term Sales					1,051,848.21	866
Long Term 15% Sales						
1457.0000	500631106	KOREA ELECTRIC POWER CORP SPONSORED ADR	01/16/2008	01/21/2010	25,643.31	28

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214.0000	878546209	ADR TECHNIP SPONSORED ADR TECHNIP-COLEXIP SEC#2856204 EFF 7/14/03	11/21/2008	02/02/2010	15,989.08	4
3206.0000	15234Q108	ADR CENTRAIS ELETRICAS BRASILEIRAS S A SPONSORED ADR REPSTG PFD	01/16/2008	02/11/2010	52,141.07	4
1019.0000	35958N107	ADR FUJIFILM HLDGS CORP ADR 2 ORD ADR	01/16/2008	02/11/2010	32,627.96	40
1861.0000	38059T106	GOLD FIELDS LTD NEW SPONSORED ADR	05/23/2008	02/11/2010	22,038.97	26
1485.0000	500631106	KOREA ELECTRIC POWER CORP SPONSORED ADR	01/16/2008	02/11/2010	24,911.15	29
507.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	06/12/2008	02/11/2010	28,759.76	35
1762.0000	824841407	SHISEIDO LTD SPONSORED ADR	01/17/2008	02/11/2010	36,243.87	40
1840.0000	871013108	GDR SWISSCOM SPONSORED ADR	11/02/2005	02/11/2010	66,147.15	68
1356.0000	878546209	ADR TECHNIP SPONSORED ADR TECHNIP-COLEXIP SEC#2856204 EFF 7/14/03	11/21/2008	02/22/2010	99,356.10	31
1501.0000	35958N107	ADR FUJIFILM HLDGS CORP ADR 2 ORD ADR	01/16/2008	02/23/2010	47,895.86	55
1852.0000	890747207	TOPPAN PRINTING CO ADR-EACH CNV INTO 5 ORD JPY50	01/17/2008	04/01/2010	82,771.89	90
654.0000	890747207	TOPPAN PRINTING CO ADR-EACH CNV INTO 5 ORD JPY50	01/17/2008	04/05/2010	29,114.47	31
790.0000	067901108	BARRICK GOLD CORP	02/27/2009	05/07/2010	33,972.82	24

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588.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	06/05/2008	05/10/2010	42,552.02	40
1336.0000	872351408	TDK CORP ADR	10/21/2008	05/10/2010	87,688.61	40
1079.0000	81783H105	ADR SEVEN & I HLDGS CO LTD ADR	12/24/2008	05/11/2010	54,559.42	65
393.0000	872351408	TDK CORP ADR	12/11/2008	05/11/2010	25,759.61	12
532.0000	81783H105	ADR SEVEN & I HLDGS CO LTD ADR	01/13/2009	05/12/2010	26,901.01	31
18581.0000	007924103	AEGON NV ADR ORD AMER REG	10/31/2005	05/20/2010	110,036.68	115
4327.0000	055622104	BP AMOCO P L C SPONSORED ADR	02/23/2007	05/20/2010	194,401.47	28
797.0000	035128206	ANGLOGOLD LIMITED SPONSORED ADR	02/13/2008	05/26/2010	33,893.52	27
735.0000	91311E102	ADR UNITED UTILS GROUP PLC SPONSORED ADR	11/01/2005	06/10/2010	12,095.39	21
1769.0000	91311E102	ADR UNITED UTILS GROUP PLC SPONSORED ADR	11/01/2005	06/10/2010	29,243.34	51
6585.0000	91311E102	ADR UNITED UTILS GROUP PLC SPONSORED ADR	11/01/2005	06/14/2010	109,494.19	130
19634.0000	815794102	ADR SEGA SAMMY HLDGS INC SPONSORED ADR REPSTG COM SEGA SAMMY	01/17/2008	07/09/2010	70,264.97	56
3352.0000	824841407	SHISEIDO LTD SPONSORED ADR	11/02/2005	07/16/2010	74,749.67	66
482.0000	871013108	GDR SWISSCOM SPONSORED ADR	11/02/2005	07/20/2010	17,737.49	16
1677.0000	46579N103	IVANHOE MINES LTD COM	01/17/2006	07/21/2010	28,262.17	12
1321.0000	83364L109	ADR SOCIETE GENERALE FRANCE SPONSORED ADR	10/20/2008	08/10/2010	15,661.38	12

