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

2010

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

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

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

Name of foundation DUNN FAMILY FOUNDATION		A Employer identification number 42-1643843
Number and street (or P O box number if mail is not delivered to street address) 3 VINTAGE CANYON STREET	Room/suite	B Telephone number 702-407-8784
City or town, state, and ZIP code LAS VEGAS, NV 89141		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 14,070,460.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		6,603.	4,687.		STATEMENT 1
4 Dividends and interest from securities		181,545.	181,535.		STATEMENT 2
5a Gross rents		5,702.	5,702.		STATEMENT 3
b Net rental income or (loss) -5,073.					STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10		263,344.			
b Gross sales price for all assets on line 6a 2,536,956.					
7 Capital gain net income (from Part IV, line 2)			263,344.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total (Add lines 1 through 11)		457,194.	455,268.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 5		10,521.	10,521.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		67,573.	67,573.		0.
24 Total operating and administrative expenses Add lines 13 through 23		78,094.	78,094.		0.
25 Contributions, gifts, grants paid		212,000.			212,000.
26 Total expenses and disbursements. Add lines 24 and 25		290,094.	78,094.		212,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		167,100.			
b Net investment income (if negative, enter -0-)			377,174.		
c Adjusted net income (if negative, enter -0-)				N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,465,316.	1,798,680.	1,798,680.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 7 9,844,582.	10,679,881.	12,067,413.	
14 Land, buildings, and equipment: basis ▶	195,000.			
Less: accumulated depreciation ▶	195,000.	195,000.	195,000.	
15 Other assets (describe ▶ STATEMENT 8)	10,930.	9,367.	9,367.	
16 Total assets (to be completed by all filers)	12,515,828.	12,682,928.	14,070,460.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	12,515,828.	12,682,928.		
30 Total net assets or fund balances	12,515,828.	12,682,928.		
31 Total liabilities and net assets/fund balances	12,515,828.	12,682,928.		

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	12,515,828.
2 Enter amount from Part I, line 27a	2	167,100.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,682,928.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,682,928.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 2,536,956.		2,273,612.	263,344.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			263,344.

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	263,344.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	505,351.	10,619,251.	.047588
2008	204,120.	8,611,647.	.023703
2007	197,778.	9,758,405.	.020267
2006	0.	6,077,372.	.000000
2005	0.	839,503.	.000000

2 Total of line 1, column (d)	2	.091558
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	.018312
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	12,561,632.
5 Multiply line 4 by line 3	5	230,029.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,772.
7 Add lines 5 and 6	7	233,801.
8 Enter qualifying distributions from Part XII, line 4	8	212,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	7,543.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	7,543.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	7,543.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,910.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,600.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	9,510.	
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	1,967.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ 1,967. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NV		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

SEE STATEMENT 9

Form 990-PF (2010)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>HTTP://MEMBERS.COX.NET/DUNNFAMILYFOUNDATION/</u>	13	X	
14	The books are in care of ► <u>DOUGLAS DUNN</u> Telephone no. ► <u>702-407-8784</u> Located at ► <u>3 VINTAGE CANYON STREET, LAS VEGAS, NV</u> ZIP+4 ► <u>89141</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

Form 990-PF (2010)

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DOUGLAS M DUNN	TRUSTEE			
3 VINTAGE CANYON STREET				
LAS VEGAS, NV 89141	3.00	0.	0.	0.
KAREN M DUNN	TRUSTEE			
3 VINTAGE CANYON STREET				
LAS VEGAS, NV 89141	1.00	0.	0.	0.
EMILY M DUNN	TRUSTEE			
631 OAK RUN TRAIL, #301				
OAK PARK, CA 91377	1.00	0.	0.	0.
ANDREW S DUNN	TRUSTEE			
6902 SPRIG LEAF CIRCLE				
LOUISVILLE, KY 40241	1.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2010)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10,555,495.
b	Average of monthly cash balances	1b	2,002,431.
c	Fair market value of all other assets	1c	195,000.
d	Total (add lines 1a, b, and c)	1d	12,752,926.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,752,926.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	191,294.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,561,632.
6	Minimum investment return. Enter 5% of line 5	6	628,082.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	628,082.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	7,543.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,543.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	620,539.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	620,539.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	620,539.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	212,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	212,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	212,000.

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.

Form 990-PF (2010)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				620,539.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			43,247.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 212,000.				
a Applied to 2009, but not more than line 2a			43,247.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				168,753.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				451,786.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV	Private Operating Foundations (see instructions and Part VII-A, question 9)
-----------------	--

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(i)(3) or ☐ 4942(i)(5)

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				
GEORGIA TECH FOUNDATION 760 SPRING STREET, NW #400 ATLANTA, GA 30308	NONE	EDUCATION	RESEARCH FELLOWSHIPS	200,000.
LES AMIS D'ESCOFFIER C/O LAS VEGAS CHAPTER LAS VEGAS, NV	NONE	EDUCATION	SCHOLARSHIPS FOR CULINARY STUDENTS	2,000.
VANDERBILT UNIVERSITY VU STATION B #357727, 2301 VANDERBILT PLACE NASHVILLE, TN 37232	NONE	EDUCATION	RESEARCH FELLOWSHIPS	10,000.
Total				212,000.
b Approved for future payment				
NONE				
Total				0.

Part XVII

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

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?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

TRUSTEE

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed	PTIN
---	------

Paid	SHAWN D. KING
------	---------------

Firm's name ► **GAMETT & KING**

Firm's EIN ▶

Firm's address ► 2600 PASEO VERDE PARKWAY, SUITE 250
HENDERSON, NV 89074

Phone no. 702-433-1040

Form **990-PF** (2010)

DUNN FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV

42-1643843

PAGE 1 OF 1

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	FIDELITY #206458 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
b	FIDELITY #206458 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
c	5108.9410 SHS AMERICAN CAP INC BLDR A	P	04/17/09	04/19/10
d	55 SHS AMERICAN CAP INC BLDR A	P	06/22/09	04/19/10
e	50 SHS AMERICAN CAP INC BLDR A	P	09/28/09	04/19/10
f	67 SHS AMERICAN CAP INC BLDR A	P	12/21/09	04/19/10
g	1 SH AMERICAN CAP INC BLDR A	P	12/22/09	04/19/10
h	46 SHS AMERICAN CAP INC BLDR A	P	03/22/10	04/19/10
i	ESPRIT HOLDINGS SON ADR CASH IN LIEU	P	01/27/10	02/01/10
j	CATHAY FINANCIAL GDR REGS CASH IN LIEU	P	VARIOUS	03/08/10
k	MORGAN STANLEY/SMITH BARNEY #866C SEE ATTACHED ST	P	VARIOUS	VARIOUS
l	MORGAN STANLEY/SMITH BARNEY #866C SEE ATTACHED ST	P	VARIOUS	VARIOUS
m	FIDELITY #771228	P	VARIOUS	07/16/10
n	CAPITAL GAINS DIVIDENDS			
o				

(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 303,389.		269,874.	33,515.
b 113,886.		67,568.	46,318.
c 247,171.		200,015.	47,156.
d 2,661.		2,293.	368.
e 2,419.		2,318.	101.
f 3,241.		3,172.	69.
g 48.		48.	0.
h 2,226.		2,200.	26.
i 4.			4.
j 7.		6.	1.
k 1,022,926.		983,524.	39,402.
l 838,393.		742,594.	95,799.
m 502.			502.
n 83.			83.
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			33,515.
b			46,318.
c			47,156.
d			368.
e			101.
f			69.
g			0.
h			26.
i			4.
j			1.
k			39,402.
l			95,799.
m			502.
n			83.
o			

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	263,344.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

**2010 Detail Information**

Account No.

Taxpayer ID.

Page

670-206458

-*3843

3 of 8

Envelope 9101 114140 05

DUNN FAMILY FOUNDATION
11817 OAKLAND HILLS DR
LAS VEGAS NV 89141-6014

Customer Service: 781-235-4310

Additional Information**Amount***This detail information is not reported to the IRS. It may assist you in tax return preparation.*

Account Fees	10,813.45
Short-Term Realized Gain/Loss	33,515.41
Long-Term Realized Gain/Loss	46,317.81

Detail Information**Account Fees**

Description	Date	Amount
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This detail information is not reported to the IRS. It may assist you in tax return preparation.

