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
WILLIAM AND BETTY ANDRES FOUNDATION

A Employer identification number
41-1833413

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1195 FOXTAIL DRIVE

B Telephone number (see page 10 of the instructions)
(763) 478-3531

City or town, state, and ZIP code
MEDINA, MN 55340

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)*▶$ 1,604,274

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	289	289	289	
	4	Dividends and interest from securities	23,186	23,170	23,186	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	64,186			
	b	Gross sales price for all assets on line 6a 352,181				
	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)	29		29	
	12	**Total.** Add lines 1 through 11	87,690	23,459	23,504	
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)	8,080			8,080
	c	Other professional fees (attach schedule)	19,431	19,431		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	398	398		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	365	340		25
	24	**Total operating and administrative expenses.** Add lines 13 through 23	28,274	20,169		8,105
	25	Contributions, gifts, grants paid	100,151			100,151
	26	**Total expenses and disbursements.** Add lines 24 and 25	128,425	20,169		108,256
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-40,735			
	b	**Net investment income** (if negative, enter -0-)		3,290		
	c	**Adjusted net income** (if negative, enter -0-)			23,504	

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
Assets	1	Cash—non-interest-bearing	69,871	123,287	123,287
	2	Savings and temporary cash investments		178	178
	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)	1,175,655	1,081,326	1,480,809
	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)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,245,526	1,204,791	1,604,274
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,245,526	1,204,791	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,245,526	1,204,791	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,245,526	1,204,791	

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	1,245,526
2	Enter amount from Part I, line 27a	2	-40,735
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,204,791
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,204,791

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				

	(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				

	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				
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	
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	140,779	1,302,976	0 108044
2008	145,816	1,374,398	0 106094
2007	165,680	2,025,538	0 081796
2006	176,978	2,013,482	0 087896
2005	246,627	2,063,980	0 119491

2	**Total** of line 1, column (d)	2	0 503321
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 100664
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,404,847
5	Multiply line 4 by line 3	5	141,418
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	33
7	Add lines 5 and 6	7	141,451
8	Enter qualifying distributions from Part XII, line 4	8	108,256

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	66
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	66
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	66
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,378		
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	1,378
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	1,312
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 1,312	**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		
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) ▶ MN			
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)*

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 ▶RICHARD ANDRES Telephone no ▶(763) 478-3531

Located at ▶1195 FOXTAIL DRIVE MEDINA MN ZIP+4 ▶55340

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 |

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		

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		
	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		
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		
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		
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**

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**

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
BETTY R ANDRES 1195 FOXTAIL DRIVE MEDINA, MN 55340	DIRECTOR 1 00	0	0	0
CHARLES ANDRES 1195 FOXTAIL DRIVE MEDINA, MN 55340	DIRECTOR 1 00	0	0	0
RICHARD ANDRES 1195 FOXTAIL DRIVE MEDINA, MN 55340	DIRECTOR 1 00	0	0	0

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 N/A	
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	1,392,585
b	Average of monthly cash balances	1b	33,656
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,426,241
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,426,241
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	21,394
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,404,847
6	**Minimum investment return.** Enter 5% of line 5	6	70,242

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	70,242
2a	Tax on investment income for 2010 from Part VI, line 5	2a	66		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	66
3	Distributable amount before adjustments Subtract line 2c from line 1			3	70,176
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	70,176
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	70,176

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	108,256
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	108,256
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	108,256

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					70,176
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only.					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2010					
a From 2005.	144,992				
b From 2006.	76,784				
c From 2007.	65,094				
d From 2008.	77,570				
e From 2009.	75,830				
f **Total** of lines 3a through e.		440,270			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 108,256					
a Applied to 2009, but not more than line 2a					
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). . .					
d Applied to 2010 distributable amount.					70,176
e Remaining amount distributed out of corpus		38,080			
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		478,350			
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					0
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)		144,992			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		333,358			
10 Analysis of line 9					
a Excess from 2006. . . .	76,784				
b Excess from 2007. . . .	65,094				
c Excess from 2008. . . .	77,570				
d Excess from 2009. . . .	75,830				
e Excess from 2010. . . .	38,080				