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Number of Shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	C other
2636.0000	022205108	ADR ALUMINA LTD SPONSORED ADR	11/12/2007	09/01/2010	17,155.05	58
633.0000	067901108	BARRICK GOLD CORP	02/27/2009	09/01/2010	28,718.72	18
1635.0000	38059T106	GOLD FIELDS LTD NEW SPONSORED ADR	05/23/2008	09/01/2010	23,118.50	21
1197.0000	485537302	ADR KAO CORP SPONSORED ADR REPSTG 10 SHS COM	05/21/2009	09/01/2010	28,037.81	28
229.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	06/05/2008	09/01/2010	18,694.94	18
1354.0000	69832A205	ADR PANASONIC CORP ADR ADR	01/16/2008	09/01/2010	17,483.90	21
597.0000	780259107	ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS	01/16/2008	09/01/2010	31,791.80	48
1591.0000	78440P108	SK TELECOM LTD SPONSORED ADR	03/03/2008	09/01/2010	26,441.97	38
2230.0000	92857W209	VODAFONE GROUP PLC SPONSORED ADR	02/15/2006	09/01/2010	54,031.99	58
240.0000	930004205	WACOAL HLDGS CORP CORP TO 10/01/2005 ADR ADR	12/16/2005	09/01/2010	16,586.47	18
1400.0000	H89231338	UBS AG SHS COM	01/16/2008	09/01/2010	24,457.58	58
265.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	06/05/2008	09/14/2010	20,951.79	18
966.0000	46579N103	IVANHOE MINES LTD COM	01/17/2006	09/24/2010	22,557.36	6
263.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	06/05/2008	09/27/2010	20,977.60	18
6366.0000	815794102	ADR SEGA SAMMY HLDGS INC SPONSORED ADR REPSTG COM SEGA SAMMY	01/17/2008	10/01/2010	24,887.45	18

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	C other
8714 0000	815794102	ADR SEGA SAMMY HLDGS INC SPONSORED ADR REPSTG COM SEGA SAMMY	01/17/2008	10/04/2010	33,152.71	21
967 0000	780259107	ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS	01/16/2008	10/05/2010	57,586.67	74
10481.0000	815794102	ADR SEGA SAMMY HLDGS INC SPONSORED ADR REPSTG COM SEGA SAMMY	01/17/2008	10/05/2010	39,749.56	30
10557 0000	815794102	ADR SEGA SAMMY HLDGS INC SPONSORED ADR REPSTG COM SEGA SAMMY	01/17/2008	10/06/2010	40,538.19	30
3034.0000	46579N103	IVANHOE MINES LTD COM	06/06/2006	10/14/2010	76,004.05	20
324 0000	559222401	MAGNA INTERNATIONAL CL A COMMON	07/16/2008	10/14/2010	28,247.78	18
206 0000	651191108	ADR NEWCREST MNG LTD SPONSORED ADR	07/15/2009	10/27/2010	7,895.58	4
355.0000	826197501	SIEMENS A G SPONSORED ADR	09/30/2008	11/11/2010	41,526.52	32
581 0000	067901108	BARRICK GOLD CORP	04/09/2009	12/03/2010	31,568.39	16
670.0000	29081M102	EMBRAER EMPRESA BRASILEIRA DE SP ADR PFD	10/27/2009	12/08/2010	19,862.48	15
730 0000	559222401	MAGNA INTERNATIONAL CL A COMMON	07/16/2008	12/09/2010	36,872.33	27
Total Long Term 15% Sales					2,319,811.59	2,271

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2010 Proceeds from Broker and Barter Exchange Transaction

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds etc.	Other
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Short Term Sales