Advisor Fee	01/15/10	1,178.97
Investment Mgr Fee	01/19/10	6,289.58
Advisor Fee	04/13/10	1,151.05
Advisor Fee	07/13/10	1,029.97
Advisor Fee	10/12/10	1,165.90
Total Account Fees		10,813.46

Detail Information**Short-Term Realized Gain/Loss**

Description/CUSIP	Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
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*Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes.**This detail information is not reported to the IRS. It may assist you in tax return preparation.***APAC CUSTOMER SVCS INC / 00185E108**

05/20/09	04/20/10	601.000	3,385.98	3,649.85 f	-263.89
various	04/21/10	685.000	3,858.63	4,089.57 f	-230.94
05/27/09	04/23/10	198.000	1,108.08	1,161.44 f	-53.38
		USD Subtotal	8,352.68	8,900.86	

AGILYSYS INC COM / 00847J105

11/23/09	05/03/10	708.000	6,087.89	6,202.11 f	-114.22
11/23/09	05/12/10	709.000	5,235.58	6,210.87 f	-975.29
		USD Subtotal	11,323.47	12,412.98	

AMER ITALIAN PASTA CO CASH PAYMENT OF / 027070101

various	01/29/10	99.000	3,388.87	3,141.45 f	245.42
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AMERICAS CAR MART INC / 03082T105

various	11/19/10	425.000	10,659.53	12,476.40 f	-1,816.87
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BIOSCRIP INC / 09069N108

11/11/09	02/22/10	1,114.000	8,008.12	9,589.07 f	-1,582.95
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670-206458

2010 Detail Information



Account No.	Taxpayer ID.	Page
670-206458	**--***3843	4 of 8

Envelope 9101 114140 05

DUNN FAMILY FOUNDATION
11817 OAKLAND HILLS DR
LAS VEGAS NV 89141-6014

Customer Service: 781-235-4310

Detail Information

Short-Term Realized Gain/Loss

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
<i>Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This detail information is not reported to the IRS. It may assist you in tax return preparation.</i>					
CPI CORP / 125902108					
04/28/10	11/29/10	278.000	7,643.95	7,654.28 f	-10.31
04/28/10	12/21/10	92.000	2,155.34	2,533.06 f	-377.72
		USD Subtotal	9,799.29	10,187.32	
CARDTRONICS INC COM / 14161H108					
10/29/09	02/16/10	715.000	7,229.63	6,806.94 f	422.69
CHINA AUTOMOTIVE SYS INC / 16936R105					
various	08/09/10	973.000	18,317.42	9,306.52 f	9,010.90
CHINA ED ALLIANCE INC COM NEW / 16938Y207					
08/12/09	03/05/10	1,777.000	10,840.72	10,376.62 f	464.10
CHINA GREEN AGRICULTURE INC COM / 16943W105					
07/31/09	01/19/10	889.000	14,310.13	10,493.13 f	3,817.00
CHINDEX INTL INC / 169487107					
09/10/09	01/28/10	127.000	1,591.66	1,746.97 f	-155.31
09/10/09	02/03/10	381.000	4,774.39	5,240.90 f	-466.51
		USD Subtotal	6,366.05	6,987.87	
CLEARWATER PAPER CORP COM / 18538R103					
various	02/18/10	248.000	10,868.50	10,794.45 f	74.05
CORE MARK HLDG CO INC / 218681104					
various	03/16/10	384.000	12,288.91	10,411.26 f	1,877.65
COTT CORPORATION COM STK NPV ISIN / 22163N106					
05/27/09	05/18/10	649.000	5,218.16	3,676.03 f	1,542.13
EXX INC NEW / 282914100					
11/22/10	12/07/10	1,084.000	2,331.00	3,199.52 f	-868.52
EMERSON RADIO CORP / 291087203					
03/04/10	12/01/10	579.000	1,189.66	1,368.79 f	-198.93
03/04/10	12/08/10	886.000	1,384.04	1,684.62 f	-290.58
03/04/10	12/10/10	757.000	1,517.90	1,813.12 f	-295.22
various	12/16/10	909.000	1,749.21	2,183.54 f	-434.33
		USD Subtotal	6,841.01	7,048.07	
HALLWOOD GROUP INC COM NEW / 406364408					
various	11/15/10	108.000	2,341.00	4,834.35 f	-2,493.35
HEALTHSTREAM INC / 42222N103					
09/24/09	04/12/10	672.000	2,913.12	3,498.57 f	-585.45

**2010 Detail Information**

Account No.

Taxpayer ID.

Page

670-206458

-*3843

5 of 8

Envelope 9101 114140 05

DUNN FAMILY FOUNDATION
11817 OAKLAND HILLS DR
LAS VEGAS NV 89141-6014

Customer Service: 781-235-4310

Detail Information**Short-Term Realized Gain/Loss**

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
<i>Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This detail information is not reported to the IRS. It may assist you in tax return preparation.</i>					
HIGHPOWER INTL INC COM / 43113X101					
various	11/11/10	1,014.000	3,933.40	7,798.78 f	-3,863.38
01/20/10	11/12/10	385.000	1,399.68	3,095.45 f	-1,695.79
		USD Subtotal	5,333.08	10,892.21	
INTEGRATED SILICON SOLUTION INC / 45812P107					
02/02/10	10/28/10	729.000	5,525.02	4,871.18 f	653.88
KMG-B INC / 482564101					
10/22/09	10/12/10	355.000	4,945.13	4,395.38 f	549.75
10/22/09	10/13/10	581.000	8,241.88	7,317.38 f	924.48
		USD Subtotal	13,186.99	11,712.76	
KEITHLEY INSTRUMENTS INC CASH MERGER AT / 487584104					
various	10/01/10	1,393.000	29,881.64	9,626.36 f	20,235.28
LEAPFROG ENTERPRISES INC CL A / 52186N108					
02/18/10	05/04/10	1,056.000	5,754.54	5,379.18 f	375.38
LIONBRIDGE TECH INC / 538252109					
04/21/10	11/04/10	2,688.000	10,283.14	11,987.53 f	-1,704.39
MEDQUIST INC / 584949101					
10/20/09	08/28/10	83.000	614.58	528.39 f	88.19
10/20/09	09/13/10	170.000	1,241.62	1,078.14 f	163.48
10/20/09	09/17/10	224.000	1,653.14	1,420.60 f	232.54
10/20/09	09/20/10	46.000	332.88	291.73 f	41.15
		USD Subtotal	3,842.22	3,318.86	
NATIONAL TECHNICAL SYS INC / 638104109					
08/10/10	12/01/10	84.000	643.87	719.98 f	-76.11
08/10/10	12/10/10	193.000	1,411.13	1,654.23 f	-243.10
various	12/14/10	1,208.000	8,497.43	10,253.17 f	-1,755.74
		USD Subtotal	10,652.43	12,627.38	
ODYSSEY HEALTHCARE INC CASH MERGER OF / 67611V101					
various	05/27/10	724.000	18,206.61	9,372.37 f	9,834.24
ORCHIDS PAPER PRODS CO DEL COM / 68572N104					
various	02/25/10	544.000	8,989.75	10,119.20 f	-1,129.45
PERFECT WORLD CO ADR EACH REPR 5 COM CLS / 71372U104					
08/21/09	01/08/10	114.000	4,854.11	4,480.54 f	383.57
08/21/09	01/21/10	115.000	4,497.08	4,529.94 f	-32.86
		USD Subtotal	9,351.19	9,020.48	
REHABCARE GROUP INC / 759148109					
05/07/09	03/03/10	390.000	10,085.89	7,175.62 f	2,910.07

2010 Detail Information

Account No.	Taxpayer ID.	Page
670-206458	**-***3843	6 of 8

Envelope 9101 114140 05

DUNN FAMILY FOUNDATION
11817 OAKLAND HILLS DR
LAS VEGAS NV 89141-6014

Customer Service: 781-235-4310

Detail Information**Short-Term Realized Gain/Loss**

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
<i>Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This detail information is not reported to the IRS. It may assist you in tax return preparation.</i>					
REVLON INC CL A NEW / 781525609					
10/30/09	10/28/10	580.000	8,871.84	4,796.57 f	2,075.07
SANFILIPPO JOHN B & SON INC / 800422107					
10/28/09	10/28/10	842.000	8,078.30	8,868.98 f	-788.68
WEST MARINE INC / 954235107					
01/20/10	11/18/10	80.000	552.55	547.87 f	4.88
01/20/10	11/17/10	383.000	3,368.33	3,313.38 f	52.94
01/20/10	11/18/10	233.000	2,174.59	2,128.77 f	47.82
		USD Subtotal	8,893.47	8,987.83	
				Short-Term Realized Gain	58,007.20
				Short-Term Realized Loss	-22,491.79
				Short-Term Realized Disallowed Loss	0.00
				Total Short-Term Realized Gain/Loss	33,515.41

f - FIFO (First-In, First-out)

Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers.

