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# Return of Private Foundation

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

### Treated as a Private Foundation

2010

Department of the Treasury  
Internal Revenue Service

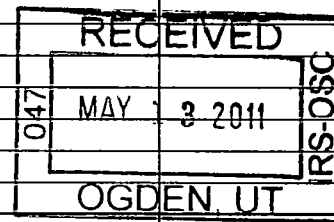
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

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

Name of foundation <b>FRED V. &amp; DOROTHY H. HEINKEL CHARITABLE FOUNDATION</b>		A Employer identification number <b>43-1242045</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>C/O CATHY ANDERSON, 2005 W BROADWAY</b>	Room/suite <b>100</b>	B Telephone number <b>(573) 442-6171</b>
City or town, state, and ZIP code <b>COLUMBIA, MO 65203</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 2,554,776.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		4,589.	4,589.		STATEMENT 1
4 Dividends and interest from securities		46,597.	46,597.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		336,136.			
b Gross sales price for all assets on line 6a <b>1,910,430.</b>					
7 Capital gain net income (from Part IV, line 2)			336,136.		
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		387,322.	387,322.		
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 STMT 3		5,812.	1,885.		2,082.
c Other professional fees STMT 4		7,444.	7,434.		0.
17 Interest					
18 Taxes STMT 5		2,578.	949.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses Add lines 13 through 23		15,834.	10,268.		2,082.
25 Contributions, gifts, grants paid		122,500.			122,500.
26 Total expenses and disbursements Add lines 24 and 25		138,334.	10,268.		124,582.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		248,988.			
b Net investment income (if negative, enter -0-)			377,054.		
c Adjusted net income (if negative, enter -0-)				N/A	



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<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		523,108.	57,516.	57,516.
	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		600.		
	10a Investments - U.S. and state government obligations <b>STMT 6</b>		0.	68,255.	65,729.
	b Investments - corporate stock <b>STMT 7</b>		1,461,320.	1,416,596.	1,729,876.
	c Investments - corporate bonds <b>STMT 8</b>		0.	697,783.	701,655.
<b>Liabilities</b>	11 Investments - land, buildings, and equipment, basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other <b>STMT 9</b>		12,704.	0.	0.
	14 Land, buildings, and equipment, basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 <b>Total assets (to be completed by all filers)</b>		1,997,732.	2,240,150.	2,554,776.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
<b>Net Assets or Fund Balances</b>	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
<b>Net Assets or Fund Balances</b>	23 <b>Total liabilities (add lines 17 through 22)</b>		0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
<b>Net Assets or Fund Balances</b>	29 Retained earnings, accumulated income, endowment, or other funds		1,997,732.	2,240,150.	
	30 <b>Total net assets or fund balances</b>		1,997,732.	2,240,150.	
	31 <b>Total liabilities and net assets/fund balances</b>		1,997,732.	2,240,150.	

**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	1,997,732.
2 Enter amount from Part I, line 27a	2	248,988.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,246,720.
5 Decreases not included in line 2 (itemize) ▶ <b>PRIOR ADJUSTMENT-EXCISE TAX EXPENSE</b>	5	6,570.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,240,150.

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**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.)
<b>1a PUBLICLY TRADED SECURITIES LONG TERM SALES</b>	<b>P</b>		
<b>b PUBLICLY TRADED SECURITIES SHORT TERM SALES</b>	<b>P</b>		
<b>c CAPITAL GAINS DIVIDENDS</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a 1,574,323.</b>		<b>1,237,118.</b>	<b>337,205.</b>
<b>b 336,073.</b>		<b>337,176.</b>	<b>&lt;1,103.&gt;</b>
<b>c 34.</b>			<b>34.</b>
<b>d</b>			
<b>e</b>			

(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))
<b>a</b>			<b>337,205.</b>
<b>b</b>			<b>&lt;1,103.&gt;</b>
<b>c</b>			<b>34.</b>
<b>d</b>			
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	<b>336,136.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>		<b>3</b>	<b>N/A</b>