400 0000	577081102	MATTEL INC	03/18/2009	01/15/2010	8,176.57	
100 0000	14149Y108	CARDINAL HEALTH INC	02/03/2009	01/19/2010	3,309.74	
425 0000	449934108	IMS HEALTH INC	05/29/2009	01/19/2010	9,104.40	
1725 0000	449934108	IMS HEALTH INC	05/29/2009	01/19/2010	37,044.24	21
100 0000	577081102	MATTEL INC	03/18/2009	01/19/2010	2,032.26	
225.0000	14149Y108	CARDINAL HEALTH INC	02/03/2009	01/25/2010	7,285.41	
150.0000	14149Y108	CARDINAL HEALTH INC	03/19/2009	01/25/2010	4,867.26	
150 0000	14149Y108	CARDINAL HEALTH INC	06/18/2009	01/26/2010	4,866.74	
350.0000	14149Y108	CARDINAL HEALTH INC	03/19/2009	01/26/2010	11,306.08	
650.0000	14149Y108	CARDINAL HEALTH INC	03/20/2009	02/02/2010	22,212.36	14
475.0000	14149Y108	CARDINAL HEALTH INC	03/19/2009	02/02/2010	16,245.84	14
25.0000	14149Y108	CARDINAL HEALTH INC	06/17/2009	02/03/2010	844.42	
225.0000	14149Y108	CARDINAL HEALTH INC	06/17/2009	02/05/2010	7,282.12	
125 0000	14149Y108	CARDINAL HEALTH INC	06/17/2009	02/08/2010	4,056.78	
125 0000	14149Y108	CARDINAL HEALTH INC	06/17/2009	02/09/2010	4,062.31	
225 0000	14149Y108	CARDINAL HEALTH INC	06/17/2009	02/09/2010	7,363.34	
425.0000	14149Y108	CARDINAL HEALTH INC	06/26/2009	02/11/2010	14,022.10	

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Other
25.0000	59156R108	METLIFE INC	02/03/2010	02/19/2010	876.83	
50.0000	59156R108	METLIFE INC	02/03/2010	02/19/2010	1,750.57	
125.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/17/2009	02/22/2010	7,204.76	
50.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/18/2009	02/22/2010	2,881.08	
50.0000	59156R108	METLIFE INC	02/03/2010	02/22/2010	1,756.45	
50.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/17/2009	02/24/2010	2,875.13	
25.0000	59156R108	METLIFE INC	02/03/2010	02/25/2010	892.51	
25.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/17/2009	02/26/2010	1,430.62	
75.0000	59156R108	METLIFE INC	02/03/2010	02/26/2010	2,706.93	
25.0000	59156R108	METLIFE INC	02/03/2010	03/01/2010	918.32	
75.0000	59156R108	METLIFE INC	02/03/2010	03/02/2010	2,753.96	
50.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/17/2009	03/03/2010	2,909.26	
25.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	10/06/2009	03/03/2010	1,453.40	
25.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/21/2009	03/03/2010	1,455.30	
25.0000	59156R108	METLIFE INC	02/03/2010	03/03/2010	921.44	
50.0000	59156R108	METLIFE INC	02/03/2010	03/03/2010	1,837.89	
50.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/25/2009	03/04/2010	2,914.47	
100.0000	59156R108	METLIFE INC	02/03/2010	03/04/2010	3,747.42	
25.0000	59156R108	METLIFE INC	02/03/2010	03/05/2010	965.72	
50.0000	59156R108	METLIFE INC	02/03/2010	03/08/2010	2,034.62	

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Other
275.0000	037411105	APACHE CORP.	07/01/2009	03/09/2010	29,173.80	2
425.0000	097023105	BOEING CO	06/29/2009	03/09/2010	28,950.04	1
75.0000	59156R108	METLIFE INC	02/03/2010	03/09/2010	3,078.92	
50.0000	59156R108	METLIFE INC	02/03/2010	03/10/2010	2,070.45	
50.0000	59156R108	METLIFE INC	02/03/2010	03/11/2010	2,096.24	
25.0000	59156R108	METLIFE INC	02/03/2010	03/12/2010	1,053.66	
25.0000	59156R108	METLIFE INC	02/03/2010	03/15/2010	1,047.69	
25.0000	59156R108	METLIFE INC	02/03/2010	03/16/2010	1,056.69	
50.0000	59156R108	METLIFE INC	02/03/2010	03/17/2010	2,163.18	
225.0000	59156R108	METLIFE INC	02/03/2010	03/18/2010	9,549.11	
75.0000	59156R108	METLIFE INC	02/03/2010	03/19/2010	3,173.56	
50.0000	59156R108	METLIFE INC	02/03/2010	03/22/2010	2,080.82	
50.0000	59156R108	METLIFE INC	02/03/2010	03/23/2010	2,093.64	
50.0000	59156R108	METLIFE INC	02/03/2010	03/24/2010	2,100.23	
50.0000	59156R108	METLIFE INC	02/03/2010	03/25/2010	2,123.35	
50.0000	59156R108	METLIFE INC	02/03/2010	03/26/2010	2,128.50	
50.0000	59156R108	METLIFE INC	02/03/2010	03/29/2010	2,144.30	
75.0000	59156R108	METLIFE INC	02/03/2010	03/29/2010	3,227.04	
25.0000	59156R108	METLIFE INC	02/03/2010	03/30/2010	1,071.68	
225.0000	097023105	BOEING CO	06/29/2009	03/31/2010	16,397.09	

