Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 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
FRANK AND BESSIE SPIELBERG FOUNDATION

A Employer identification number
43-6042034

Number and street (or P O box number if mail is not delivered to street address)
1001 YELLOWWOOD CT

Room/suite

B Telephone number
636-536-0744

City or town, state, and ZIP code
CHESTERFIELD, MO 63005

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 623,072.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(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)
Revenue	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	5,526.	5,526.		STATEMENT 1
	4 Dividends and interest from securities	36,250.	36,250.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,532.			
	b Gross sales price for all assets on line 6a 84,657.				
	7 Capital gain net income (from Part IV, line 2)		2,532.		
	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	44,308.	44,308.		
Operating and Administrative Expenses	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	2,500.	1,250.		0.
	c Other professional fees STMT 4	4,445.	2,223.		0.
	17 Interest				
	18 Taxes STMT 5	240.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	36.	18.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	7,221.	3,491.		0.
	25 Contributions, gifts, grants paid	57,798.			57,798.
	26 **Total expenses and disbursements** Add lines 24 and 25	65,019.	3,491.		57,798.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<20,711.>			
	b **Net investment income** (if negative, enter -0-)		40,817.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

023501
12-07-10 LHA For Paperwork Reduction Act Notice, see the instructions.

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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	26,946.	<2,291.>	<2,291.>
	2	Savings and temporary cash investments	6,005.	45,701.	45,701.
	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 STMT 7	197,433.	159,099.	156,683.
	c	Investments - corporate bonds STMT 8	317,771.	292,053.	260,695.
	11	Investments - land buildings and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	169,575.	202,457.	162,284.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	717,730.	697,019.	623,072.
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	717,730.	697,019.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	717,730.	697,019.	
	31	**Total liabilities and net assets/fund balances**	717,730.	697,019.	

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	717,730.
2	Enter amount from Part I, line 27a	2	<20,711.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	697,019.
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	697,019.

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	FINANCIAL SECURITIES (STATEMENT 12)	P	VARIOUS	VARIOUS
b	FINANCIAL SECURITIES (STATEMENT 12)	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
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	74,938.		81,188.	<6,250.>
b	1,207.		937.	270.
c	8,512.			8,512.
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				<6,250.>
b				270.
c				8,512.
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 2,532.

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	58,261.	512,958.	.113578
2008	61,582.	685,097.	.089888
2007	70,245.	887,919.	.079112
2006	70,262.	911,634.	.077073
2005	82,669.	941,360.	.087819

2	Total of line 1, column (d)	2	.447470
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	.089494
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	617,492.
5	Multiply line 4 by line 3	5	55,262.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	408.
7	Add lines 5 and 6	7	55,670.
8	Enter qualifying distributions from Part XII, line 4	8	57,798.

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	408.
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	408.
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	408.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	430.		
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	430.
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	22.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	22.	**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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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 ▶ N/A

14 The books are in care of ▶ FRANK J. SPIELBERG Telephone no ▶636-536-0744

Located at ▶1001 YELLOWWOOD CT. , CHESTERFILED, MO ZIP+4 ▶63005

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

		Yes	No
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		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) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ _____, _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2010 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969, (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)* N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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
FRANK J. SPIELBERG 1001 YELLOWWOOD CT. CHESTERFIELD, MO 63005	TRUSTEE 15.00	0.	0.	0.
EDWARD SPIELBERG 1811 AUTUMN GLEN CT. CHESTERFIELD, MO 63017	TRUSTEE 0.00	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

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.

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	591,966.
b	Average of monthly cash balances			1b	34,929.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	626,895.
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	626,895.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	9,403.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	617,492.
6	**Minimum investment return.** Enter 5% of line 5			6	30,875.

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	30,875.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	408.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	408.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	30,467.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	30,467.
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	30,467.