If gain, also enter in Part I, line 8, column (c).  
If (loss), enter -0- in Part I, line 8

**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	135,467.	2,268,754.	.059710
2008	166,206.	2,832,474.	.058679
2007	157,000.	3,346,420.	.046916
2006	155,799.	3,174,416.	.049080
2005	148,649.	3,065,479.	.048491

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.262876</b>
<b>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</b>	<b>3</b>	<b>.052575</b>
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>	<b>4</b>	<b>2,468,978.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>129,807.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>3,771.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>133,578.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>124,582.</b>

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	7,541.
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	7,541.
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	7,541.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,120.	
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	1,120.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	6,421.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MO		
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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>RUSSELL A. STARR, CPA</u> Telephone no. ▶ <u>(573) 442-6171</u>			
Located at ▶ <u>2005 W. BROADWAY, COLUMBIA, MO</u>		ZIP+4 ▶ <u>65203</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?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				X

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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? ☐ Yes ☒ 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? **N/A**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT W. MAUPIN 1215 TORREY PINES DR. COLUMBIA, MO 65203	PRESIDENT 0.50	0.	0.	0.
DALE H. CREACH 2109 S COUNTRY CLUB DR COLUMBIA, MO 65201	VICE-PRESIDENT 0.50	0.	0.	0.
CATHY ANDERSON 1426 S. PECOS COLUMBIA, MO 65203	SECRETARY 0.50	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**

**FRED V. & DOROTHY H. HEINKEL  
CHARITABLE FOUNDATION**
**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

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

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

0

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments**

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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**FRED V. & DOROTHY H. HEINKEL  
CHARITABLE FOUNDATION**

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	2,132,013.
<b>b</b> Average of monthly cash balances	<b>1b</b>	373,531.
<b>c</b> Fair market value of all other assets	<b>1c</b>	1,033.
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	2,506,577.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	2,506,577.
<b>4</b> Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	37,599.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,468,978.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	123,449.

**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.)

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	123,449.
<b>2a</b> Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	7,541.
<b>b</b> Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b> Add lines 2a and 2b	<b>2c</b>	7,541.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	115,908.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b> Add lines 3 and 4	<b>5</b>	115,908.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	115,908.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	124,582.
<b>b</b> Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	124,582.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	124,582.

**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.

**FRED V. & DOROTHY H. HEINKEL  
CHARITABLE FOUNDATION**
**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				115,908.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			116,329.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005				
<b>b</b> From 2006				
<b>c</b> From 2007				
<b>d</b> From 2008				
<b>e</b> From 2009				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 124,582.				
<b>a</b> Applied to 2009, but not more than line 2a			116,329.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2010 distributable amount				8,253.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				107,655.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006				
<b>b</b> Excess from 2007				
<b>c</b> Excess from 2008				
<b>d</b> Excess from 2009				
<b>e</b> Excess from 2010				

N/A

Form **990-PF** (2010)



**12 Subtotal.** Add columns (b), (d), and (e)  
**13 Total.** Add line 12, columns (b), (d), and (e)  
 (See worksheet in line 13 instructions to verify calculations.)

[illegible]

## Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	<b>1a(1)</b>	<b>X</b>
	(2) Other assets	<b>1a(2)</b>	<b>X</b>
<b>b</b>	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	<b>X</b>
	(2) Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	<b>X</b>
	(3) Rental of facilities, equipment, or other assets	<b>1b(3)</b>	<b>X</b>
	(4) Reimbursement arrangements	<b>1b(4)</b>	<b>X</b>
	(5) Loans or loan guarantees	<b>1b(5)</b>	<b>X</b>
	(6) Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	<b>X</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	<b>X</b>
<b>d</b>	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 \_\_\_\_\_

**SECRETARY/TRUSTEE**

Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name
----------------------------

Preparer's signature

Date	
------	--

Check ☐ self-employed

PTIN
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RUSSELL A STARR

Firm's name ► WILLIAMS-KEEPERS LLC

2005 WEST BROADWAY, SUITE 100

Firm's address ► COLUMBIA, MO 65203

Firm's EIN ▶

Phone no.	573-442-6171
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**FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1**


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SOURCE	AMOUNT
INTEREST ON SAVINGS AND TEMPORARY CASH	4,589.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,589.