Detail Information**Long-Term Realized Gain/Loss**

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
<i>Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes. This detail information is not reported to the IRS. It may assist you in tax return preparation.</i>					
JINPAN INTERNATIONAL COM STK NPV / G5138L100					
10/24/07	04/20/10	445.000	9,614.03	6,165.78 f	3,448.25
10/24/07	04/28/10	445.000	7,277.08	6,165.78 f	1,111.28
		USD Subtotal	16,891.08	12,331.56	
COTT CORPORATION COM STK NPV ISIN / 22163N108					
various	08/21/10	785.000	5,570.39	4,725.57 f	844.82
FACTSET RESEARCH SYS INC / 303075105					
12/18/08	01/04/10	98.000	6,485.68	4,138.89 f	2,358.97
HEALTHGRADES.COM INC (TENDERED) FR CUSIP / 422983204					
08/13/09	10/08/10	833.000	6,830.60	4,034.22 f	2,796.38
HI-TECH PHARMACAL INC / 42840B101					
04/20/09	04/27/10	232.000	5,330.15	1,894.45 f	3,835.70
various	07/13/10	787.000	16,843.03	5,671.53 f	10,971.50
		USD Subtotal	21,973.18	7,385.88	

**2010 Detail Information**

Account No.

Taxpayer ID.

Page

670-206458

-*3843

7 of 8

Envelope 9101 114140 05

DUNN FAMILY FOUNDATION
11817 OAKLAND HILLS DR
LAS VEGAS NV 89141-6014

Customer Service: 781-235-4310

Detail Information**Long-Term Realized Gain/Loss**

Description/CUSIP Date Acquired	Date Sold	Quantity	Proceeds	Cost Basis	Gain/Loss(-)
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*Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes.
This detail information is not reported to the IRS. It may assist you in tax return preparation.*

LUMBER LIQUIDATORS HLDGS INC COM / 55003T107

04/13/09	08/05/10	188.000	4,295.89	2,478.73 f	1,817.26
04/13/09	11/04/10	401.000	8,788.87	5,343.94 f	3,424.83
		USD Subtotal	13,084.88	7,822.67	

MEDIFAST INC / 58470H101

11/08/08	11/24/10	283.000	6,335.18	1,427.68 f	4,907.50
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NATIONAL PRESTO INDS INC / 637215104

09/25/08	08/02/10	78.000	7,828.73	5,884.95 f	1,963.78
various	11/01/10	98.000	10,412.98	6,315.83 f	4,097.15
		USD Subtotal	18,241.71	12,198.78	

REVLON INC CL A NEW / 781525809

10/30/09	11/01/10	83.000	938.55	710.92 f	227.63
10/30/09	11/05/10	453.000	4,872.90	3,880.08 f	992.82
		USD Subtotal	5,811.45	4,591.00	

SANFILIPPO JOHN B & SON INC / 800422107

10/27/09	10/28/10	100.000	1,258.30	1,383.35 f	-125.05
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STEIN MART INC / 858375108

08/01/09	08/21/10	175.000	1,220.35	1,290.60 f	-70.25
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TRANSCEND SERVICES INC NEW / 893929208

01/22/09	03/10/10	113.000	2,003.03	1,070.68 f	932.35
various	03/17/10	514.000	8,190.24	5,207.45 f	2,982.79
		USD Subtotal	10,193.27	6,278.13	

Long-Term Realized Gain 48,513.11

Long-Term Realized Loss -195.30

Long-Term Realized Disallowed Loss 0.00

Total Long-Term Realized Gain/Loss 48,317.81

f - FIFO (First-in, First-out)

Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers.

2010 Detail Information

Account No.	Taxpayer ID.	Page
670-206458	**--***3843	8 of 8

Envelope 9101 114140 05

DUNN FAMILY FOUNDATION
11817 OAKLAND HILLS DR
LAS VEGAS NV 89141-6014

Customer Service: 781-235-4310

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MorganStanley SmithBarney

Dunn Family Foundation
Attn: Douglas M Dunn
11817 Oakland Hills Dr
Las Vegas NV 89141-6014

2010 Realized Gain/Loss - Summary

Prepared by The Rainier Team
Ph. 425 453 3450

As of 01/31/2011

Acct. 854-2866C-18

Short Term

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
CHUNGWA TELECOMCO LTD NEW	17133Q106001	—	\$8.39	\$8.69	\$0.30
ABAXIS INC	ABAX	58.000	1,315.41	1,210.78	(104.63)
ADVISORY BOARD CO INC	ABCO	104.000	2,780.54	4,338.90	1,558.36
ABBOTT LABORATORIES	ABT	440.000	24,011.64	22,059.54	(1,952.10)
COMPANHIA DE BEBIDAS DAS	ABV	79.000	931.06	1,250.83	319.77
ACE LIMITED	ACE	30.000	1,494.55	1,572.24	77.69
ALCON INC	ACL	33.000	4,933.66	5,268.47	334.81
ACCENTURE PLC	ACN	108.000	4,476.59	4,633.58	156.99
ANALOG DEVICES INC	ADI	114.000	2,878.24	3,163.48	285.24
ADVENT SOFTWARE INC	ADVS	78.000	3,010.02	3,673.27	663.25
AETNA INC NEW	AET	103.000	3,580.08	3,034.93	(545.15)
AMERICAN FINL GROUP INC OHIO	AFG	24.000	585.44	648.46	63.02
ALLERGAN INC	AGN	8.000	470.10	484.26	14.16
GALLAGHER ARTHUR J & CO	AJG	44.000	990.88	1,220.33	229.45
ALLETE INC	ALE	13.000	446.26	432.76	(13.50)
APPLIED MATERIALS INC DELAWARE	AMAT	149.000	1,925.08	1,910.15	(14.93)
AMEDISYS INC	AMED	45.000	1,684.35	2,573.50	889.15
AMGEN INC	AMGN	150.000	8,566.28	8,407.34	(158.94)
ANADARKO PETROLEUM CORP	APC	137.000	8,440.23	6,331.27	(2,108.96)
ARCSIGHT INC	ARST	63.000	1,360.01	2,745.56	1,385.55
ARROW ELECTRONICS INC	ARW	88.000	2,378.56	2,671.61	293.05
ASSOCIATED BANC CORP	ASBC	60.000	668.19	711.82	43.63
ASCENT MEDIA CORP SER A	ASMA	20.000	465.60	551.83	86.23
ATMOS ENERGY CORP	ATO	34.000	937.30	932.48	(4.82)
AU OPTRONICS CORP	AUO	346.000	3,732.38	3,349.47	(382.91)
AEROVIRONMENT INC	AVAV	193.000	5,517.64	4,251.29	(1,266.35)
ALUMINA LTD SPONSORED ADR	AWC	279.000	1,601.80	2,175.35	573.55

Third-party and Morgan Stanley Smith Barney research on certain companies is available to clients of the firm at no cost. Clients can access this research at www.smithbarney.com or contact their Financial Advisor to request a copy of this research be sent to them.

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As of 01/31/2011

Acct. 854-2866C-18

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
AMERICAN EXPRESS CO	AXP	199.000	\$8,244.17	\$8,279.41	\$35.24
AXIS CAPITAL HOLDINGS	AXS	50.000	1,510.45	1,467.47	(42.98)
ASTRAZENECA PLC SPON ADR	AZN	49.000	2,336.81	2,297.82	(38.99)
CREDICORP LTD -USD	BAP	16.000	1,163.84	1,882.73	718.89
BAXTER INTL INC	BAX	82.000	4,050.82	4,286.77	235.95
BLACKBOARD INC	BBBB	125.000	5,283.25	4,581.42	(701.83)
BANCO BRADESCO SPONS ADR	BBB	323.000	6,216.62	6,456.08	239.46
BANCO BILBAO VIZCAYA-SP	BBVA	603.000	0.01	221.27	221.26
BEST BUY INC	BBY	176.000	7,653.88	6,388.92	(1,264.96)
BECTON DICKINSON & CO	BDX	43.000	2,925.15	3,324.79	399.64
BELGACOM SA-EUR	BGAOY	1,645.000	12,567.80	12,501.78	(66.02)
BAKER HUGHES INC	BHI	—	2.32	2.47	0.15
BAIDU INC SPON ADR RPTNG	BIDU	10.000	2,430.57	5,072.55	2,641.98
B J SERVICES CO	BJS	140.000	2,656.79	3,033.39	376.60
BURGER KING HOLDINGS INC	BKC	194.000	3,350.00	4,559.21	1,209.21
BLACK HILLS CORP	BKH	16.000	383.80	449.75	65.95
BELO CORP CL A DELAWARE	BLC	52.000	245.41	287.03	41.62
BLACKBAUD INC	BLKB	174.000	3,842.44	3,760.24	(82.20)
IMMUCOR INC	BLUD	70.000	1,454.60	1,285.32	(169.28)
BRISTOL MYERS SQUIBB CO	BMV	134.000	3,327.02	3,312.45	(14.57)
BP PLC SPONS ADR	BP	352.000	18,059.64	14,653.88	(3,405.76)
BROADCOM CORP CL A	BRCM	65.000	1,872.40	1,995.80	123.40
BRF-BRASIL FOODS S A ADR	BRFS	407.000	4,563.06	5,914.49	1,351.43
BROOKS AUTOMATION INC	BRKS	33.000	250.95	261.02	10.07
BOSTON SCIENTIFIC CORP	BSX	230.000	1,935.93	1,663.79	(272.14)
BRASIL TELECOM S A	BTM	231.000	7,176.51	4,739.94	(2,436.57)
BRASIL TELECOM SA ADR	BTMC	152.000	2,147.46	1,370.40	(777.06)
BUCYRUS INTERNATIONAL INC	BUCY	35.000	1,913.90	2,488.63	574.73

