efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491125007091

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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
BROOKWOOD FOUNDATION

A Employer identification number
39-2012432

Number and street (or P O box number if mail is not delivered to street address) 5611 6TH PLACE
Room/suite

B Telephone number (see page 10 of the instructions)
(262) 552-8663

City or town, state, and ZIP code
KENOSHA, WI 53144

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,541,293

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	789	789		
	4	Dividends and interest from securities	42,052	42,052		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-114,708			
	b	Gross sales price for all assets on line 6a 2,792,432				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	-21,146	-21,146		
	12	**Total.** Add lines 1 through 11	-93,013	21,695		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	5,955	1,489		4,466
	c	Other professional fees (attach schedule)	3,750			3,750
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)				
	19	Depreciation (attach schedule) and depletion	0			
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,892	1,892		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,597	3,381		8,216
	25	Contributions, gifts, grants paid	151,500			151,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	163,097	3,381		159,716
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-256,110			
	b	**Net investment income** (if negative, enter -0-)		18,314		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing	2,502	482	482
2	Savings and temporary cash investments	134,359	11,620	11,620
3	Accounts receivable ▶ ____ Less allowance for doubtful accounts ▶ ____			
4	Pledges receivable ▶ ____ Less allowance for doubtful accounts ▶ ____			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ ____ Less allowance for doubtful accounts ▶ ____			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶ ____ Less accumulated depreciation (attach schedule) ▶ ____			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	3,108,637	2,950,421	3,350,788
14	Land, buildings, and equipment basis ▶ ____ Less accumulated depreciation (attach schedule) ▶ ____			
15	Other assets (describe ▶ ____)	125,221	178,403	178,403
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,370,719	3,140,926	3,541,293
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶ ____)			
23	**Total liabilities** (add lines 17 through 22)		0	
	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	3,370,719	3,140,926	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	3,370,719	3,140,926	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,370,719	3,140,926	

Assets / Liabilities / Net Assets or Fund Balances

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	3,370,719
2	Enter amount from Part I, line 27a	2	-256,110
3	Other increases not included in line 2 (itemize) ▶ ____	3	26,337
4	Add lines 1, 2, and 3	4	3,140,946
5	Decreases not included in line 2 (itemize) ▶ ____	5	20
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,140,926

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	See Additional Data Table			
b				
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	See Additional Data Table			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-114,708
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	149,783	3,101,441	0 04830
2008	146,335	3,449,090	0 04243
2007	123,191	2,735,172	0 04504
2006	70,505	2,140,210	0 03294
2005	78,235	1,828,376	0 04279

2	**Total** of line 1, column (d).	2	0 21149
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 04230
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	3,298,638
5	Multiply line 4 by line 3.	5	139,529
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	183
7	Add lines 5 and 6.	7	139,712
8	Enter qualifying distributions from Part XII, line 4.	8	159,716

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 on page 18

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	183
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	183
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	183
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	678		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	678
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	495
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 495	**Refunded** ▶		11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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*	8b	Yes	
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 on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶PAULA J HEIDE-WALLER Telephone no ▶(262) 552-8663

Located at ▶5611 6TH PLACE KENOSHA WI ZIP+4 ▶531447232

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 |

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

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☑ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		**No**
	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? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

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

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

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

Total number of others receiving over $50,000 for professional services . . . . ▶

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	2,550,179
b	Average of monthly cash balances	1b	146,880
c	Fair market value of all other assets (see page 24 of the instructions)	1c	651,812
d	**Total** (add lines 1a, b, and c)	1d	3,348,871
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	
3	Subtract line 2 from line 1d	3	3,348,871
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	50,233
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,298,638
6	**Minimum investment return.** Enter 5% of line 5	6	164,932

Part XI **Distributable Amount** (see page 25 of the 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	164,932
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 183		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	183
3	Distributable amount before adjustments Subtract line 2c from line 1	3	164,749
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	164,749
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	164,749

Part XII **Qualifying Distributions** (see page 25 of the 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	159,716
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	159,716
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	183
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	159,533

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

Part XIII **Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				164,749
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			150,789	
b Total for prior years 20___ , 20___ , 20___				
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.				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 159,716				
a Applied to 2009, but not more than line 2a			150,789	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2010 distributable amount.				8,927
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				155,822
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
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. . . .				