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**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST FROM SECURITIES	46,631.	34.	46,597.
TOTAL TO FM 990-PF, PART I, LN 4	46,631.	34.	46,597.

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**FORM 990-PF ACCOUNTING FEES STATEMENT 3**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION AND ADVISORY SERVICE	5,812. 0.	1,885. 0.		2,082. 0.
TO FORM 990-PF, PG 1, LN 16B	5,812.	1,885.		2,082.

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**FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEE	7,434.	7,434.		0.
ANNUAL REG FEE	10.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	7,444.	7,434.		0.

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FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	949.	949.		0.	
EXCISE TAXES	1,629.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	2,578.	949.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHMENT A-FIXED INCOME TAX EXEMPT		X	68,255.	65,729.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			68,255.	65,729.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			68,255.	65,729.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT A-EQUITIES			1,416,596.	1,729,876.
TOTAL TO FORM 990-PF, PART II, LINE 10B			1,416,596.	1,729,876.



FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT A-GOVT & AGENCIES	335,409.	338,673.
SEE ATTACHMENT A-CORPORATE BONDS	222,850.	221,966.
SEE ATTACHMENT A-FIXED INC FUNDS	139,524.	141,016.
TOTAL TO FORM 990-PF, PART II, LINE 10C	697,783.	701,655.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
612 SHS HOST HOTELS & RESORTS INC REIT	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

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FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT 10
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
STATE HISTORICAL SOCIETY OF MO 1020 LOWRY STREET COLUMBIA, MO 65201	NONE GENERAL	PUBLIC CHARITY	10,000.
TRIATHLETES - US DEPARTMENT OF DEFENSE C/O ENLISTED WELFARE ORGANIZATION WHITEMAN AFB, MO	NONE GENERAL	GOVERNMENT	4,500.
RAGTAG CINEMA 10 HITT ST COLUMBIA, MO 65201	NONE GENERAL	PUBLIC CHARITY	25,000.
CENTRAL MO HUMANE SOCIETY 616 BIG BEAR BLVD COLUMBIA, MO 65202	NONE GENERAL	PUBLIC CHARITY	10,000.
ALZHEIMERS ASSOCIATION 2400 BLUFF CREEK DR COLUMBIA, MO 65201	NONE GENERAL	PUBLIC CHARITY	4,500.
TRYPS 903 OLD HWY 63N, STE B COLUMBIA, MO 65201	NONE GENERAL	EDUCATIONA INSTITUTIO	12,500.
ARROW ROCK LYCEUM THEATRE 105 HIGH STREET ARROW ROCK, MO 65320	NONE GENERAL	PUBLIC CHARITY	50,000.
UNIVERSITY OF MO 109 DONALD W REYNOLDS ALUMNI CTR COLUMBIA, MO 65211	NONE GENERAL	EDUCATIONA INSTITUTIO	6,000.

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

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122,500.

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## ATTACHMENT A

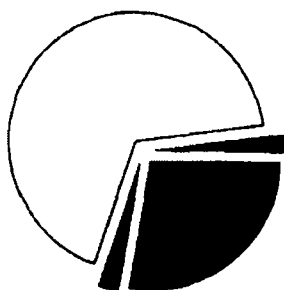
FRED V AND DOROTHY H HEINKEL CHARITABLE FOUNDATION