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BROWN SHOE INC NEW	BWS	39.000	\$408.25	\$536.63	\$128.38
BOSTON PROPERTIES INC	BXP	29.000	1,971.71	1,972.85	1.14
CABELA'S INC	CAB	42.000	519.01	541.79	22.78
CONAGRA FOODS INC	CAG	238.000	5,809.29	5,266.92	(542.37)
CATERPILLAR INC	CAT	90.000	5,402.55	4,852.53	(550.02)
CINCINNATI BELL INC	CBB	157.000	472.33	444.88	(27.45)
COMMERCE BANCSHARES INC	CBSH	13.000	514.54	502.31	(12.23)
CARNIVAL CORP	CCL	21.000	674.06	636.07	(37.99)
CELGENE CORP	CELG	12.000	711.65	684.46	(27.19)
GLOBAL X CHINA INDUSTRIALS ETF	CHII	656.000	10,704.08	11,053.41	349.33
GLOBAL X CHINA MATERIALS ETF	CHIM	680.000	8,452.45	10,428.33	1,975.88
GLOBAL X CHINA FINANCIALS ETF	CHIX	2,946.000	40,776.11	40,419.69	(356.42)
CHINA MOBILE LTD	CHL	51.000	2,423.93	2,591.89	167.96
CHUNGWA TELECOMCO LTD NEW	CHT	115.000	2,555.55	2,875.18	319.63
CHINA UNICOM HONG KONG LTD	CHU	564.000	7,581.54	7,902.61	321.07
CHINA CONSTR BK CORP-CNY	CICHY	1.000	22.51	8.91	(13.60)
COMPANHIA ENERGETICA DE	CIG	—	0.77	0.70	(0.07)
COLGATE PALMOLIVE CO	CL	8.000	647.98	617.52	(30.46)
CORE LABORATORIES N V-USD	CLB	12.000	1,049.18	1,787.72	738.54
CUMMINS INC	CMI	73.000	3,454.67	4,240.26	785.59
CANADIAN NATURAL RES LTD	CNQ	21.000	1,437.83	1,377.79	(60.04)
CAPITAL ONE FINL CORP	COF	79.000	3,007.37	3,358.07	350.70
COACH INC	COH	24.000	837.18	1,037.53	200.35
COVIDIEN PLC DUBLIN-USD	COV	60.000	2,926.97	2,295.55	(631.42)
CAPELLA EDUCATION CO	CPLA	50.000	3,578.50	4,070.03	491.53
COMPLETE PRODUCTION SERVICES	CPX	41.000	437.23	702.56	265.33
CARBO CERAMICS INC	CRR	81.000	4,896.86	6,219.07	1,322.21
CROWN MEDIA HOLDINGS CL A	CRWN	105.000	156.77	184.16	27.39

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CISCO SYS INC	CSCO	204.000	\$4,876.82	\$3,956.00	(\$920.82)
COSTAR GROUP INC	CSGP	85.000	3,388.27	3,194.41	(193.86)
CTRP.COM INTERNATIONAL	CTRP	45.000	1,466.93	2,101.92	634.99
CITRIX SYSTEMS INC	CTXS	15.000	581.63	1,014.53	432.90
CABLEVISION SYSTEMS CORP	CVC	27.000	562.03	638.26	76.23
CENOVUS ENERGY INC	CVE	7.000	187.56	192.61	5.05
CHEVRON CORP	CVX	36.000	2,848.25	2,618.31	(229.94)
CEMEX S.A.B DE C.V SPONS	CX	493.000	3,782.54	4,517.82	735.28
DEL MONTE FOODS CO	DLM	182.000	1,914.28	2,729.95	815.67
DIAMOND OFFSHORE DRILLING INC	DO	35.000	3,229.94	2,967.11	(262.83)
DIRECTV CL A	DTV	200.000	6,311.62	7,221.15	909.53
ENI SPA SPONSORED ADR	E	47.000	2,407.93	2,217.20	(190.73)
EBAY INC	EBAY	241.000	5,809.76	5,284.12	(525.64)
EMPIRE DISTRICT ELECTRIC CO	EDE	54.000	991.98	1,010.32	18.34
NIC INC	EGOV	212.000	1,579.12	1,352.81	(226.31)
EMS TECHNOLOGIES INC	ELMG	119.000	1,547.07	1,756.41	209.34
EMC CORP-MASS	EMC	136.000	2,308.74	2,366.36	57.62
EMERSON ELECTRIC CO	EMR	59.000	2,493.81	2,487.07	(6.74)
EMPRESA NACIONAL DE	EOC	154.000	7,315.89	8,119.45	803.56
BOTTOMLINE TECHNOLOGIES INC	EPAY	319.000	5,470.38	4,069.16	(1,401.22)
ERICSSON L M TEL CO CL B	ERIC	1,216.000	11,664.35	13,028.75	1,364.40
EMBRAER-EMPRESA BRASILIA	ERJ	75.000	1,651.63	1,950.71	299.08
ESPRIT HLDGS SPON ADR	ESPGY	388.000	5,444.79	4,265.66	(1,179.13)
EXPRESS SCRIPTS INC.COMMON	ESRX	16.000	853.60	717.57	(136.03)
ISHARES INC MSCI TAIWAN	EWT	1,755.000	21,555.36	23,544.57	1,989.21
ISHARES MSCI SOUTH KOREA	EWY	549.000	25,037.97	30,379.32	5,341.35
EAGLE MATERIALS INC	EXP	97.000	2,656.35	2,699.06	42.71
ISHARES INC MSCI SOUTH AFRICA	EZA	293.000	16,897.31	19,974.93	3,077.62

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FREEPORT MC MORAN COPPER & GOL	FCX	106.000	\$8,949.87	\$7,618.68	(\$1,331.19)
FACTSET RESEARCH SYSTEMS INC	FDS	54.000	3,950.10	3,568.57	(381.53)
FRANKLIN ELECTRIC CO INC	FELE	53.000	1,474.99	1,524.22	49.23
F5 NETWORKS INC	FFIV	57.000	4,537.44	6,446.65	1,909.21
FIRST HORIZON NATL CORP	FHN	78.000	1,022.22	816.63	(205.59)
FIRST MARBLEHEAD CORP	FMD	40.000	86.72	96.79	10.07
FRONTIER COMMUNICATIONS CORP	FTR	74.000	620.53	533.75	(86.78)
ISHARES TRFTSE XINHUA HK	FXI	133.000	5,980.74	5,335.67	(645.07)
GENERAL DYNAMICS CORP	GD	21.000	1,416.16	1,538.93	122.77
GILEAD SCIENCES INC	GILD	312.000	14,474.66	10,382.04	(4,092.62)
CORNING INC	GLW	402.000	7,298.09	7,346.10	48.01
GULFPORT ENERGY CORP NEW	GPOR	44.000	414.39	518.75	104.36
GENCORP INC	GY	230.000	1,880.64	1,122.33	(758.31)
HALLIBURTON CO HOLDINGS CO	HAL	194.000	5,409.80	5,282.11	(127.69)
HESS CORP	HES	21.000	1,256.77	1,114.29	(142.48)
HITTITE MICROWAVE CORP	HITT	74.000	2,993.70	3,252.76	259.06
HUANENG POWER INTL SP ADR	HNP	30.000	767.70	703.47	(64.23)
HEWLETT PACKARD CO	HPQ	162.000	8,011.93	6,479.47	(1,532.46)
HORMEL FOODS CORP	HRL	13.000	496.34	535.85	39.51
HARSCO CORP	HSC	78.000	2,471.82	2,098.53	(373.29)
DESARROLLADORA HOMEX	HXM	12.000	430.92	331.55	(99.37)
IAC/INTERACTIVECORP	IACI	10.000	194.10	215.99	21.89
INTEGRA LIFESCIENCES HOLDINGS	IART	25.000	601.65	1,133.41	531.76
INTL BUSINESS MACHINES CORP	IBM	74.000	8,493.49	9,476.27	982.78
ICONIX BRAND GROUP INC	ICON	227.000	2,952.21	3,019.49	67.28
L-1 IDENTITY SOLUTIONS INC	ID	149.000	905.62	1,755.19	849.57
II VI INC	IIVI	115.000	3,306.02	3,433.29	127.27
IPATH MSCI INDIA ETN	INP	285.000	17,834.56	22,457.53	4,622.97