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds etc	othe
25.0000	59156R108	METLIFE INC	02/03/2010	03/31/2010	1,072.68	
400.0000	097023105	BOEING CO	06/29/2009	04/01/2010	29,328.46	1
75.0000	24702R101	DELL INC	03/18/2010	04/15/2010	1,263.73	
1450.0000	24702R101	DELL INC	01/26/2010	04/15/2010	24,429.62	2
1100.0000	24702R101	DELL INC	03/18/2010	04/15/2010	18,504.10	1
475.0000	24702R101	DELL INC	03/18/2010	04/15/2010	7,999.85	
400.0000	24702R101	DELL INC	01/26/2010	04/16/2010	6,697.36	
100.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/25/2009	04/20/2010	6,386.52	
75.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	10/02/2009	04/22/2010	4,835.93	
250.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	10/05/2009	04/23/2010	16,146.60	1
850.0000	512807108	LAM RESEARCH CORP	05/19/2009	05/17/2010	32,644.28	2
475.0000	824348106	SHERWIN WILLIAMS CO	12/29/2009	05/17/2010	37,020.73	3
625.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/17/2009	06/08/2010	11,373.55	1
75.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/21/2009	06/08/2010	1,360.92	
150.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/22/2009	06/08/2010	2,740.94	
300.0000	G7496G103	RENAISSANCERE HOLDINGS LTD	04/27/2010	06/08/2010	16,223.93	1
200.0000	G7496G103	RENAISSANCERE HOLDINGS LTD	04/27/2010	06/08/2010	10,840.59	1
200.0000	824348106	SHERWIN WILLIAMS CO	12/15/2009	06/09/2010	15,010.87	1

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Other
25.0000	824348106	SHERWIN WILLIAMS CO	12/22/2009	06/09/2010	1,874.22	
300.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/22/2009	06/10/2010	5,510.18	
75.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/22/2009	06/10/2010	1,386.48	
175.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/23/2009	06/10/2010	3,233.22	
150.0000	824348106	SHERWIN WILLIAMS CO	12/15/2009	06/10/2010	11,280.69	
175.0000	824348106	SHERWIN WILLIAMS CO	12/15/2009	06/10/2010	13,217.26	
275.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/23/2009	06/24/2010	5,141.42	
175.0000	057224107	BAKER HUGHES INC	06/09/2010	06/25/2010	7,420.81	
1175.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/15/2009	06/25/2010	21,737.48	
75.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	10/12/2009	06/29/2010	1,389.96	
400.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	10/09/2009	07/01/2010	7,308.23	
150.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	10/07/2009	07/02/2010	2,715.37	
100.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	10/07/2009	07/06/2010	1,836.24	
175.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	10/06/2009	07/07/2010	3,259.63	

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	othe
775.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/08/2009	07/08/2010	14,627.10	1
300.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/08/2009	07/09/2010	5,694.20	1
275.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/08/2009	07/12/2010	5,214.79	1
450.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/08/2009	08/16/2010	8,868.17	1
1675.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	09/08/2009	08/17/2010	33,190.39	3
1003.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	10/02/2009	08/18/2010	20,031.07	1
772.0000	736508847	PORTLAND GEN ELEC CO COM NEW STK\	10/02/2009	08/20/2010	15,063.31	1
875.0000	054303102	AVON PRODS INC	03/19/2010	09/01/2010	25,772.69	2
425.0000	471109108	JARDEN CORP COM	03/12/2010	09/01/2010	11,778.67	1
400.0000	681919106	OMNICOM GROUP	03/19/2010	09/01/2010	14,381.75	1
36.0000	G24140108	COOPER INDUSTRIES PLC NEW IRELAND COM STK	10/16/2009	09/01/2010	1,531.66	
1814.0000	G24140108	COOPER INDUSTRIES PLC NEW IRELAND COM STK	01/06/2010	09/01/2010	77,577.66	7
800.0000	G24140108	COOPER INDUSTRIES PLC NEW IRELAND COM STK	10/16/2009	09/01/2010	34,287.42	3
800.0000	G24140108	COOPER INDUSTRIES PLC NEW IRELAND COM STK	10/16/2009	09/01/2010	34,123.42	3