EIN: 43-1242045

2010 FORM 990-PF

PART II, PAGE 2, LINES 10a, 10b, 10c

STATEMENTS 6, 7 AND 8



	Tax Cost	Market Value	Percent
CASH EQUIVALENTS	57,516.36	57,516.36	2.3%
EQUITIES	1,416,596.28	1,729,876.67	67.7%
FIXED INCOME - TAX-EXEMPT	68,255.00	65,728.55	2.6%
FIXED INCOME - TAXABLE	697,783.82	701,654.81	27.4%
<b>Total</b>	<b>2,240,151.56</b>	<b>2,554,776.39</b>	<b>100.0%</b>

## Portfolio Statement

Description	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
<b>Cash Equivalents</b>				
FEDERATED GOVT OBLI FD - I	57,516.36	1.00	8.02	0.01
	57,516.36	1.00		
<b>* Total Cash Equivalents</b>	<b>57,516.36</b>		<b>8.02</b>	<b>0.01</b>
	57,516.36			

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
<b>Fixed Income - Taxable</b>						
<b>Govt &amp; Agency</b>						
FEDERAL HOME LOAN MORTGAGE CORP PC GOLD POOL #C9_1308 DTD 06/01/2010 5% 06/01/2030		28,518.140	29,927.51 30,639.18	104.94 107.44	1,425.91	4.78
FEDERAL NATIONAL MORTGAGE ASSN SERIES 2003-72 CLASS LC DTD 07/01/2003 3.5% 08/25/2033		9,981.720	10,314.42 10,076.55	103.33 100.95	349.36	3.39
FEDERAL NATIONAL MORTGAGE ASSN SERIES 2009-94 CLASS DA DTD 10/01/2009 4.5% 10/25/2039		10,963.510	11,583.47 11,234.31	105.65 102.47	483.36	4.28
FEDERAL NATIONAL MORTGAGE ASSOC POOL #932557 DTD 01/01/2010 4% 02/01/2025		7,647.810	7,888.03 7,762.53	103.14 101.50	305.91	3.88
GOVERNMENT NATIONAL MTGE ASSN SERIES 2009-69 CLASS PV DTD 08/01/2009 4% 08/20/2039		8,665.300	9,027.14 8,828.41	104.30 102.00	346.21	3.84