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of 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 Additional Data Table

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				151,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	789	
4 Dividends and interest from securities			14	42,052	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-114,708	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a PARTNERSHIP K-1 INCOME			14	-21,146	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-93,013	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 -93,013

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)**		No
	(2) Other assets.	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
	(4) Reimbursement arrangements.	**1b(4)**		No
	(5) Loans or loan guarantees.	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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

******	2011-05-05	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	CHARLES E GIERL CPA			
Firm's name	Seymour & Associates SC		Firm's EIN	
Firm's address	600 52nd Street Suite 210 Kenosha, WI 531403424		Phone no	

Additional Data

Software ID: 10000105
Software Version: 2010v3.2
EIN: 39-2012432
Name: BROOKWOOD FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
A				
B	Capital Gain Dividends			
C	PARTNERSHIP K-1 1231 LOSS	P	2000-01-01	2010-12-31
D	12,685 230 SHS PIONEER STRT INC FD CL A	P	2000-01-01	2010-09-09
E	685 919 SHS PIONEER STRT INC FD CL A	P	2010-01-01	2010-09-09
F	25,922 700 SHS PIMCO FDS REAL RETN FD A	P	2000-01-01	2010-09-09
G	829 233 SHS PIMCO FDS REAL RETN FD A	P	2010-01-01	2010-09-09
H	5,109 338 SHS PIMCO FDS LOW DURATION A	P	2000-01-01	2010-09-09
I	92 428 SHS PIMCO FDS LOW DURATION A	P	2010-01-01	2010-09-09
J	19,348 888 SHS PIMCO FDS TOTAL RETURN A	P	2000-01-01	2010-09-09
K	810 542 SHS PIMCO FDS TOTAL RETURN A	P	2010-01-01	2010-09-09
L	24,379 233 SHS PIMCO FDS HI YLD CL A	P	2000-01-01	2010-09-09
M	2,006 722 SHS PIMCO FDS HI YLD CL A	P	2010-01-01	2010-09-09
N	9,312 657 SHS PIONEER MID CAP VAL FD A	P	2000-01-01	2010-09-09
O	64 548 SHS PIONEER MID CAP VAL FD A	P	2010-01-01	2010-09-09
P	7,582 160 SHS PIONEER FUND INC	P	2000-01-01	2010-09-09
Q	68 581 SHS PIONEER FUND INC	P	2010-01-01	2010-09-09
R	3,209 059 SHS PIONEER II GRWT OPPTYS A	P	2000-01-01	2010-09-09
S	3,463 772 SHS PIONEER II GRWT OPPTYS A	P	2000-01-01	2010-09-09
T	21,836 737 SHS FDLTY NEW INSIGHTS FD T	P	2000-01-01	2010-09-09
U	40 689 SHS FDLTY NEW INSIGHTS FD T	P	2010-01-01	2010-09-09
V	9,133 850 SHS FIDELITY ADVSR II VAL T	P	2000-01-01	2010-09-09
W	11 320 SHS FIDELITY ADVSR II VAL T	P	2010-01-01	2010-09-09
X	3,971 560 SHS FIDELITY ADV MID CP II T	P	2000-01-01	2010-09-09
Y	15 779 SHS FIDELITY ADV MID CP II T	P	2010-01-01	2010-09-09
Z	15,997 243 SHS FID ADV VIII DIV INTL T	P	2000-01-01	2010-09-09
AA	181 101 SHS FID ADV VIII DIV INTL T	P	2010-01-01	2010-09-09
AB	6,935 167 SHS FID HAN ADV EQTY INC T	P	2000-01-01	2010-09-09
AC	70 702 SHS FID HAN ADV EQTY INC T	P	2010-01-01	2010-09-09
AD	12,433 805 SHS ALLIANZ AGIC TARGET CL A	P	2000-01-01	2010-09-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AE	20,000 UNITS LEHMAN BROS BK	P	2010-10-15	2010-12-22
AF	100,000 UNITS FHLMC MTN	P	2010-09-30	2010-10-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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				3,602
B				
C			509	-509
D	137,381		130,075	7,306
E	7,428		7,215	213
F	294,482		282,918	11,564
G	9,420		9,067	353
H	53,903		51,060	2,843
I	975		959	16
J	221,545		206,133	15,412
K	9,281		8,937	344
L	222,339		184,801	37,538
M	18,301		17,762	539
N	171,167		197,729	-26,562
O	1,186		1,163	23
P	266,285		297,370	-31,085
Q	2,409		2,409	
R	72,942		112,822	-39,880
S	78,732		109,050	-30,318
T	375,810		325,974	49,836
U	700		655	45
V	101,477		119,732	-18,255
W	126		119	7
X	61,519		61,243	276
Y	244		219	25
Z	225,561		273,840	-48,279
AA	2,554		2,687	-133
AB	141,408		182,274	-40,866
AC	1,442		1,455	-13
AD	190,237		198,548	-8,311