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	57,798.
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	57,798.
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	408.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	57,390.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					30,467.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				0.	
b Total for prior years ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2010					
a From 2005	36,809.				
b From 2006	25,888.				
c From 2007	26,973.				
d From 2008	28,611.				
e From 2009	33,593.				
f **Total** of lines 3a through e		151,874.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $	57,798.				
a Applied to 2009, but not more than line 2a				0.	
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					30,467.
e Remaining amount distributed out of corpus		27,331.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 **Enter the net total of each column as indicated below**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		179,205.			
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					0.
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		36,809.			
9 **Excess distributions carryover to 2011** Subtract lines 7 and 8 from line 6a		142,396.			
10 Analysis of line 9					
a Excess from 2006	25,888.				
b Excess from 2007	26,973.				
c Excess from 2008	28,611.				
d Excess from 2009	33,593.				
e Excess from 2010	27,331.				

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(j)(3) or ☐ 4942(j)(5)

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

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see the instructions.)**

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE 11			GIFTS	57,798.
Total			▶ 3a	57,798.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5,526.	
4 Dividends and interest from securities			14	36,250.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,532.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		44,308.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 44,308.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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 5-13-11

Title Trustee

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DENISE M. PISCIOTTA	Denise M Pisciotta	5/9/11		

Firm's name ▶ UHY ADVISORS MO, INC.
15 SUNNEN DR, SUITE 100
Firm's address ▶ ST. LOUIS, MO 63143

Firm's EIN ▶

Phone no. 314-615-1200

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

SOURCE	AMOUNT
INTEREST	5,526.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	5,526.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	44,762.	8,512.	36,250.
TOTAL TO FM 990-PF, PART I, LN 4	44,762.	8,512.	36,250.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,500.	1,250.		0.
TO FORM 990-PF, PG 1, LN 16B	2,500.	1,250.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	4,445.	2,223.		0.
TO FORM 990-PF, PG 1, LN 16C	4,445.	2,223.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2010 ESTIMATED TAX PAYMENTS	240.	0.		0.
TO FORM 990-PF, PG 1, LN 18	240.	0.		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
OFFICE EXPENSES	12.	6.		0.
BANK CHARGES	24.	12.		0.
TO FORM 990-PF, PG 1, LN 23	36.	18.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 10	159,099.	156,683.
TOTAL TO FORM 990-PF, PART II, LINE 10B	159,099.	156,683.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 10	292,053.	260,695.
TOTAL TO FORM 990-PF, PART II, LINE 10C	292,053.	260,695.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 10	COST	202,457.	162,284.
TOTAL TO FORM 990-PF, PART II, LINE 13		202,457.	162,284.

Frank and Bessie Spielberg Foundation
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Statement 10

Stocks:		**Book Value**	**Fair Market Value**
Ameren Corp		29,540	31,009
Camden Property Trust		5,500	13,495
DTE Energy Company		38,610	58,916
CHESAPEAKE ENERGY CORP OKLA		19,555	12,955
DELL INC.		20,368	14,905
UNTS Van Kampen Cohen & Steers		23,013	15,907
Hrpt Properties		-	-
CRT Properties (Formerly Koger Equity Inc)		14,826	8,550
Citigroup Inc.		7,687	946
SAT-Sprint Cap Co		-	-
	Statement 8	159,099	156,683
Bonds:			
Auburn Hills/DaimlerChysler Co LLC		25,323	22,850
Alliance World Dollar Gvt Fnd II		25,935	42,900
Blackrock Core Bond Tr		13,066	12,520
Debt Strat Fund Inc(BlackRock)		29,596	17,145
Eaton Vance LTD Duration INC Fund		24,607	23,979
Eaton Vance Senior Income Trust SBI		84	86
First Trust/Four Corners		-	-
Highland Credit Strategies Fund		30,000	11,370
Helios Total Return Fund Inc		16,200	11,360
Morgan Stanley Emerg Mkt Debt Fund		8,030	10,480
Nuveen Floating Rate Income		-	-
Nuveen Quality Prefferred		30,079	19,750
Strategic Global Incm Fund		40,722	40,722
Western Asset High Income Fund		48,411	47,534
	Statement 9	292,053	260,695
Mutual Funds and Other Investments			
Federated Intl High Inc		24,960	26,129
Eaton Vance Tax Managed EQ		26,729	16,965
Eaton Vance Tax Managed Global EQ		36,198	21,060
Nuveen Core Equity Alpha Fund		37,367	31,475
Linn Energy LL Units		13,054	18,745
Calamos Strategic Total Return		28,667	19,779
Blackrock Global Opportunities Equity Trust		35,481	28,131
	Statement 10	202,457	162,284
Total		653,609	579,662