## ATTACHMENT A

FRED V AND DOROTHY H HEINKEL CHARITABLE FOUNDATION

EIN: 43-1242045

2010 FORM 990-PF

PART II, PAGE 2, LINES 10a, 10b, 10c

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
<b>Govt &amp; Agency</b>						
GOVERNMENT NATIONAL MTGE ASSN SERIES 2004-88 CLASS PK DTD 10/01/2004 4% 08/20/2034		11,864.250	12,285.24 11,897.54	105.32 102.00	466.57	3.80
GOVERNMENT NATIONAL MTGE ASSN SERIES 2009_31 CLASS TA DTD 05/01/2009 4% 03/20/2039		48,708.310	50,957.88 50,285.54	104.62 103.24	1,948.33	3.82
GOVERNMENT NATIONAL MTGE ASSN SERIES 2009-57 CLASS KA DTD 07/01/2009 4.5% 05/20/2039		34,999.870	36,586.74 36,902.37	104.58 102.75	1,574.89	4.30
GOVERNMENT NATIONAL MTGE ASSN REMIC TR SERIES 2009_14 CLASS CE DTD 03/01/2009 4% 03/20/2039		28,835.870	30,276.47 29,764.58	105.00 103.22	1,153.43	3.81
GOVT NATIONAL MORTGAGE ASSOC SERIES 2008-79 CLASS MB DTD 09/01/2008 5.25% 02/20/2037		9,000.000	9,674.34 9,360.00	107.49 104.00	472.50	4.88
GOVT NATIONAL MORTGAGE ASSOC REMIC TR SERIES 2008_89 CLASS PG DTD 11/01/2008 4.75% 06/20/2038		44,551.460	46,742.80 46,138.12	104.92 103.58	2,116.19	4.53
GOVERNMENT NATIONAL MTGE ASSOC SERIES 2008_81 CLASS AP DTD 08/01/2009 4% 08/20/2039		33,248.050	34,787.82 34,472.00	104.58 103.69	1,329.84	3.82
GOVERNMENT NATIONAL MTGE ASSN SERIES 2009_106 CLASS HA DTD 11/01/2009 4% 11/16/2039		32,848.710	33,402.41 34,285.84	101.69 104.37	1,313.95	3.93
GOVERNMENT NATIONAL MTGE ASSN GTD REMIC PASS THRU SECS 2010-024 REMIC PASS THRU 125 CTF CL MX PM DTD 02/28/2010 4.5% 12/20/2038		14,414.130	15,228.80 14,702.41	105.65 102.00	648.64	4.28
<b>** Total Govt &amp; Agency</b>		<b>Sub- Total</b>	<b>338,672.97 335,409.38</b>		<b>13,945.19</b>	<b>4.12</b>
<b>Corporate Bonds</b>						
ABBOTT LABORATORIES SR UNSECURED DTD 03/03/2009 5.125% 04/01/2019		20,000.000	22,021.20 22,511.20	110.11 112.58	1,025.00	4.65
CONOCOPHILLIPS COMPANY GUARNT DTD 05/21/2009 6% 01/15/2020		20,000.000	23,285.00 23,670.00	118.43 118.35	1,200.00	5.15
GENERAL ELEC CAP CORP SENIOR UNSECURED DTD 04/21/2008 5.825% 05/01/2018		20,000.000	21,810.20 21,750.00	109.05 108.75	1,125.00	5.16
GOLDMAN SACHS GROUP INC SR UNSECURED DTD 04/01/2008 6.15% 04/01/2018		20,000.000	22,023.80 21,658.40	110.12 108.28	1,230.00	5.58
HOME DEPOT INC SR UNSECURED DTD 03/24/2008 5.4% 03/01/2016		20,000.000	22,412.20 22,340.00	112.06 111.70	1,080.00	4.82

## ATTACHMENT A

FRED V AND DOROTHY H HEINKEL CHARITABLE FOUNDATION

EIN: 43-1242045

2010 FORM 990-PF

PART II, PAGE 2, LINES 10a, 10b, 10c

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
<b>Corporate Bonds</b>						
MERRILL LYNCH & CO SENIOR UNSECURED DTD 08/28/2007 @ 4% 08/28/2017		20,000,000	21,145.40 21,480.00	105.73 107.40	1,280.00	6.05
MORGAN STANLEY DW DISC SR MEDIUM TERM NOTE DTD 08/31/2010 5% 08/31/2025-2011		45,000,000	44,688.95 44,325.00	99.33 99.50	2,250.00	5.03
SBC COMMUNICATIONS INC NOTES DTD 08/18/2004 5.625% 08/15/2016		20,000,000	22,425.40 22,677.60	112.13 114.39	1,125.00	5.02
WELLS FARGO & CO SENIOR UNSECURED DTD 12/10/2007 5.625% 12/11/2017		20,000,000	22,143.60 22,240.00	110.72 111.20	1,125.00	5.08
<b>** Total Corporate Bonds</b>		<b>Sub- Total</b>	221,985.75 222,850.20		11,440.00	5.15
<b>Fixed Income Funds</b>						
AMERICAN CENTURY QUANTITATIVE EQT STRG INF INVT	ASIOX	5,475,201	56,942.09 53,417.67	10.40 9.76		
ISHARES LEHMAN MBS FIXED-RATE BOND FUND (ETF)	MBB	500,000	52,790.00 54,693.90	105.58 109.39	1,887.00	3.54
ISHARES TRUST BARCLAYS 1-3 YEAR CREDIT BOND FUND (ETF)	CSJ	300,000	31,284.00 31,412.79	104.28 104.71	776.40	2.48
<b>** Total Fixed Income Funds</b>		<b>Sub- Total</b>	141,016.09 139,524.36		2,643.40	1.87
<b>* Total Fixed Income - Taxable</b>			701,654.81 697,783.92		28,028.59	3.99
<b>Fixed Income - Tax-exempt</b>						
COOK CNTY IL SCH DIST NO 100 BERWYN SOUTH REF TAXABLE SERIES F GO UNLTD DTD 09/01/2009 5.3% 12/01/2019		30,000,000	30,856.20 32,535.00	102.85 108.45	1,590.00	5.15
COOK CNTY IL SCH DIST NO 151 TAXABLE GO SCH BDS SERIES D GO UNLTD DTD 12/13/2010 6% 02/01/2022-2020		10,000,000	9,752.80 9,950.00	97.53 99.50	800.00	6.15
EDGEWOOD OHIO CITY SCH DIST BUILD AMERICA BONDS GO UNLTD DTD 11/12/2009 7.5% 12/01/2037-2019		5,000,000	5,078.75 5,050.00	101.58 101.00	375.00	7.38
GREENWOOD MO SERIES B GO UNLTD DTD 11/08/2010 @ 125% 03/01/2030-2020		10,000,000	9,528.90 10,120.00	95.29 101.20	612.50	6.43
SPRINGFIELD MO PUB BLDG CORP LEASEHOLD REV TAXABLE-IMPT-BRANSON NATL ARPT REVENUE BOND DTD 05/14/2009 6% 03/01/2021-2019		10,000,000	10,511.80 10,600.00	105.12 105.00	600.00	5.71
<b>* Total Fixed Income - Tax-exempt</b>			65,728.55 68,255.00		3,777.50	5.75