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	othe
12300.0000	733174106	POPULAR INC COM	05/26/2010	09/24/2010	33,456.65	30
1950 0000	708160106	JC PENNEY CO INC COM	11/11/2009	10/04/2010	53,283.62	50
425 0000	708160106	JC PENNEY CO INC COM	01/19/2010	10/05/2010	12,287.86	1
325 0000	349631101	FORTUNE BRANDS INC	04/16/2010	10/08/2010	18,207.48	10
600 0000	708160106	JC PENNEY CO INC COM	08/06/2010	10/08/2010	19,405.90	10
800 0000	708160106	JC PENNEY CO INC COM	01/19/2010	10/08/2010	26,769.55	20
825.0000	681919106	OMNICOM GROUP	03/15/2010	10/27/2010	35,863.21	30
75 0000	349631101	FORTUNE BRANDS INC	11/10/2010	11/24/2010	4,440.80	4
75.0000	349631101	FORTUNE BRANDS INC	11/11/2010	11/29/2010	4,441.26	4
375.0000	349631101	FORTUNE BRANDS INC	04/09/2010	11/30/2010	22,216.80	10
100 0000	349631101	FORTUNE BRANDS INC	11/12/2010	11/30/2010	5,947.28	5
375.0000	349631101	FORTUNE BRANDS INC	05/04/2010	11/30/2010	22,145.28	10
Total Short Term Sales					1,216,948.48	1,05
Long Term 15% Sales						
1825 0000	449934108	IMS HEALTH INC	09/10/2008	01/04/2010	38,382.41	30
150 0000	449934108	IMS HEALTH INC	09/10/2008	01/04/2010	3,152.16	3
550 0000	449934108	IMS HEALTH INC	09/10/2008	01/04/2010	11,558.01	10
275 0000	449934108	IMS HEALTH INC	09/10/2008	01/05/2010	5,781.14	5
100.0000	449934108	IMS HEALTH INC	09/10/2008	01/05/2010	2,102.45	2

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1050.0000	963320106	WHIRLPOOL CORP	09/10/2008	01/06/2010	85,343.38	9
250.0000	963320106	WHIRLPOOL CORP	09/10/2008	01/07/2010	20,444.57	2
550.0000	963320106	WHIRLPOOL CORP	09/10/2008	01/07/2010	44,942.37	4
25.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/10/2008	01/12/2010	1,499.16	
1075.0000	594918104	MICROSOFT CORP COM	09/10/2008	01/14/2010	32,884.47	2
1325.0000	449934108	IMS HEALTH INC	09/10/2008	01/19/2010	28,384.32	2
275.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/10/2008	01/19/2010	15,980.68	1
75.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/10/2008	01/19/2010	4,359.86	
225.0000	091797100	BLACK & DECKER CORP	09/10/2008	01/22/2010	15,351.03	1
25.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/10/2008	01/22/2010	1,424.10	
50.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/10/2008	01/22/2010	2,856.49	
25.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/10/2008	01/22/2010	1,426.05	
400.0000	091797100	BLACK & DECKER CORP	09/10/2008	01/25/2010	27,177.93	2
1200.0000	14149Y108	CARDINAL HEALTH INC	01/09/2009	01/25/2010	38,855.52	3
25.0000	14149Y108	CARDINAL HEALTH INC	01/09/2009	01/25/2010	811.21	
50.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/10/2008	01/25/2010	2,843.08	
25.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/10/2008	01/25/2010	1,419.88	
125.0000	091797100	BLACK & DECKER CORP	09/10/2008	01/26/2010	8,494.59	1
275.0000	200340107	COMERICA INC	09/10/2008	02/02/2010	9,688.09	1
275.0000	200340107	COMERICA INC	09/10/2008	02/02/2010	9,705.72	1