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
AE	19,976		20,222	-246
AF	100,000		100,193	-193

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(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	
A				
B				
C				-509
D				7,306
E				213
F				11,564
G				353
H				2,843
I				16
J				15,412
K				344
L				37,538
M				539
N				-26,562
O				23
P				-31,085
Q				
R				-39,880
S				-30,318
T				49,836
U				45
V				-18,255
W				7
X				276
Y				25
Z				-48,279
AA				-133
AB				-40,866
AC				-13
AD				-8,311

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
AE				-246
AF				-193

Form 990PF Part VIII Line 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
KATHRYN H THOMPSON 5923 6TH PLACE KENOSHA, WI 53144	Trustee 0 00	0		
KRISTA J RECK 6007 7TH STREET KENOSHA, WI 53144	Trustee 0 00	0		
PAULA J HEIDE-WALLER 5611 6TH PLACE KENOSHA, WI 53144	Trustee 0 00	0		
CHARLES H HEIDE JR 4020 CHICORY ROAD RACINE, WI 53403	Trustee 0 00	0		
KATHRYN H HEIDE 5825 6TH PLACE KENOSHA, WI 53144	Trustee 0 00	0		
CHARLES H HEIDE 5825 6TH PLACE KENOSHA, WI 53144	Trustee 0 00	0		

Form 990PF Part XV Line 1a - 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).

KRISTA J RECK
PAULA J HEIDE-WALLER
CHARLES H HEIDE JR
KATHRYN H HEIDE
CHARLES H HEIDE

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE OASIS YOUTH CENTER 6700 30TH AVENUE KENOSHA, WI 53142	N/A	PUBLIC	GENERAL OPERATING FUND	10,000
THE PRAIRIE SCHOOL 4050 LIGHTHOUSE DRIVE RACINE, WI 53402	N/A	PUBLIC	SUMMER MATH AND SCIENCE PROGRAM	10,000
SOUTHEAST WISCONSIN PERFORMING ARTS PO BOX 580245 PLEASANT PRAIRIE, WI 53158	N/A	PUBLIC	SUMMER OPERA AL LA CARTE PROGRAM	5,000
SHORELAND LUTHERAN HIGH SCHOOL 9026 12TH STREET SOMERS, WI 53171	N/A	PUBLIC	SALARIES FOR EXCELLENCE IN EDUCATION CENTER	45,000
UNIVERSITY OF ARIZONA FOUNDATION PO BOX 210109 TUCSON, AZ 85721	N/A	PUBLIC	SCHOLARSHIP FUND	2,000
WISCONSIN LUTHERAN SEMINARY 11831 N SEMINARY DRIVE MEQUON, WI 53092	N/A	PUBLIC	SCHOLARSHIP FUND	10,000
CARTHAGE COLLEGE 2001 ALFORD PARK DRIVE KENOSHA, WI 53140	N/A	PUBLIC	SCHOLARSHIP FUND	10,000
HAWTHORN HOLLOW 880 GREEN BAY ROAD KENOSHA, WI 53144	N/A	PUBLIC	GENERAL OPERATING FUND	5,000
HAWTHORN HOLLOW 880 GREEN BAY ROAD KENOSHA, WI 53144	N/A	PUBLIC	PIKE RIVER SCHOOL RESTORATION	5,000
UNIVERSITY OF WISCONSIN PARKSIDE 900 WOOD ROAD KENOSHA, WI 53141	N/A	PUBLIC	GENERAL OPERATING FUND	25,000
RACINE MONTESSORI SCHOOL 2317 HOWE STREET RACINE, WI 53403	N/A	PUBLIC	SOLAR ENERGY INSTALLATION PROJECT	22,500
HAWTHORN HOLLOW 880 GREEN BAY ROAD KENOSHA, WI 53144	N/A	PUBLIC	COMPUTER UPGRADES	2,000
Total . . . . ▶ **3a**				151,500