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INSITUFORM TECHNOLOGIES INC	INSU	49.000	\$743.45	\$1,192.04	\$448.59
INTEL CORP	INTC	328.000	6,542.78	7,307.59	764.81
INVESTORS REAL ESTATE TRUST	IRET	168.000	1,494.87	1,453.98	(40.89)
INVESCO LTD	IVZ	88.000	1,950.79	1,993.26	42.47
IXYS CORP.(DEL)	IXYS	330.000	2,226.68	2,872.63	645.95
JOHNSON CONTROLS INC	JCI	146.000	3,594.91	3,853.57	258.66
JOHNSON & JOHNSON	JNJ	3.000	190.77	174.56	(16.21)
JOY GLOBAL INC	JOYG	77.000	4,273.96	4,001.28	(272.68)
JPMORGAN CHASE & CO	JPM	58.000	2,512.45	2,380.85	(131.60)
JSR CORPORATION	JSCPY	272.000	5,240.68	4,303.72	(936.96)
KB HOME	KBH	147.000	2,025.08	2,466.61	441.53
KOREA ELEC PWR CORP SP ADR	KEP	77.000	1,248.36	988.94	(259.42)
KOREA FUND INC NEW	KF	161.000	5,445.91	6,693.09	1,247.18
KIMBERLY CLARK CORP	KMB	88.000	5,523.40	5,753.17	229.77
KENSEY NASH CORP	KNSY	81.000	1,890.54	2,020.03	129.49
K-TRON INTERNATIONAL INC	KTHI	33.000	3,233.01	4,917.26	1,684.25
LAZARD LTD	LAZ	13.000	499.57	346.31	(153.26)
LIBERTY MEDIA HLDG CORP CAP	LCAPA	9.000	207.24	374.93	167.69
LANDAUER INC	LDR	74.000	4,414.10	4,439.92	25.82
LEGGETT & PLATT INC	LEG	175.000	3,506.65	3,895.43	388.78
LABORATORY CORP AMER HLDGS NE	LH	24.000	1,855.25	2,027.05	171.80
LODGENET INTERACTIVE CORP	LNET	71.000	321.13	219.38	(101.75)
ALLIANT ENERGY CORP-USD	LNT	126.000	3,510.05	4,297.07	787.02
LOWES COMPANIES INC	LOW	150.000	2,865.00	3,156.15	291.15
LOUISIANA PACIFIC CORP	LFX	23.000	144.62	151.42	6.80
LAS VEGAS SANDS CORP	LVS	402.000	6,479.93	12,091.74	5,611.81
MICROS SYSTEMS INC	MCRS	116.000	3,321.78	3,789.63	467.85
MAIDENFORM BRANDS INC	MFB	45.000	679.14	871.18	192.04

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MEAD JOHNSON NUTRITION CO	MJN	28.000	\$1,199.16	\$1,453.99	\$254.83
MONSANTO CO NEW	MON	46.000	3,411.25	2,132.75	(1,278.50)
MORNINGSTAR INC	MORN	87.000	4,015.59	3,681.20	(334.39)
MELCO CROWN ENTERTAINMENT	MPEL	423.000	2,917.35	2,289.66	(627.69)
MADISON SQUARE GARDEN INC	MSG	13.000	226.93	263.59	36.66
MECHEL OAO	MTL	44.000	988.66	1,297.13	308.47
NETFLIX INC	NFLX	12.000	1,369.95	1,961.30	591.35
NISOURCE INC	NI	267.000	3,849.74	3,882.56	32.82
NIKE INC CL B	NKE	69.000	4,466.48	4,989.69	523.21
NOMURA HOLDINGS INC ADR	NMR	148.000	1,257.63	1,060.67	(196.96)
NATIONAL OILWELL VARCO INC	NOV	171.000	7,567.97	7,683.13	115.16
NORTHEAST UTILITIES	NU	154.000	3,749.60	4,764.15	1,014.55
NUCOR CORP	NUE	55.000	2,388.99	2,070.51	(318.48)
NVE CORP-NEW	NVEC	111.000	4,302.45	4,805.88	503.43
NOVARTIS AG ADR	NVS	296.000	12,303.88	15,685.05	3,381.17
NORTHWESTERN CORP	NWE	69.000	1,781.99	2,043.51	261.52
NEW YORK TIMES CLASS A	NYT	126.000	1,095.95	1,159.18	63.23
ORBITAL SCIENCES CORP	ORB	33.000	412.79	502.25	89.46
OSI PHARMACEUTICALS INC	OSIP	50.000	1,643.04	2,875.00	1,231.96
OCCIDENTAL PETROLEUM CORP-DEL	OXY	40.000	2,828.13	3,204.64	376.51
PALM INC	PALM	206.000	2,406.08	809.86	(1,596.22)
PAYCHEX INC	PAYX	199.000	5,713.92	5,602.84	(111.08)
PDL BIOPHARMA INC	PDLI	52.000	350.94	289.11	(61.83)
MARKET VECTORS CHINA ETF	PEK	80.000	3,787.60	3,607.98	(179.62)
PEPSICO INC	PEP	55.000	3,290.46	3,492.70	202.24
PHASE FORWARD INC	PFWD	138.000	2,111.12	2,315.68	204.56
PARKER-HANNIFIN CORP	PH	74.000	4,052.83	4,477.02	424.19
PHILLIPPINE LONG DISTANCE	PHI	56.000	2,917.85	3,231.77	313.92

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PHILIP MORRIS INTL INC	PM	156.000	\$7,690.19	\$6,864.29	(\$825.90)
POTASH CORP SASK INC-	POT	46.000	5,360.38	5,330.12	(30.26)
PPL CORP	PPL	78.000	2,429.47	1,945.47	(484.00)
PORTFOLIO RECOVERY ASSOCS INC	PRAA	37.000	2,394.97	2,346.10	(48.87)
PETROCHINA CO LTD ADR	PTR	85.000	9,823.46	10,355.96	532.50
PRUDENTIAL PLC ADR	PUK	261.000	4,359.46	4,384.13	24.67
PRIVATEBANCORP INC	PVTB	52.000	530.40	699.06	168.66
POWER-ONE INC	PWER	602.000	2,334.86	4,944.14	2,609.28
QUANTA SERVICES INC	PWR	21.000	398.75	422.93	24.18
QUALITY SYSTEMS INC	QSII	39.000	2,389.92	2,192.54	(197.38)
RAVEN INDUSTRIES INC	RAVN	111.000	2,982.79	3,652.44	669.65
RITCHIE BROS AUCTIONEERS	RBA	61.000	1,475.47	1,119.95	(355.52)
ROGERS COMMUNICATIONS INC	RCI	40.000	1,254.89	1,353.83	98.94
ROYAL CARIBBEAN CRUISES	RCL	23.000	565.75	524.45	(41.30)
REXAM PLC SPONS ADR	REXMY	133.000	3,025.04	3,033.80	8.76
RF MICRO DEVICES INC	RFMD	77.000	356.50	283.35	(73.15)
ROBERT HALF INTERNATIONAL INC	RHI	13.000	295.84	303.07	7.23
TRANSOCEAN LTD SWITZERLAND	RIG	55.000	4,727.60	2,720.71	(2,006.89)
RAYMOND JAMES FINANCIAL CORP	RJF	18.000	438.44	444.59	6.15
ROLLINS INC	ROL	65.000	1,184.31	1,445.29	260.98
RUDOLPH TECHNOLOGIES INC	RTEC	62.000	445.04	512.93	67.89
RAYTHEON COMPANY NEW	RTN	102.000	5,281.40	4,830.19	(451.21)
STARBUCKS CORP	SBUX	81.000	2,088.72	2,644.65	555.93
SCANA CORP NEW	SCG	54.000	1,929.96	2,015.63	85.67
SWISSCOM AG SPONS ADR	SCMWY	39.000	1,308.84	1,432.19	123.35
COMSCORE INC	SCOR	220.000	3,469.35	3,795.15	325.80
SEGA SAMMY HLDGS INC-USD	SGAMY	831.000	2,725.68	3,282.40	556.72
SMUCKER J M CO NEW	SJM	46.000	2,742.81	2,850.79	107.98