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175.0000	200340107	COMERICA INC	09/10/2008	02/05/2010	5,880.43	
150.0000	200340107	COMERICA INC	09/10/2008	02/05/2010	5,043.52	
250.0000	200340107	COMERICA INC	09/10/2008	02/05/2010	8,363.29	
175.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	09/10/2008	02/22/2010	10,083.81	
2050.0000	055482103	BJ SVCS CO	12/11/2008	02/23/2010	43,927.04	2
400.0000	037411105	APACHE CORP	02/11/2009	03/09/2010	42,434.62	2
750.0000	091797100	BLACK & DECKER CORP	09/10/2008	03/09/2010	56,755.45	4
525.0000	097023105	BOEING CO	10/17/2008	03/09/2010	35,761.81	2
875.0000	037411105	APACHE CORP	02/12/2009	03/10/2010	92,673.82	5
3000.0000	055482103	BJ SVCS CO	12/04/2008	03/10/2010	67,897.22	2
350.0000	091797100	BLACK & DECKER CORP	09/10/2008	03/10/2010	26,388.44	2
550.0000	055482103	BJ SVCS CO	12/04/2008	03/11/2010	12,388.37	
1175.0000	055482103	BJ SVCS CO	12/04/2008	03/12/2010	26,566.52	1
.8800	854502101	STANLEY BLACK & DECKER INC COM	09/10/2008	03/12/2010	51.08	
175.0000	055482103	BJ SVCS CO	12/05/2008	03/15/2010	3,913.82	
700.0000	854502101	STANLEY BLACK & DECKER INC COM	09/10/2008	03/17/2010	40,916.09	3
606.0000	854502101	STANLEY BLACK & DECKER INC COM	09/10/2008	03/18/2010	35,479.33	3
75.0000	097023105	BOEING CO	10/16/2008	04/01/2010	5,499.09	

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200.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	10/03/2008	04/23/2010	12,917.28	
25.0000	437076102	HOME DEPOT INC	09/10/2008	04/28/2010	880.35	
200.0000	437076102	HOME DEPOT INC	09/10/2008	04/28/2010	7,053.92	
450.0000	437076102	HOME DEPOT INC	09/10/2008	04/29/2010	16,139.92	1
500.0000	437076102	HOME DEPOT INC	09/10/2008	04/29/2010	17,783.49	1
300.0000	437076102	HOME DEPOT INC	11/06/2008	04/29/2010	10,709.96	
500.0000	437076102	HOME DEPOT INC	11/06/2008	04/30/2010	17,943.50	1
925.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	10/03/2008	05/06/2010	66,264.11	3
375.0000	437076102	HOME DEPOT INC	11/06/2008	05/11/2010	13,345.45	
500.0000	437076102	HOME DEPOT INC	11/06/2008	05/11/2010	17,777.74	1
775.0000	437076102	HOME DEPOT INC	11/06/2008	05/11/2010	27,806.44	1
250.0000	437076102	HOME DEPOT INC	11/06/2008	05/11/2010	8,902.89	
375.0000	437076102	HOME DEPOT INC	11/06/2008	05/11/2010	13,322.70	
625.0000	200340107	COMERICA INC	09/10/2008	05/12/2010	27,280.78	1
1600.0000	559222401	MAGNA INTERNATIONAL CL A COMMON	10/31/2008	05/12/2010	119,553.30	4
225.0000	200340107	COMERICA INC	09/10/2008	05/13/2010	9,845.74	
325.0000	512807108	LAM RESEARCH CORP	05/15/2009	05/17/2010	12,481.64	
75.0000	200340107	COMERICA INC	09/10/2008	05/19/2010	3,058.14	
900.0000	512807108	LAM RESEARCH CORP	03/06/2009	05/19/2010	34,404.35	1
100.0000	512807108	LAM RESEARCH CORP	03/06/2009	05/20/2010	3,760.05	