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			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
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))

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 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**				100,151
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					289
4 Dividends and interest from securities			14	23,186	
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					64,186
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER REVENUE					29
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				23,186	64,504

13 Total. Add line 12, columns (b), (d), and (e) 13 87,690

(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

******	2011-05-11	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	CURT ENESTVEDT	2011-05-19		
Firm's name	ENESTVEDT & CHRISTENSEN CPA'S		Firm's EIN	
Firm's address	200 WEST HIGHWAY 13 200 BURNSVILLE, MN 553372544		Phone no (952) 894-7880	

Additional Data

Software ID:
Software Version:
EIN: 41-1833413
Name: WILLIAM AND BETTY ANDRES FOUNDATION

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*				
AMERICAN LUNG ASSOCIATION 1301 PENNSYLVANIA AVE NW SUITE 800 WASHINGTON,DC 20004	NONE	EXEMPT	GENERAL	50
AMERICAS FINEST CITY DIXI PO BOX 880387 SAN DIEGO,CA 921680387	NONE	EXEMPT	GENERAL	1,000
BAY PRESBYTERIAN CHURCH 25415 LAKE ROAD CLEVELAND,OH 441402699	NONE	EXEMPT	GENERAL	3,000
CA CENTER FOR THE ARTS ES 340 N ESCONDIDO BLVD ESCONDIDO,CA 92025	NONE	EXEMPT	GENERAL	5,000
CAL FARLEY'S BOYS RANCH PO BOX 1890 AMARILLO,TX 791740001	NONE	EXEMPT	GENERAL	45
CANCER FUND OF AMERICA 2901 BREEZEWOOD LANE KNOXVILLE,TN 37921	NONE	EXEMPT	GENERAL	10
CARLETON COLLEGE ONE NORTH COLLEGE STREET NORTHFIELD,MN 550574016	NONE	EXEMPT	GENERAL	5,000
CARLETON COLLEGE ALUMNI F ONE NORTH COLLEGE STREET NORTHFIELD,MN 550574016	NONE	EXEMPT	GENERAL	5,000
CENTRACARE HEALTH FOUNDAT 1406 6TH AVE ST CLOUD,MN 56303	NONE	EXEMPT	GENERAL	5,000
COLLEGE OF THE MAINLAND 1200 AMBURN ROAD TEXAS CITY,TX 77591	NONE	EXEMPT	GENERAL	2,500
EASTER SEALS 553 FAIRVIEW AVE N ST PAUL,MN 55104	NONE	EXEMPT	GENERAL	15
ESCONDIDO HUMANE SOCIETY 3450 E VALLEY PKWY ESCONDIDO,CA 920275224	NONE	EXEMPT	GENERAL	1,000
FEED THE CHILDREN PO BOX 36 OKLAHOMA CITY,OK 731010036	NONE	EXEMPT	GENERAL	14
FLORIDA VIETNAM VETERANS PO BOX 212348 ROYAL PALM BEACH,FL 334212348	NONE	EXEMPT	GENERAL	15
GOODWILL INDUSTRIES 15810 INDIANOLA DRIVE ROCKVILLE,MD 20855	NONE	EXEMPT	GENERAL	1,000
Total . . . . ▶ **3a**				100,151