TY 2010 Accounting Fees Schedule

Name: BROOKWOOD FOUNDATION
EIN: 39-2012432
Software ID: 10000105
Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING & TAX PREPARATION FEES	5,955	1,489	0	4,466

TY 2010 Investments - Other Schedule

Name: BROOKWOOD FOUNDATION
EIN: 39-2012432
Software ID: 10000105
Software Version: 2010v3.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
3,070 VANGUARD VALUE ETF	AT COST	148,777	163,723
12,121.212 TOUCHSTONE FDS GRP TR SEL GRO	AT COST	100,000	121,333
2,083.333 STRATTON FDS INC SM CAP VAL FD	AT COST	85,000	103,375
3,851.382 RS INVT TR VALUE FUND	AT COST	85,000	100,174
15,255.173 NEUBERGER BERMAN EQ FD LG CAP	AT COST	100,260	115,939
3,530.962 MUNDER SER TR MID CAP CORE GRO	AT COST	85,030	100,456
7,227.563 INST EQUITY FDS INC LG CAP GRO	AT COST	100,288	118,387
2,369.993 HARBOR FD INTERNATIONAL FD	AT COST	127,036	143,503
8,119.934 FRONTEGRA FD INC SM CAP VAL FD	AT COST	85,019	104,260
10,759.161 FMI FDS INC LG CAP FD	AT COST	151,466	167,951
1,112.479 EATON VANCE SER TR II PARAMET	AT COST	50,980	56,870
7,641.493 DIMENSIONAL INV GRP INTER VAL	AT COST	125,767	140,451
1,594.374 DFA INVT DIMENSIONS GRP EMERG	AT COST	52,678	57,653
6,905.258 DFA INVT DIMENSIONS GRP INC	AT COST	101,459	118,632
7,972.488 ADVISORS INNER CIRCLE FD	AT COST	101,483	120,703
1,234.201 TEMPLETON GLOBAL INVT TR BD FD	AT COST	16,600	16,736
2,553.517 OPPENHEIMER INTL BOND FD	AT COST	16,700	16,751
1,437.177 LAUDUS TR MONDRIAN INTRNL FD	AT COST	16,700	16,944
100,000 FHLB BOND	AT COST	100,197	99,192
100,000 FNMA NOTE	AT COST	100,725	100,168
100,000 FHLMC FREDDIENOTES	AT COST	101,008	100,382
50,000 GENL ELECTRIC CAP CORP MED NOTE	AT COST	51,020	49,454
71,000 LEHMAN BROTHERS BK FSB WILMINGTON	AT COST	72,340	71,105
100,000 FHLB BOND	AT COST	101,500	101,121
25,000 PROTECTIVE LIFE SECS INTERNOTES	AT COST	25,366	25,021
50,000 MAINE MUNI BD BK REV SER F	AT COST	50,000	47,459
50,000 DURHAM NC SER B	AT COST	50,000	47,390
50,000 RENEWABLE WTR RES SC SWR SYS REV	AT COST	50,000	48,282
40,000 WACHOVIA CORP NEW NOTE	AT COST	36,603	37,400
25,000 PRUDENTIAL FINANCIAL INC INTRNOTE	AT COST	25,356	24,925