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	othe
500.0000	159864107	CHARLES RIVER LABORATORIES	02/19/2009	05/21/2010	15,968.07	1
1500.0000	159864107	CHARLES RIVER LABORATORIES	02/19/2009	05/21/2010	47,871.84	4
25.0000	200340107	COMERICA INC	09/10/2008	05/21/2010	966.76	
275.0000	693475105	PNC BANK CORP	09/10/2008	05/21/2010	16,981.81	3
275.0000	693475105	PNC BANK CORP	09/10/2008	05/21/2010	17,036.07	3
275.0000	693475105	PNC BANK CORP	09/10/2008	05/21/2010	17,160.05	3
500.0000	200340107	COMERICA INC	09/10/2008	05/26/2010	18,931.07	1
275.0000	200340107	COMERICA INC	09/10/2008	05/27/2010	10,654.96	
225.0000	200340107	COMERICA INC	09/10/2008	05/27/2010	8,641.94	
25.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	06/30/2010	701.61	
525.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	07/02/2010	14,663.90	1
1650.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	07/06/2010	46,150.54	5
1056.0000	620076109	MOTOROLA INC	10/10/2008	07/20/2010	8,410.05	
1808.0000	620076109	MOTOROLA INC	10/10/2008	07/20/2010	14,497.38	
519.0000	620076109	MOTOROLA INC	10/10/2008	07/21/2010	4,119.02	
25.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/21/2010	1,237.97	
616.0000	620076109	MOTOROLA INC	10/10/2008	07/22/2010	4,835.88	
100.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/22/2010	5,010.31	
100.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/22/2010	5,033.54	
25.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/22/2010	1,248.75	

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Other
250.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/23/2010	12,581.97	1
75.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/26/2010	3,793.61	
75.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/26/2010	3,798.40	
75.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/26/2010	3,802.46	
50.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/26/2010	2,528.02	
25.0000	816851109	SEMPRA ENERGY INC	09/10/2008	07/27/2010	1,273.10	
550.0000	416515104	HARTFORD FINL SVCS GROUP INC	07/21/2009	08/04/2010	13,085.54	
75.0000	816851109	SEMPRA ENERGY INC	09/10/2008	08/06/2010	3,877.07	
84.0000	816851109	SEMPRA ENERGY INC	09/10/2008	08/06/2010	4,348.36	
125.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/09/2010	3,796.04	
225.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/09/2010	6,822.26	
75.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/09/2010	2,278.14	
314.0000	620076109	MOTOROLA INC	03/20/2009	08/09/2010	2,499.77	
1454.0000	620076109	MOTOROLA INC	10/10/2008	08/09/2010	11,563.90	
712.0000	620076109	MOTOROLA INC	10/10/2008	08/09/2010	5,681.45	
254.0000	816851109	SEMPRA ENERGY INC	09/10/2008	08/09/2010	13,189.37	1
112.0000	816851109	SEMPRA ENERGY INC	09/10/2008	08/09/2010	5,821.86	
100.0000	816851109	SEMPRA ENERGY INC	09/10/2008	08/09/2010	5,209.94	
150.0000	816851109	SEMPRA ENERGY INC	09/10/2008	08/09/2010	7,793.44	
25.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/10/2010	756.85	

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125.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/10/2010	3,789.25	
125.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/10/2010	3,779.30	
50.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/10/2010	1,510.72	
296.0000	620076109	MOTOROLA INC	03/20/2009	08/10/2010	2,338.15	
854.0000	620076109	MOTOROLA INC	03/20/2009	08/10/2010	6,738.03	
246.0000	620076109	MOTOROLA INC	03/20/2009	08/10/2010	1,957.78	
1425.0000	816851109	SEMPRA ENERGY INC	09/10/2008	08/10/2010	74,751.09	7
225.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/12/2010	6,620.05	
50.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/12/2010	1,473.39	
225.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/12/2010	6,631.05	
450.0000	816851109	SEMPRA ENERGY INC	10/09/2008	08/16/2010	23,001.81	1
1100.0000	200340107	COMERICA INC	09/10/2008	08/17/2010	39,969.91	3
250.0000	816851109	SEMPRA ENERGY INC	10/09/2008	08/17/2010	12,859.96	1
125.0000	891027104	TORCHMARK CORP	09/10/2008	08/17/2010	6,397.94	
350.0000	891027104	TORCHMARK CORP	09/10/2008	08/17/2010	17,969.08	2
400.0000	891027104	TORCHMARK CORP	09/10/2008	08/17/2010	20,446.49	2
200.0000	200340107	COMERICA INC	06/03/2009	08/18/2010	7,284.69	
50.0000	200340107	COMERICA INC	06/03/2009	08/18/2010	1,823.29	
775.0000	200340107	COMERICA INC	06/01/2009	08/18/2010	28,246.56	1
50.0000	891027104	TORCHMARK CORP	09/10/2008	08/18/2010	2,547.09	