## ATTACHMENT A

FRED V AND DOROTHY H HEINKEL CHARITABLE FOUNDATION

EIN: 43-1242045

2010 FORM 990-PF

PART II, PAGE 2, LINES 10a, 10b, 10c

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
<b>Equities</b>						
AT&T INC	T	500 000	14,690 00 8,430 63	29.38 16.86	860.00	5.86
ABBOTT LABORATORIES	ABT	500 000	23,855 00 20,089 89	47.91 40.18	860 00	3.67
ALLSTATE CORP	ALL	100 000	3,188 00 3,737 80	31.88 37.38	80 00	2.51
AMERICAN TOWER CORP	AMT	175 000	9,037 00 8,085 48	51.64 46.20		
AMGEN INC	AMGN	250 000	13,725 00 1,365 77	54.90 5.46		
APPLE INC	AAPL	65 000	20,966 40 18,790 50	322.56 258.32		
AUTOMATIC DATA PROCESSING INC	ADP	300 000	13,894 00 4,135 89	46.28 13.79	432 00	3.11
BP PLC SPONSORED ADR	BP	150 000	6,025 50 6,102 58	44.17 40.68		
BANK OF AMERICA CORP	BAC	1,000 000	13,340 00 14,960 83	13.34 14.96	40 00	0.30
BANK OF NEW YORK MELLON CORP	BNK	250 000	7,550 00 6,277 47	30.20 25.11	90 00	1.19
BERKSHIRE HATHAWAY INC CLASS B	BRK_B	100.000	8,011.00 2,868 00	80.11 28.68		
BOEING CO	BA	100 000	6,526 00 4,473 75	65.26 44.74	168 00	2.57
CARNIVAL CORP	CCL	150.000	6,916 50 1,786 20	46.11 11.91	60 00	0.87
CATERPILLAR INC	CAT	215 000	20,136 90 14,744.09	93.68 68.58	378.40	1.88
CHEVRON CORP	CVX	300 000	27,375 00 12,073 12	91.25 40.24	864 00	3.16
CHUBB CORP	CB	150 000	8,946 00 7,882 50	59.64 52.55	222 00	2.48
CISCO SYSTEMS INC	CSCO	1,100 000	22,253 00 22,440 89	20.23 20.40		
COCA-COLA CO	KO	100 000	6,577 00 6,517.50	65.77 65.18	178 00	2.68
COGNIZANT TECHNOLOGY SOLUTIONS CORP	CTSH	250 000	18,322.50 14,109.47	73.29 56.44		
CONOCOPHILLIPS	COP	200.000	13,820.00 4,405 00	69.10 22.03	440.00	3.23