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*				
HABITAT FOR HUMANITY 270 PEACHTREE ST NW STE 1300 ATLANTA, GA 30303	NONE	EXEMPT	GENERAL	200
HARRY CHAPIN FOOD BANK 3760 FOWLER ST B FORT MYERS, FL 339010930	NONE	EXEMPT	GENERAL	25
HAZELDEN FOUNDATION PO BOX 11 CENTER CITY, MN 550120011	NONE	EXEMPT	GENERAL	4,000
JUVENILE DIABETES FOUNDAT 3001 METRO DR 100 BLOOMINGTON, MN 55425	NONE	EXEMPT	GENERAL	3,000
KIDS WISH NETWORK 4060 LOUIS AVE HOLIDAY, FL 34691	NONE	EXEMPT	GENERAL	30
LA JOLLA PLAYHOUSE 2910 LA JOLLA VILLAGE DR LA JOLLA, CA 920935100	NONE	EXEMPT	GENERAL	1,000
MACALASTER COLLEGE 1600 WEST GRAND AVE ST PAUL, MN 551051899	NONE	EXEMPT	GENERAL	21,000
MAYO CLINIC 200 FIRST STREET SW ROCHESTER, MN 55905	NONE	EXEMPT	GENERAL	1,000
MEDINA RIVER PROTECTION F PO BOX 417 LAKEHILLS, TX 78063	NONE	EXEMPT	GENERAL	1,000
MINNESOTA MEDICAL FOUNDAT 200 OAK ST SE 300 MINNEAPOLIS, MN 554552030	NONE	EXEMPT	GENERAL	500
MUSEUM OF MAKING MUSIC 5790 ARMADA DRIVE CARLSBAD, CA 92008	NONE	EXEMPT	GENERAL	1,000
NATIONAL VETERANS SERVICE PO BOX 2465 DARIEN, CT 068200465	NONE	EXEMPT	GENERAL	20
NEUROSCIENCES RESEARCH FO 10640 JOHN JAY HOPKINS DR SAN DIEGO, CA 92121	NONE	EXEMPT	GENERAL	1,000
OLD GLOBE THEATER PO BOX 122171 SAN DIEGO, CA 921122171	NONE	EXEMPT	GENERAL	1,000
PHYSICIANS SERVING PHYSIC 4530 W 77TH ST 2 EDINA, MN 554355006	NONE	EXEMPT	GENERAL	1,000
Total . . . . ▶ **3a**				100,151

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*				
PIPE CREEK VOLUNTEER FIRE 1331 FM 1283 PIPE CREEK, TX 78063	NONE	EXEMPT	GENERAL	5,000
POOR CLARES MONASTERY 8650 RUSSELL AVE S MINNEAPOLIS, MN 554311998	NONE	EXEMPT	GENERAL	1,000
PRISON FELLOWSHIP PO BOX 1550 MERRIFIELD, VA 221161550	NONE	EXEMPT	GENERAL	25
REACH OUT FOR WARMTH 85 7TH PLACE E STE 500 ST PAUL, MN 55101	NONE	EXEMPT	GENERAL	1,500
RENEWING AMERICAN LEADERS 1015 15TH ST NW STE 1100 WASHINGTON, DC 20005	NONE	EXEMPT	GENERAL	35
SALK INSTITUTE 10010 N TORREY PINES ROAD LA JOLLA, CA 92037	NONE	EXEMPT	GENERAL	1,000
SOURCE MN INC PO BOX 8212 MINNEAPOLIS, MN 55408	NONE	EXEMPT	GENERAL	500
UBIQUITIOUS MUSIC INC 348 EAST GRAND AVE ESCONDIDO, CA 92025	NONE	EXEMPT	GENERAL	5,500
UNION GOSPEL MISSION 77 EAST 9TH ST ST PAUL, MN 55101	NONE	EXEMPT	GENERAL	27
UNITED WAY 516 SECOND ST STE 214B HUDSON, WI 54016	NONE	EXEMPT	GENERAL	10,000
UNIVERSITY OF MN FOUNDATI 200 OAK ST SE STE 500 MINNEAPOLIS, MN 554552010	NONE	EXEMPT	GENERAL	1,000
UP FRONT AA 302 FOURTH AVE NE BRAINERD, MN 56401	NONE	EXEMPT	GENERAL	1,000
UPPER IOWA UNIVERSITY 605 WASHINGTON ST FAYETTE, IA 52142	NONE	EXEMPT	GENERAL	50
US JUSTICE FOUNDATION 932 D STREET STE 2 RAMONA, CA 92065	NONE	EXEMPT	GENERAL	35
VARIOUS - OTHERS 1195 FOXTAIL DRIVE MEDINA, MN 55340	NONE	EXEMPT	GENERAL	35
Total . . . . ▶ **3a**				100,151