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Statement 11
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Date	Description	Status	Donation
1/7/2010	Aish Hatorah	Public Charity	100
1/7/2010	American Associates Ben Gurion U	Public Charity	250
1/7/2010	American Jewish Committte	Public Charity	100
1/7/2010	American Jewish Congress	Public Charity	100
1/7/2010	American Red Cross	Public Charity	100
1/7/2010	Block Yeshiva H.S.	Public Charity	100
1/7/2010	Cardinal Glennon Hospital	Public Charity	100
1/7/2010	Channel 9	Public Charity	250
1/7/2010	Hebrew Union College	Public Charity	250
1/7/2010	Masonic Home of Missouri	Public Charity	100
1/7/2010	Operation Food Search	Public Charity	100
1/7/2010	Ronald McDonald House	Public Charity	100
1/7/2010	Simon Wiesenthal Center	Public Charity	100
1/7/2010	Solomon Schecter Day School	Public Charity	100
1/7/2010	St Louis Rabbinical Assc	Public Charity	100
2/4/2010	American Lung	Public Charity	100
2/4/2010	B'Nai Brith Jw International	Public Charity	100
2/4/2010	Mental Health Assoc	Public Charity	250
2/4/2010	Missouri Historical Socitety	Public Charity	100
2/4/2010	St Louis Assoc for Retarded Citizens	Public Charity	100
2/4/2010	St. Louis Symphony Orchestra	Public Charity	250
2/4/2010	Jerusalem Foundation	Public Charity	100
2/4/2010	Union of Conuncil for Soviet Jews	Public Charity	100
2/4/2010	University of Missouri St. Louis	Public Charity	250
2/4/2010	University of Southern California	Public Charity	1,000
2/4/2010	Wedu Channel 3 Tampa	Public Charity	100
3/5/2010	Arts and Education Fund	Public Charity	250
3/5/2010	Central Institute for the Deaf	Public Charity	100
3/5/2010	Epilepsy Foundation	Public Charity	100
3/5/2010	Habitiat For Humanity	Public Charity	100
3/5/2010	St. Louis Art Museum	Public Charity	200
3/5/2010	The Muny	Public Charity	250
3/5/2010	University of Missouri	Public Charity	1,882
4/6/2010	Amvets	Public Charity	100
4/6/2010	Chabad House of St Louis	Public Charity	100
4/6/2010	Jewish Center for Aged	Public Charity	100
4/6/2010	Saul Mirowitz Day School	Public Charity	250
4/6/2010	St. Judes Childrens Research Hospital	Public Charity	100
4/6/2010	St. Louis Public Library	Public Charity	100
4/6/2010	University of Missouri Tiger Sch	Public Charity	3,000
4/6/2010	Two/Ten Charity Foundation	Public Charity	100
4/30/2010	St. Louis Symphony Orchestra	Public Charity	845
5/6/2010	Beverly Farm Foundation	Public Charity	100
5/6/2010	Joseph Kranskopt Memorial Library	Public Charity	100
5/6/2010	Macular Degeneration Research	Public Charity	100
5/6/2010	Missouri Botanical Garden	Public Charity	100