## ATTACHMENT A

FRED V AND DOROTHY H HEINKEL CHARITABLE FOUNDATION

EIN: 43-1242045

2010 FORM 990-PF

PART II, PAGE 2, LINES 10a, 10b, 10c

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
<b>Equities</b>						
CORNING INC	GLW	900 000	17,388 00 15,841 91	19 32 17 60	180 00	1 04
DEVON ENERGY CORP	OVN	250 000	19,827 50 15,797 96	78 51 63 19	180 00	0 82
WALT DISNEY COMPANY	DIS	450 000	16,879 50 15,102 45	37 51 33 56	180 00	1 07
ECOLAB INC	ECL	250 000	12,606 00 12,168 48	50 42 48 67	175 00	1 39
ENERGIZER HOLDINGS INC	ENR	305 000	22,234 50 17 095 77	72 90 56 06		
EXELON CORP	EXC	300 000	12,482 00 12,602 97	41 64 42 01	600 00	5 04
EXXON MOBIL CORP	XOM	150 000	10,988 00 4,345 39	73 12 28 97	264 00	2 41
FEDERATED INTERCONTINENTAL FUND CLASS IS	ICFIX	4,536 706	226,245 53 190,000 00	49 87 41 88	1,891 81	0 84
FEDEX CORP	FDX	100 000	9,301 00 4,730 00	93 01 47 30	48 00	0 52
FORUM FUNDS ABSOLUTE STRATEGIES FUND-I	ASFIX	10,581 304	114,809 74 112,500 00	10 84 10 62	932 03	0 81
FRANKLIN RESOURCES INC	BEN	125 000	13,901 25 11,974 17	111 21 96 79	125 00	0 90
GOLDMAN SACHS GROUP INC	GS	50 000	8,408 00 7,502 75	168 16 150 06	70 00	0 83
GOLDMAN SACHS SATELLITE STRATEGIES PORTFOLIO INSTITUTIONAL SHARE	GXSIX	6,563 065	52,031 34 48,660 00	7 94 7 42	2,883 35	5 54
HARBOR INTERNATIONAL FUND I	HAINX	563 639	34,128 34 31,000 00	60 55 56 00	481 49	1 44
HEWLETT-PACKARD CO	HPO	350 000	14,735 00 16,125 72	42 10 46 07	112 00	0 76
HOME DEPOT INC	HD	550 000	19,283 00 20,789 00	36 06 37 80	519 75	2 70
HONEYWELL INTERNATIONAL INC	HON	200 000	10,632 00 7,235 00	53 16 36 18	242 00	2 28
ITT CORP	ITT	325 000	16 936 75 15,594 73	52 11 47 98	325 00	1 92
ILLINOIS TOOL WORKS INC	ITW	375 000	20,025 00 16,087 52	53 40 42 93	510 00	2 55
INTEL CORP	INTC	800 000	16,824 00 16,139 72	21 03 20 17	504 00	3 00