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SAKS INC	SKS	67.000	\$411.92	\$475.09	\$63.17
SM ENERGY CO	SM	44.000	1,448.48	1,768.77	320.29
SUMITOMO MITSUI FINL GROUP	SMFJY	182.000	602.42	560.55	(41.87)
SOMANETICS CORP (NEW)	SMTS	295.000	4,302.73	7,327.67	3,024.94
SUN HYDRAULICS INC	SNHY	154.000	3,869.18	3,492.81	(376.37)
SOUTHERN CO	SO	117.000	3,791.73	4,026.82	235.09
SONOCO PRODUCTS CO	SON	20.000	565.10	609.18	44.08
SILICONWARE PRECISION INDS	SPIL	1,625.000	11,126.37	8,589.44	(2,536.93)
STAPLES INC	SPLS	317.000	6,895.31	6,732.55	(162.76)
SURMODICS INC	SRDX	97.000	2,166.83	1,569.82	(597.01)
SIMPSON MFG CO INC	SSD	170.000	4,257.23	3,997.09	(260.14)
STRATASYS INC	SSYS	65.000	1,467.18	2,111.11	643.93
ST JUDE MEDICAL INC	STJ	139.000	5,325.37	5,417.85	92.48
STILLWATER MINING CO	SWC	43.000	430.56	476.00	45.44
SYMMETRICOM INC	SYMM	365.000	1,707.84	2,331.95	624.11
TECHNE CORP	TECH	9.000	612.32	510.74	(101.58)
TESCO CORP ALTA	TESO	250.000	2,802.25	2,981.64	179.39
TEMPLETON GLOBAL BOND FUND	TGBAX	2,491.000	31,481.87	32,104.53	622.66
TURKCELL ILETISM HIZMET	TKC	55.000	871.06	731.66	(139.40)
TALBOTS INC	TLB	127.000	883.50	1,774.16	890.66
PT TELEKOMUNAKASI	TLK	13.000	501.13	484.93	(16.20)
TRIQUINT SEMICONDUCTOR INC	TQNT	76.000	432.29	443.91	11.62
TREX INC	TREX	13.000	233.61	265.59	31.98
TRIMBLE NAVIGATION LTD	TRMB	18.000	412.86	501.47	88.61
TELECOMMUNICATION SYSTEMS INC	TSYS	160.000	1,432.99	594.08	(838.91)
TDK CORP AMER DEPOSIT SHS	TDKY	16.000	848.00	1,046.38	198.38
TETRA TECH INC NEW	TTEK	141.000	3,356.00	2,634.11	(721.89)
ISHARES MSCI TURKEY	TUR	93.000	4,666.28	5,873.70	1,207.42

MorganStanley SmithBarney

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As of 01/31/2011

Acct. 854-2866C-18

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
GRUPO TELEvisa SA DE CV	TV	78.000	\$1,451.91	\$1,619.77	\$167.86
LIN TV CORP	TVL	88.000	350.41	417.99	67.58
TIME WARNER INC	TWX	176.000	5,115.57	5,487.05	371.48
TYLER TECHNOLOGIES INC	TYL	284.000	5,770.32	4,588.92	(1,181.40)
UNIFI INC	UFI	1.000	6.34	3.17	(3.17)
UNITED NATURAL FOODS INC	UNFI	24.000	718.61	821.13	102.52
UNITEDHEALTH GROUP INC	UNH	30.000	860.94	1,087.83	226.89
UNION PACIFIC CORP	UNP	108.000	6,479.72	7,082.61	602.89
UNITED PARCEL SERVICE CL B	UPS	60.000	3,477.60	3,507.73	30.13
UNITED STATES CELLULAR CORP	USM	8.000	305.95	327.11	21.16
USEC INC	USU	214.000	787.09	997.65	210.56
UNITED TECHNOLOGIES CORP	UTX	50.000	3,311.95	3,682.51	370.56
UNITED UTILS GROUP PLC-GBP	UUGRY	254.000	4,076.70	4,039.44	(37.26)
VIMPELCOM LTD ADR	VIP	366.000	6,160.46	5,232.98	(927.48)
MERIDIAN BIOSCIENCE INC	VIVO	172.000	3,482.11	2,900.21	(581.90)
VISHAY PRECISION GROUP INC	VPG	—	2.45	2.43	(0.02)
WALGREEN CO NEW	WAG	209.000	6,733.94	7,140.35	406.41
WESTWOOD HOLDINGS GROUP INC	WHG	107.000	3,753.99	3,656.12	(97.87)
WAL-MART STORES INC	WMT	148.000	8,108.49	7,968.25	(140.24)
W R BERKLEY CORP	WRB	63.000	1,544.63	1,626.63	82.00
WHITNEY HOLDING CORP	WTNY	126.000	949.71	1,763.97	814.26
WYNN RESORTS LTD	WYNN	107.000	7,447.31	7,994.38	547.07
UNITED STATES STEEL CORP NEW	X	10.000	455.29	378.39	(76.90)
EXXON MOBIL CORP	XOM	69.000	5,250.76	4,126.97	(1,123.79)
XTO ENERGY INC	XTO	74.000	3,189.25	3,512.16	322.91
ALLEGHANY CORP DEL	Y	—	41.90	48.01	6.11
YAHOO INC	YHOO	429.000	6,502.31	6,753.97	251.66
YANZHOU COAL MINING CO LTD	YZC	170.000	2,668.94	4,054.39	1,385.45

Page 10 of 16

MorganStanley SmithBarney

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Short Term Totals:					
		45,177.000	\$983,523.62	\$1,022,925.74	\$39,402.12
Long Term					
CHUNGWA TELECOMCO LTD NEW	17133Q106001	—	\$5.98	\$6.38	\$0.40
ABBOTT LABORATORIES	ABT	31.000	1,815.84	1,486.48	(329.36)
COMPANHIA DE BEBIDAS DAS	ABV	70.000	3,215.36	9,043.95	5,828.59
BARRICK GOLD CORP CAD	ABX	117.000	4,362.10	5,354.01	991.91
ALCON INC	ACL	153.000	18,729.79	25,125.21	6,395.42
ADOBE SYSTEMS INC (DE)	ADBE	109.000	3,626.42	4,004.96	378.54
ADVENT SOFTWARE INC	ADVS	47.000	1,265.48	2,213.38	947.90
AEGON N V-ADR AMER REG-ADR	AEG	875.000	3,675.74	5,179.91	1,504.17
AIR LIQUIDE ADR	AIGUY	1.000	9.01	12.62	3.61
AMAZON COM INC	AMZN	42.000	3,470.48	5,774.63	2,304.15
ANSYS INC	ANSS	35.000	1,275.94	1,539.27	263.33
ATLAS COPCO AB SPONS ADR	ATLKY	536.000	5,118.80	8,617.93	3,499.13
ANGLOGOLD ASHANTI LTD	AU	292.000	8,516.60	14,355.66	5,839.06
AU OPTRONICS CORP	AUO	248.000	2,157.55	2,400.77	243.22
CREDICORP LTD -USD	BAP	71.000	2,911.60	7,473.70	4,562.10
BAXTER INTL INC	BAX	28.000	1,541.70	1,645.04	103.34
BANCO BRADESCO SPONS ADR	BBB	188.000	2,138.33	3,285.97	1,147.64
BUNGE LIMITED	BG	121.000	5,953.20	6,898.09	944.89
BAIDU INC SPON ADR RPTNG	BIDU	7.000	855.43	3,550.79	2,695.36
BP PLC SPONS ADR	BP	313.000	20,795.82	13,322.49	(7,473.33)
BRF-BRASIL FOODS S A ADR	BRFS	157.000	1,865.84	2,307.48	441.64
COMMERCE BANCSHARES INC	CBSH	—	15.08	15.14	0.06
CAMECO CORP	CCJ	161.000	4,154.45	6,062.10	1,907.65
CNOOC LTD SPONS ADR	CEO	4.000	357.20	887.58	530.38
CHINA MOBILE LTD	CHL	192.000	9,099.17	9,551.80	452.63