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Other
902.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/20/2010	26,179.20	2
298.0000	50075N104	KRAFT FOODS INC CL A	09/10/2008	08/20/2010	8,682.08	
3900.0000	054303102	AVON PRODS INC	03/03/2009	09/01/2010	114,872.56	6
525.0000	097023105	BOEING CO	10/16/2008	09/01/2010	32,562.82	2
325.0000	14040H105	CAPITAL ONE FINL CORP	09/10/2008	09/01/2010	12,583.16	1
700.0000	416515104	HARTFORD FINL SVCS GROUP INC	07/21/2009	09/01/2010	14,843.23	
675.0000	14040H105	CAPITAL ONE FINL CORP	09/10/2008	09/08/2010	26,526.44	3
725.0000	14040H105	CAPITAL ONE FINL CORP	09/10/2008	09/09/2010	28,840.37	3
175.0000	14040H105	CAPITAL ONE FINL CORP	09/10/2008	09/13/2010	7,000.89	
1025.0000	097023105	BOEING CO	10/16/2008	09/24/2010	66,112.20	4
3250.0000	013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055	09/10/2008	09/28/2010	10,916.56	1
3950.0000	013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055	09/10/2008	09/28/2010	13,340.90	2
5550.0000	013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055	09/10/2008	09/29/2010	18,564.43	2
1325.0000	013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055	09/10/2008	09/30/2010	4,445.42	
1575.0000	013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055	09/10/2008	09/30/2010	5,334.42	
725.0000	013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055	09/10/2008	10/01/2010	2,439.86	

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950 0000	013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055	09/10/2008	10/01/2010	3,187.19	
2325 0000	013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055	09/10/2008	10/01/2010	7,826.27	1
775.0000	708160106	JC PENNEY CO INC COM	10/03/2008	10/04/2010	21,176.82	2
150 0000	14040H105	CAPITAL ONE FINL CORP	09/10/2008	10/06/2010	6,029.50	
75.0000	708160106	JC PENNEY CO INC COM	10/31/2008	10/08/2010	2,425.74	
325.0000	708160106	JC PENNEY CO INC COM	11/05/2008	10/08/2010	10,875.12	
1150.0000	097023105	BOEING CO	12/23/2008	10/19/2010	80,013.11	4
10950.0000	013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055	09/10/2008	10/22/2010	39,813.52	5
700.0000	681919106	OMNICOM GROUP	10/21/2008	10/27/2010	30,429.39	2
275.0000	12673P105	CA INC COM	09/10/2008	11/10/2010	6,471.76	
400 0000	12673P105	CA INC COM	09/10/2008	11/10/2010	9,408.44	
450 0000	12673P105	CA INC COM	09/10/2008	11/10/2010	10,579.41	
375 0000	12673P105	CA INC COM	09/10/2008	11/10/2010	8,824.65	
475 0000	12673P105	CA INC COM	09/10/2008	11/10/2010	11,151.10	1
450 0000	12673P105	CA INC COM	09/10/2008	11/10/2010	10,557.90	
475 0000	12673P105	CA INC COM	09/10/2008	11/10/2010	11,164.30	1
275 0000	12673P105	CA INC COM	09/10/2008	11/10/2010	6,466.51	
1300.0000	14040H105	CAPITAL ONE FINL CORP	09/10/2008	11/10/2010	50,852.02	5

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425.0000	30231G102	EXXON MOBIL CORP	10/20/2009	12/01/2010	30,265.84	3
475.0000	H8912P106	TYCO ELECTRONICS LTD F	10/13/2009	12/02/2010	15,692.06	1
450.0000	H8912P106	TYCO ELECTRONICS LTD F	10/13/2009	12/02/2010	14,779.05	1
175.0000	H8912P106	TYCO ELECTRONICS LTD F	10/13/2009	12/07/2010	5,845.54	
675.0000	H8912P106	TYCO ELECTRONICS LTD F	01/22/2009	12/08/2010	22,525.72	1
500.0000	H8912P106	TYCO ELECTRONICS LTD F	01/16/2009	12/08/2010	16,686.70	
50.0000	H8912P106	TYCO ELECTRONICS LTD F	01/22/2009	12/09/2010	1,677.76	
Total Long Term 15% Sales					2,848,852.83	2,36

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