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*				
VETERANS OF FOREIGN WARS 2916 LYNDALE AVE S MINNEAPOLIS,MN 554082110	NONE	EXEMPT	GENERAL	20
YMCA CAMP WARREN 3726 MILLER TRUNK RD EVELETH,MN 55734	NONE	EXEMPT	GENERAL	5,000
YMCA CAPITAL CAMPAIGN 30 S NINTH ST MINNEAPOLIS,MN 55402	NONE	EXEMPT	GENERAL	1,500
ZOOLOGICAL SOCIETY OF SAN DIEGO PO BOX 120551 SAN DIEGO,CA 92112	NONE	EXEMPT	GENERAL	2,500
Total . . . . ▶ **3a**				100,151

TY 2010 Accounting Fees Schedule

Name: WILLIAM AND BETTY ANDRES FOUNDATION

EIN: 41-1833413

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	8,080			8,080

TY 2010 Compensation Explanation

Name: WILLIAM AND BETTY ANDRES FOUNDATION

EIN: 41-1833413

Person Name	Explanation
BETTY R ANDRES	
CHARLES ANDRES	
RICHARD ANDRES	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Gain/Loss from Sale of Other Assets Schedule

Name: WILLIAM AND BETTY ANDRES FOUNDATION

EIN: 41-1833413

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
58 966 SH AMER FUND EURO-PAC	2009-12	PURCHASE	2010-03		2,224	2,266			-42	
1009 12 SH HARTFORD CAP APPREC	2010-03	PURCHASE	2010-12		34,249	31,545			2,704	
35 327 SH HARTFORD CAP APP	2010-03	PURCHASE	2010-12		1,209	1,104			105	
77 888 SH HARTFORD CAP APP	2010-03	PURCHASE	2010-12		2,661	2,435			226	
7 859 SH HARTFORD CAP APP	2010-03	PURCHASE	2010-12		268	246			22	
13 387 SH HARTFORD CAP APP	2010-03	PURCHASE	2010-12		454	419			35	
6 309 SH HARTFORD CAP APP	2010-03	PURCHASE	2010-10		209	197			12	
53 160 SH HARTFORD CAP APP	2010-03	PURCHASE	2010-11		1,736	1,662			74	
15 418 SH HARTFORD CAP APP	2010-03	PURCHASE	2010-11		511	482			29	
980 933 SH OPPENHEIMER DEV MKTS	2010-03	PURCHASE	2010-12		34,293	28,261			6,032	
36 324 SH OPPENHEIMER DEV MKTS	2010-03	PURCHASE	2010-12		1,283	1,047			236	
59 310 SH OPPENHEIMER DEV	2010-03	PURCHASE	2010-12		2,091	1,709			382	
2 285 SH OPPENHEIMER DEV MKTS	2010-03	PURCHASE	2010-12		80	66			14	
7 961 SH OPPENHEIMER DEV MKTS	2010-03	PURCHASE	2010-12		279	229			50	
4 106 SH OPPENHEIMER DEV MKTS	2010-03	PURCHASE	2010-11		142	118			24	
43 866 SH OPPENHEIMER DEV MKTS	2010-03	PURCHASE	2010-11		1,505	1,264			241	
208 695 SH OPPENHEIMER DEV MKTS	2010-03	PURCHASE	2010-11		7,283	6,013			1,270	
1241 342 SH THORNBURG INTL VALUE	2010-03	PURCHASE	2010-12		34,323	30,760			3,563	
53 893 SH THORNBURG INTL VALUE	2010-03	PURCHASE	2010-12		1,508	1,335			173	
80 425 SH THORNBURG INTL VALUE	2010-03	PURCHASE	2010-12		2,249	1,993			256	
5 482 SH THORNBURG INTL VALUE	2010-03	PURCHASE	2010-12		152	136			16	
9 660 SH THORNBURG INTL VALUE	2010-03	PURCHASE	2010-12		267	239			28	
5 525 SH THORNBURG INTL VALUE	2010-03	PURCHASE	2010-11		149	137			12	
83 055 SH THORNBURG INTL VALUE	2010-03	PURCHASE	2010-11		2,239	2,058			181	