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CHUNGWA TELECOMCO LTD NEW	CHT	239.000	\$4,178.06	\$5,875.94	\$1,697.88
COMPANHIA ENERGETICA DE	CIG	626.000	7,564.90	10,927.97	3,363.07
CORE LABORATORIES N V-USD	CLB	19.000	2,125.79	2,571.40	445.61
CARREFOUR SA UNSPON ADR	CRERY	47.000	425.77	507.10	81.33
CISCO SYS INC	CSCO	1,134.000	24,451.22	21,947.93	(2,503.29)
CENOVUS ENERGY INC	CVE	188.000	4,812.61	5,173.07	360.46
CHEVRON CORP	CVX	85.000	4,914.70	6,712.79	1,798.09
DBS GROUP HLDG LTD SP ADR	DBSDY	179.000	10,601.56	7,388.63	(3,212.93)
DIAMOND OFFSHORE DRILLING INC	DO	5.000	291.23	423.87	132.64
ENI SPA SPONSORED ADR	E	125.000	6,672.50	5,821.61	(850.89)
E.ON AG SPONS ADR	EONGY	51.000	1,538.67	1,611.73	73.06
EMBRAER S A-BRL	ERJ	56.000	1,182.92	1,637.50	454.58
ISHARES INC MSCI TAIWAN	EWT	972.000	8,655.07	12,758.61	4,103.54
ISHARES MSCI SOUTH KOREA	EWY	241.000	7,383.60	11,855.42	4,471.82
ISHARES INC MSCI SOUTH AFRICA	EZA	264.000	9,586.19	18,290.35	8,704.16
FOMENTO ECONOMICO MEXICANO	FMX	119.000	3,531.30	5,716.47	2,185.17
FRONTIER COMMUNICATIONS CORP	FTR	26.000	202.50	185.44	(17.06)
FUJIFILM HLDGS CORP-JPY	FUJIY	61.000	1,994.59	1,955.63	(38.96)
ISHARES TRFTSE XINHUA HK	FXI	487.000	11,783.66	18,792.87	7,009.21
GEOEYE INC	GEOY	38.000	716.81	1,186.33	469.52
GOLD FIELDS LTD SPONS ADR	GFI	589.000	8,223.32	8,280.38	57.06
GERDAU SA SPONS ADR	GGB	153.000	1,407.58	2,299.55	891.97
GILEAD SCIENCES INC	GILD	198.000	7,713.57	7,884.30	170.73
GOOGLE INC	GOOG	22.000	9,019.13	10,685.81	1,666.68
GOLDMAN SACHS GROUP INC	GS	16.000	2,334.41	2,531.40	196.99
HALLIBURTON CO HOLDINGS CO	HAL	118.000	5,003.83	2,859.67	(2,144.16)
HDFC BANK LTD ADR	HDB	66.000	6,001.01	9,376.78	3,375.77
HUANENG POWER INTL SP ADR	HNP	430.000	10,954.97	10,225.39	(729.58)

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HELMERICH & PAYNE INC	HP	46.000	\$1,739.03	\$2,206.72	\$467.69
HEWLETT PACKARD CO	HPQ	105.000	4,386.25	4,809.24	422.99
DESARROLLADORA HOMEX	HXM	47.000	2,566.67	1,298.61	(1,268.06)
INTEGRA LIFESCIENCES HOLDINGS	IART	69.000	1,679.26	2,503.21	823.95
INTL BUSINESS MACHINES CORP	IBM	2.000	198.28	255.27	56.99
IPATH MSCI INDIA ETN	INP	24.000	1,266.71	1,902.70	635.99
INSITUFORM TECHNOLOGIES INC	INSU	35.000	476.15	851.46	375.31
IVANHOE MINES LIMITED-CAD	IVN	336.000	3,249.89	7,631.89	4,382.00
JOHNSON & JOHNSON	JNJ	166.000	9,225.04	9,724.56	499.52
JPMORGAN CHASE & CO	JPM	13.000	547.56	518.51	(29.05)
JUPITER TELECOM UNSPON ADR	JUPY	76.000	3,559.59	5,751.88	2,192.29
KINROSS GOLD CORP-CAD	KGC	109.000	1,957.73	2,042.05	84.32
KIMBERLY CLARK CORP	KMB	73.000	4,362.48	4,751.55	389.07
KOMATSU LTD ADR NEW	KMTUY	342.000	7,387.25	8,662.81	1,275.56
KUBOTA LTD ADR -USD-	KUB	269.000	12,971.23	11,056.92	(1,914.31)
CHINA LIFE INSURANCE CO	LFC	69.000	3,696.31	4,457.76	761.45
LOWES COMPANIES INC	LOW	42.000	592.81	850.66	257.85
L OREAL CO ADR -USD-	LRLCY	276.000	4,002.00	5,873.50	1,871.50
LVMH MOET HENNESSY LOUIS	LVMUY	412.000	5,248.51	11,762.20	6,513.69
MASTERCARD INC	MA	72.000	15,211.41	16,044.39	832.98
MCDONALDS CORP	MCD	42.000	2,475.44	3,270.66	795.22
METLIFE INC	MET	74.000	2,028.68	2,871.40	842.72
MAGNA INTERNATIONAL CL A	MGA	194.000	10,370.40	13,814.48	3,444.08
MITSUBISHI EST CO LTD ADR	MITEY	48.000	10,118.50	7,251.48	(2,867.02)
MELCO CROWN ENTERTAINMENT	MPEL	1,558.000	9,994.37	9,375.89	(618.48)
MARATHON OIL CORP	MRO	11.000	323.23	346.16	22.93
MICROSOFT CORP	MSFT	537.000	12,086.35	13,528.41	1,442.06
NEWCREST MINING LTD SPON	NCMGY	82.000	1,525.49	3,189.84	1,664.35

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JSC MMC NORILSK NICKEL JSC	NILSY	330.000	\$4,227.29	\$7,746.21	\$3,518.92
NIDEC CORPORATION	NJ	53.000	894.16	1,424.81	530.65
NOMURA HOLDINGS INC ADR	NMR	874.000	16,101.29	6,213.78	(9,887.51)
NOKIA CORP SPONSORED ADR	NOK	1,587.000	23,775.17	19,817.75	(3,957.42)
NESTLE S A SPONSORED ADR	NSRGY	62.000	1,836.44	3,193.35	1,356.91
NINTENDO CO LTD ADR NEW	NTDOY	105.000	5,151.36	4,552.74	(598.62)
NIPPON TEL & TEL SPON ADR	NTT	141.000	3,151.28	2,943.04	(208.24)
NOVO-NORDISK A S ADR	NVO	55.000	2,448.52	4,673.66	2,225.14
NOVARTIS AG ADR	NVS	58.000	3,022.73	3,028.08	5.35
GAZPROM OAO SPONS ADR	OGZPY	95.000	4,698.29	1,826.00	(2,872.29)
ORACLE CORP	ORCL	120.000	2,052.84	3,032.47	979.63
OSI PHARMACEUTICALS INC	OSIP	34.000	1,122.57	1,951.37	828.80
OCCIDENTAL PETROLEUM CORP-DEL	OXY	64.000	3,408.57	4,932.23	1,523.66
PETROBRAS	PBR	160.000	4,383.55	6,335.77	1,952.22
PETROLEO BRASILEIRO SA ADR	PBRA	188.000	3,437.00	7,549.40	4,112.40
PANASONIC CORP ADR	PC	801.000	14,536.99	11,721.58	(2,815.41)
PEPSICO INC	PEP	85.000	4,802.48	5,442.90	640.42
PFIZER INC	PFE	479.000	11,728.70	7,542.08	(4,186.62)
PROCTER & GAMBLE CO	PG	96.000	4,871.88	6,002.48	1,130.60
PHILLIPPINE LONG DISTANCE	PHI	77.000	3,334.10	4,443.69	1,109.59
PETROCHINA CO LTD ADR	PTR	15.000	1,413.67	1,672.27	258.60
PRUDENTIAL PLC ADR	PUK	192.000	1,701.85	3,225.10	1,523.25
PRAXAIR INC	PX	55.000	4,077.07	4,384.25	307.18
QUALCOMM INC	QCOM	115.000	4,475.69	4,077.62	(398.07)
ROYAL DUTCH SHELL PLC ADR	RDSB	68.000	4,458.49	4,098.03	(360.46)
RELJANCE INDS LTD GLOBAL	RLNY	135.000	4,802.09	6,378.75	1,576.66
RWE AG SPONS ADR -USD	RWEOY	52.000	5,882.41	3,779.53	(2,102.88)
SOUTHERN COPPER CORP DEL	SCCO	107.000	2,768.83	4,965.52	2,196.69