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
100,000 ANTIGO WI PROM NTS SER B	AT COST	106,989	104,114
1,278.317 PIMCO FDS DEV LOCAL MKTS FD	AT COST	13,066	13,550
1,359.592 IVY FDS INC ASSET STRAT FD	AT COST	30,067	33,242
285 BARCLAYS BANK PLC IPATH DOW JONES	AT COST	11,780	13,999
632.687 THIRD AVE TR REAL ESTATE VAL FD	AT COST	13,561	14,653
790.000 SPDR INDEX SHS FDS S&P BRIC 40	AT COST	19,914	21,670
1,541.369 PIMCO FDS INVT MGM COMMDTY FD	AT COST	12,344	14,319
762.777 VANGUARD INFLTN PROTECD SEC FD	AT COST	10,000	9,916
1,522.843 ROWE T PRICE CORP INC FD	AT COST	15,000	14,650
2,224.199 PIMCO FDS UNCONSTRAINED BND FD	AT COST	25,000	24,689
1,435.750 LOOMIS SAYLES FDS I BOND FD	AT COST	20,000	20,488
2,004.008 FEDERATED SERS INC MTG FD	AT COST	20,000	19,820
1,026.694 BAIRD FDS INC ST BOND FD	AT COST	10,000	9,938
3,209.059 PIONEER GRTH OPPORTUN FD A	AT COST		
2 UNITS CRAYCROFT & BROADWAY LOANS LLC	AT COST	200,363	200,000
3,979.969 FIDEILIT ADV. MID-CAP II CL T	AT COST		
2 UNITS PREMIER HOTEL GROUP LTD. PTNRSHP	AT COST	20,884	100,000
1 UNIT HONEY ROCK RANCH LP	AT COST	94,294	100,000
1 UNIT PAVILIONS SHOPPING CENTER	AT COST	25,411	50,000
1 UNIT THUNDER RANCH ESTATES LLC	AT COST	29,158	50,000
9,377.205 PIONEER MID CAP VALUE FD CL A	AT COST		
12,915.673 PIONEER STRATEGIC INCOME FD A	AT COST		
3,463.772 PIONEER GRTH OPPORTUN FD A	AT COST		
7,616.522 PIONEER FUND CL A	AT COST		
5,152.722 PIMCO LOW DURATION A	AT COST		
26,408.919 PIMCO REAL RETURN A	AT COST		
25,093.593 PIMCO HIGH YIELD A	AT COST		
19,819.564 PIMCO TOTAL RETURN A	AT COST		
12,433.805 PIMCO OCC TARGET A	AT COST		
9,145.170 FIDELITY ADV VALUE CL T	AT COST		

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
21,836.737 FIDELITY ADV INSIGHTS CL T	AT COST		
16,178.344 FIDELITY ADV DIVERS INTL CL T	AT COST		
6,971.050 FIDELITY ADV EQUITY INC CL T	AT COST		

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491125007091

TY 2010 Other Assets Schedule

Name: BROOKWOOD FOUNDATION

EIN: 39-2012432

Software ID: 10000105

Software Version: 2010v3.2

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
C/S/V OF LIFE INSURANCE	125,221	178,403	178,403

TY 2010 Other Decreases Schedule

Name: BROOKWOOD FOUNDATION

EIN: 39-2012432

Software ID: 10000105

Software Version: 2010v3.2

Description	Amount
PARTNERSHIP K-1 - NONDED. EXPENSE	20

TY 2010 Other Expenses Schedule

Name: BROOKWOOD FOUNDATION

EIN: 39-2012432

Software ID: 10000105

Software Version: 2010v3.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	1,852	1,852		
BANK FEES	40	40		

TY 2010 Other Income Schedule

Name: BROOKWOOD FOUNDATION

EIN: 39-2012432

Software ID: 10000105

Software Version: 2010v3.2

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP K-1 INCOME	-21,146		

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491125007091

TY 2010 Other Increases Schedule

Name: BROOKWOOD FOUNDATION

EIN: 39-2012432

Software ID: 10000105

Software Version: 2010v3.2

Description	Amount
C/S/V IN EXCESS OF LIFE INSURANCE PREMIUMS	26,337

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491125007091

TY 2010 Other Professional Fees Schedule

Name: BROOKWOOD FOUNDATION

EIN: 39-2012432

Software ID: 10000105

Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEE	3,750	0	0	3,750