80 537 SH THORNBURG INTL VALUE	2010-03	PURCHASE	2010-11		2,206	1,996			210	
149 906 SH AM FUNDS EURO PACIFIC	2003-12	PURCHASE	2010-03		5,653	4,400			1,253	
212 467 SH AM FUNDS EURO PACIFIC	2004-12	PURCHASE	2010-03		8,012	7,300			712	
140 581 SH AM FUNDS EURO PACIFIC	2005-12	PURCHASE	2010-03		5,301	5,747			-446	
129 876 SH AM FUNDS EURO PACIFIC	2006-01	PURCHASE	2010-03		4,898	5,309			-411	
676 953 SH AM FUNDS EURO PACIFIC	2008-12	PURCHASE	2010-03		25,528	18,284			7,244	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
79 161 SH AM FUNDS EURO PACIFIC	2003-10	PURCHASE	2010-03		2,985	2,302			683	
2156 928 SH AM FUNDS EURO PACIFIC	2003-11	PURCHASE	2010-03		81,338	63,047			18,291	
27 427 SH AM FUNDS EURO PACIFIC	2003-10	PURCHASE	2010-01		994	798			196	
26 597 SH AM FUNDS EURO PACIFIC	2003-10	PURCHASE	2010-01		1,001	773			228	
17 SH AM FUNDS EURO PACIFIC	2003-10	PURCHASE	2010-01		652	494			158	
25 355 SH AM FUNDS EURO PACIFIC	2003-10	PURCHASE	2010-01		1,004	737			267	
200 SH ALBERTO CULVER CO	2009-01	PURCHASE	2010-12		7,380	4,739			2,641	
320 SH CADBURY PLC	2006-03	PURCHASE	2010-01		17,196	14,703			2,493	
120 SH FRONTIER COMMUNICATIONS	2007-10	PURCHASE	2010-11		1,045	1,427			-382	
300 SH INTERMEC	2004-04	PURCHASE	2010-08		3,128	5,757			-2,629	
400 SH RPC INC	2006-05	PURCHASE	2010-11		10,720	6,299			4,421	
400 SH THE DIRECTV GROUP	2004-02	PURCHASE	2010-04		14,400	5,219			9,181	
200 SH THE DIRECTV GROUP	2004-02	PURCHASE	2010-04		7,200	2,538			4,662	
200 SH THE DIRECTV GROUP	2004-03	PURCHASE	2010-04		7,200	2,559			4,641	
327 SH VIACOM INC	2002-11	PURCHASE	2010-11		12,976	17,846			-4,870	

TY 2010 Investments Corporate Stock Schedule

Name: WILLIAM AND BETTY ANDRES FOUNDATION

EIN: 41-1833413

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UBS 42383	1,069,067	1,463,934
UBS 42382	12,259	16,875

TY 2010 Other Expenses Schedule

Name: WILLIAM AND BETTY ANDRES FOUNDATION

EIN: 41-1833413

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
FILING FEES	65	40		25
ANNUAL FEE - UBS 42383	150	150		
ANNUAL FEE - UBS 42382	150	150		

TY 2010 Other Income Schedule

Name: WILLIAM AND BETTY ANDRES FOUNDATION

EIN: 41-1833413

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER REVENUE	29		29

TY 2010 Other Professional Fees Schedule

Name: WILLIAM AND BETTY ANDRES FOUNDATION

EIN: 41-1833413

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UBS - MANAGED ACCOUNT FEES	19,431	19,431		

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TY 2010 Taxes Schedule

Name: WILLIAM AND BETTY ANDRES FOUNDATION

EIN: 41-1833413

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID - UBS 42383-41	328	328		
FOREIGN TAX PAID - UBS 42382-48	70	70		