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SOCIETE GENERALE SPON ADR	SCGLY	166.000	\$1,779.78	\$1,975.58	\$195.80
SEGA SAMMY HLDGS INC-USD	SGAMY	2,145.000	11,658.53	8,203.51	(3,455.02)
SIEMENS A G SPONS ADR	SI	50.000	4,332.91	4,851.41	518.50
SK TELECOM LTD SPON ADR	SKM	549.000	10,991.57	10,088.11	(903.46)
SUMITOMO MITSUI FINL GROUP	SMFJY	1,270.000	13,066.07	3,911.55	(9,154.52)
SHISEIDO LTD SPONSORED ADR	SSDOY	285.000	4,730.91	6,345.87	1,614.96
SASOL LTD SPONS ADR	SSL	189.000	6,833.92	7,857.66	1,023.74
SUMITOMO TRUST & BANKING	STBUY	219.000	1,506.68	1,197.90	(308.78)
ST JUDE MEDICAL INC	STJ	78.000	2,730.33	2,955.89	225.56
SEVEN & I HLDGS CO LTD-JPY	SVNDY	119.000	5,453.88	5,979.64	525.76
AT&T INC	T	169.000	4,419.69	4,325.93	(93.76)
TEVA PHARMACEUTICAL INDS	TEVA	342.000	14,935.34	18,145.14	3,209.80
TARGET CORP	TGT	47.000	2,504.64	2,612.39	107.75
TURKCELL ILETISM HIZMET	TKC	359.000	5,781.14	5,113.58	(667.56)
PT TELEKOMUNAKASI	TLK	282.000	12,665.28	10,519.32	(2,145.96)
TOTAL S.A SPONS ADR	TOT	130.000	7,965.34	7,336.94	(628.40)
TAIWAN SEMICONDUCTOR MFG	TSM	922.000	7,760.06	9,307.37	1,547.31
TDK CORP AMER DEPOSIT SHS	TTDKY	88.000	2,926.46	5,755.10	2,828.64
ISHARES MSCI TURKEY	TUR	151.000	6,144.31	9,567.11	3,422.80
GRUPO TELEVISA SA DE CV	TV	102.000	1,461.12	2,004.89	543.77
UNILEVER PLC SPONS ADR NEW	UL	123.000	3,886.80	3,209.44	(677.36)
UNITED TECHNOLOGIES CORP	UTX	76.000	4,305.02	5,003.18	698.16
UNITED UTILS GROUP PLC-GBP	UUGRY	504.000	12,555.08	8,015.28	(4,539.80)
VISA INC COM CL A	V	211.000	13,013.03	16,277.55	3,264.52
VALE S A SPON ADR	VALE	138.000	1,444.86	3,814.37	2,369.51
VIMPELCOM LTD ADR	VIP	130.000	765.38	1,839.67	1,074.29
VODAFONE GROUP PLC SPONS	VOD	77.000	1,899.30	2,151.34	252.04
VERIZON COMMUNICATIONS	VZ	118.000	3,601.28	3,431.68	(169.60)

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WACOAL CORP ADR	WACL	39.000	\$2,735.22	\$2,445.25	(\$289.97)
WASTE MGMT INC DEL	WM	60.000	1,820.30	1,959.25	138.95
WAL-MART DE MEXICO SA DE	WMMVY	274.000	3,603.10	6,301.89	2,698.79
WYNN RESORTS LTD	WYNN	112.000	7,337.13	11,332.14	3,995.01
ALLEGHANY CORP DEL	Y	4.000	1,147.74	1,241.55	93.81
YANZHOU COAL MINING CO LTD	YZC	79.000	1,258.14	2,206.26	948.12
ZOLTEK COS INC	ZOLT	171.000	1,557.21	1,951.21	394.00
Long Term Totals:		31,463.000	\$742,593.86	\$838,392.90	\$95,799.04
Other					
FIRST HORIZON NATL CORP	FHN	—	—	0.03	—
Other Totals:				0.03	—
2010 Short & Long Term Totals:		76,640.000	\$1,726,117.48	\$1,861,318.84	\$135,201.16

** Gain/Loss is only calculated when an original cost basis is available.

The above summary/prices/quotes/statistics have been obtained from sources believed reliable but are not necessarily complete and cannot be guaranteed. The information contained in client monthly account statements and confirmations reflects all transactions, and as such supersedes all other reports for financial and tax purposes. Investments and services offered through Morgan Stanley Smith Barney LLC, and accounts carried by Citigroup Global Markets Inc., Members SIPC. © 2011 Morgan Stanley Smith Barney.

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

SOURCE	AMOUNT
FIDELITY	742.
FIDELITY	1.
LAZARD PARTNERSHIP	3.
MERRILL LYNCH	3,941.
MERRILL LYNCH TAX EXEMPT INTEREST	1,916.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6,603.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIGROUP/SMITH BARNEY - DIVIDENDS	1,757.	0.	1,757.
CITIGROUP/SMITH BARNEY - L-T CAPITAL GAIN DISTRIBUTIONS	83.	83.	0.
CITIGROUP/SMITH BARNEY - MONEY FUND EARNINGS	363.	0.	363.
CITIGROUP/SMITH BARNEY DIVIDENDS	112,199.	0.	112,199.
FIDELITY - DIVIDENDS	2,825.	0.	2,825.
FIDELITY - DIVIDENDS	26,569.	0.	26,569.
FIDELITY - TAX EXEMPT DIVIDENDS	10.	0.	10.
MERRILL LYNCH DIVIDENDS	37,822.	0.	37,822.
TOTAL TO FM 990-PF, PART I, LN 4	181,628.	83.	181,545.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RESIDENTIAL - HAWAII	1	5,702.
TOTAL TO FORM 990-PF, PART I, LINE 5A		5,702.

FORM 990-PF		RENTAL EXPENSES	STATEMENT	4
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL	
PROPERTY TAX		2,098.		
HOA AND OTHER FEES		8,677.		
- SUBTOTAL -	1		10,775.	
TOTAL RENTAL EXPENSES			10,775.	
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-5,073.	

FORM 990-PF		TAXES	STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	8,423.	8,423.		0.
PROPERTY TAX	2,098.	2,098.		0.
TO FORM 990-PF, PG 1, LN 18	10,521.	10,521.		0.

FORM 990-PF		OTHER EXPENSES	STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	58,896.	58,896.		0.
HOA AND OTHER FEES	8,677.	8,677.		0.
TO FORM 990-PF, PG 1, LN 23	67,573.	67,573.		0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CITIGROUPR/SMITH BARNEY BROKERAGE ACCOUNTS	COST	4,566,516.	5,307,874.
FIDELITY BROKERAGE ACCOUNT	COST	346,491.	429,701.
FIDELITY BROKERAGE ACCOUNT	COST	2,366,274.	2,048,399.
MERRILL LYNCH SECURITIES	COST	3,397,296.	4,278,043.
LAZARD LTD	COST	3,304.	3,396.
TOTAL TO FORM 990-PF, PART II, LINE 13		10,679,881.	12,067,413.

FORM 990-PF	OTHER ASSETS	STATEMENT	8
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS IN TRANSIT	10,430.	9,367.	9,367.
RENT RECEIVABLE	500.	0.	0.
TO FORM 990-PF, PART II, LINE 15	10,930.	9,367.	9,367.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT	9
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EXPLANATION

NEVADA DOES NOT REQUIRE THE FILING OF THE 990-PF

FORM 990-PF	STATEMENT REGARDING PART VII-B, LINE 2B	STATEMENT	10
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STATEMENT

2009 WAS THE FINAL YEAR OF THE START-UP PERIOD UNDER IRC REGULATION 53.4941(A)-4. REQUIRED DISTRIBUTIONS (AS COULD BE CALCULATED AT YEAR END) WERE MADE PRIOR TO THE END OF THE START UP PERIOD. THE BALANCE OF THE DISTRIBUTION WAS MADE SOON AFTER FINAL YEAR END INFORMATION WAS AVAILABLE.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 11
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DOUGLAS DUNN
3 VINTAGE CANYON STREET
LAS VEGAS, NV 89141

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
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702-407-8784	PLEASE SEE WEBSITE HTTP://MEMBERS.COX.NET/DUNNFAMILYFOUNDATION/
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FORM AND CONTENT OF APPLICATIONS

ALL INFORMATION AVAILABLE THROUGH FOUNDATIONS WEBSITE AND SHOULD BE
SUBMITTED VIA E-MAIL

ANY SUBMISSION DEADLINES

ALL INFORMATION AVAILABLE THROUGH FOUNDATIONS WEBSITE AND SHOULD BE
SUBMITTED VIA E-MAIL

RESTRICTIONS AND LIMITATIONS ON AWARDS

ALL INFORMATION AVAILABLE THROUGH FOUNDATIONS WEBSITE AND SHOULD BE
SUBMITTED VIA E-MAIL

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	DUNN FAMILY FOUNDATION	42-1643843
	Number, street, and room or suite no. If a P O box, see instructions.	
	3 VINTAGE CANYON STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	LAS VEGAS, NV 89141	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

DOUGLAS DUNN

- The books are in the care of ► **3 VINTAGE CANYON STREET - LAS VEGAS, NV 89141**

Telephone No ► **702-407-8784**

FAX No. ► **702-407-9851**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ► ☒ calendar year **2010** or
 ► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	9,510.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	1,910.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	7,600.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)