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<b>Equities</b>						
INTERNATIONAL BUSINESS MACHINES CORP	IBM	125 000	18,345.00 16,066.75	146.76 129.53	325.00	1.77
JPMORGAN CHASE & CO	JPM	350 000	14,847.00 6,351.92	42.42 18.15	70.00	0.47
JACOBS ENGINEERING GROUP INC	JEC	450 000	20,632.50 18,390.93	45.85 38.36		
KLA-TENCOR CORP	KLAC	500 000	19,320.00 15,491.85	38.64 30.98	500.00	2.59
KAYNE ANDERSON MLP INVESTMENT CO (CLOSED END)	KYN	1,050 000	33,043.50 27,499.43	31.47 26.19	2,037.00	6.18
KIMBERLY-CLARK CORP	KMB	250,000	15,760.00 15,804.48	63.04 63.22	650.00	4.19
LOOMIS SAYLES SML CAP VAL I	LSSCX	5,000.367	130,009.76 106,984.01	26.60 21.20	825.06	0.62
LOWE'S COS INC	LOW	400 000	10,032.00 4,673.74	25.08 11.68	176.00	1.75
MCDONALD'S CORP	MCD	250,000	19,190.00 17,751.98	76.76 71.01	610.00	3.18
MEDTRONIC INC	MDT	200,000	7,418.00 6,817.50	37.09 34.09	180.00	2.43
MICROSOFT CORP	MSFT	675,000	18,839.25 26,377.47	27.91 39.06	432.00	2.29
MICROCHIP TECHNOLOGY INC	MCHP	500 000	17,105.00 15,217.68	34.21 30.44	690.00	4.03
NASDAQ STOCK MARKET INC	NDAQ	500 000	11,865.00 9,149.95	23.73 18.30		
NATIONAL OILWELL VARCO INC	NOV	300 000	20,175.00 11,329.88	67.25 37.77	132.00	0.66
NIKE INC	NKE	150 000	12,813.00 11,037.00	85.42 73.58	186.00	1.45
NOVARTIS AG ADR	NVS	250 000	14,737.50 12,192.47	58.95 48.77	413.25	2.80
ORACLE CORP	ORCL	300,000	9,380.00 1,737.49	31.30 5.79	60.00	0.64
PARKER HANNIFIN CORP	PH	225,000	19,417.50 14,065.48	86.30 62.51	261.00	1.34
PEPSICO INC	PEP	350 000	22,865.50 13,558.12	65.33 38.74	672.00	2.94
PROCTER & GAMBLE CO	PG	400 000	25,732.00 11,754.74	64.33 29.39	770.80	3.00



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PART II, PAGE 2, LINES 10a, 10b, 10c

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
<b>Equities</b>						
QUALCOMM INC	QCOM	250 000	12,372 50 4,848 91	49 49 19 40	190 00	1 54
RIO TINTO PLC SPONSORED ADR	RIO	175 000	12,540 50 9,202 48	71 66 52 59	154 70	1 23
RYDEX SERIES - ALTERNATIVE STRATEGIES ALLOCATION FUND H	RYFOX	4,365 076	86 908 86 84,000 00	19.91 19 24	1,582 70	1.80
SPDR S&P BRIC 40 (ETF)	BIK	700 000	19,201 00 18,146 88	27 43 25 92	296 80	1 55
SPDR S&P INTERNATIONAL SMALL CAP (ETF)	GWX	1,000 000	30,840 00 25,822 69	30 84 25 82	729 00	2 36
SANOFI-AVENTIS SA ADR	SNY	550 000	17,726 50 16,438 98	32 23 29 89	606 10	3 42
SELECT SECTOR SPDR - FINANCIAL (ETF)	XLF	1,750 000	27,912 50 25,354 83	15 95 14 49	273 00	0.98
TJX COS INC	TJX	375 000	16,646 25 15,686 09	44 39 41 83	225 00	1 35
TARGET CORP	TGT	250 000	15,032 50 8,717 18	60 13 34 87	250 00	1 65
THERMO FISHER SCIENTIFIC INC	TMO	360 000	19,376 00 16,087 47	55 36 45 95		
UNITED TECHNOLOGIES CORP	UTX	225 000	17,712 00 15,845 25	78 72 70 42	382 50	2 16
WAL-MART STORES INC	WMT	360 000	18,675 50 17,804 96	53 93 50 87	423 50	2 24
XILINX INC	XLNX	200 000	5,796 00 1,581 60	28 98 7 91	128 00	2 21
COVIDIEN PLC	COV	250 000	11,415 00 9,294 97	45.88 37 18	200 00	1 75
NOBLE CORPORATION	NE	500 000	17,885 00 15,968 78	35 77 31 94	174 00	0 97
* Total Equities			1,729,875.87 1,416,586.28		29,529.24	1 71
Grand Total Assets			2,554,778.39 2,240,151.55		61,343.35	2.40