Date	Description	Status	Donation
5/6/2010	National Council of Jewish Women	Public Charity	100
5/6/2010	Pelican Mans Bird Sanctuary	Public Charity	100
5/6/2010	Sarasota Manatee Jewish Federation	Public Charity	1,000
5/6/2010	The Florida Aquarium	Public Charity	135
5/6/2010	United Farm Workers	Public Charity	100
5/6/2010	United States Holocost Memorial	Public Charity	100
6/2/2010	University of Missouri	Public Charity	616
6/4/2010	Jewish Community Center National Jewish Medical	Public Charity	3,000
6/4/2010	Mo. State Council of Firefighter	Public Charity	100
6/4/2010	National Jewhis Medical	Public Charity	100
6/4/2010	St. Louis Science Center	Public Charity	175
6/4/2010	Union For Reform Judiasm	Public Charity	1,000
6/4/2010	The Wellness Community	Public Charity	100
7/7/2010	Alzheimers Assoc	Public Charity	100
7/7/2010	American Diabete Assoc	Public Charity	100
7/7/2010	Arza	Public Charity	100
7/7/2010	University of Missouri Development	Public Charity	500
7/7/2010	Mote Marine Laboratory	Public Charity	125
7/7/2010	Sh'ma	Public Charity	100
7/7/2010	St. Louis Area Food Bank	Public Charity	100
7/7/2010	St Louis Hillel Center	Public Charity	100
7/7/2010	Womens American Ort	Public Charity	100
8/5/2010	American Jewish Historical Soc	Public Charity	100
8/5/2010	American Kidney Fund	Public Charity	100
8/5/2010	Forest Park Forever	Public Charity	300
8/5/2010	St Louis Holocaust Museum	Public Charity	100
8/5/2010	Jewish Family and Children Service	Public Charity	100
8/5/2010	Jewish Food Pantry	Public Charity	100
8/5/2010	National Yiddish Book Center	Public Charity	120
9/1/2010	Jewish Community Center	Public Charity	1,200
9/8/2010	Amnesty International	Public Charity	100
9/8/2010	Cumberland College	Public Charity	100
9/8/2010	Friends of Education	Public Charity	250
9/8/2010	Hillel Foundation of Missouri	Public Charity	100
9/8/2010	Humane Society	Public Charity	200
9/8/2010	Logos High School	Public Charity	300
9/8/2010	Miriam Foundation	Public Charity	100
9/8/2010	Salvation Army	Public Charity	200
9/8/2010	St Louis Zoo Foundation	Public Charity	350
10/12/2010	American Foundation for Blind	Public Charity	100
10/12/2010	Jewish Federation	Public Charity	10,000
10/12/2010	Memorial Sloan Kettering Cancer	Public Charity	200
10/12/2010	National Alliance for Autism	Public Charity	100
10/12/2010	Planned Parenthood of St. Louis	Public Charity	100

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Date	Description	Status	Donation
10/12/2010	Sarasota Memorial Hosital fund	Public Charity	100
10/12/2010	Semo University Foundation	Public Charity	250
10/12/2010	Servie Club for the Blind	Public Charity	100
11/5/2010	American Heart Assoc	Public Charity	100
11/5/2010	American Printing House For Blind	Public Charity	100
11/5/2010	Dismas House of St Louis	Public Charity	100
11/5/2010	Keren-Or	Public Charity	100
11/5/2010	Retina Research & Development	Public Charity	100
11/5/2010	The Scholarship Foundation	Public Charity	200
11/5/2010	St Louis Peregrine Society	Public Charity	100
11/5/2010	Unicef	Public Charity	100
11/5/2010	United Negro College Fund	Public Charity	200
11/5/2010	United Way of St Louis	Public Charity	1,000
11/5/2010	University of Missouri	Public Charity	270
12/17/2010	United Hebrew Congregation	Public Charity	5,600
12/17/2010	United Hebrew Congregation	Public Charity	13,630
12/24/2010	American Institute for Cancer Research	Public Charity	100
12/24/2010	Big Brother Big Sister	Public Charity	1,000
		Total	$ 57,798

Frank and Bessie Spielberg Foundation
Sale of Investments
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Statement 12

Description	Quantity	Date Acquired	Date Sold	Proceeds	Cost	Gain (Loss)
First Trust Senior Floating Rate Income Fund II	4	12/11/2009	4/13/2010	54	45	9
Eaton Vance Senior Income Trust SBI	18	4/20/2009	4/13/2010	127 31	72 83	54
Eaton Vance Senior Income Trust SBI	16	5/18/2009	4/13/2010	113	74	39
Eaton Vance Senior Income Trust SBI	15	7/17/2009	4/13/2010	106	72	34
Eaton Vance Senior Income Trust SBI	15	7/17/2009	4/13/2010	106	72	34
Eaton Vance Senior Income Trust SBI	12	8/19/2009	4/13/2010	85	62	23
Eaton Vance Senior Income Trust SBI	12	9/17/2009	4/13/2010	85	67	18
Eaton Vance Senior Income Trust SBI	12	10/19/2009	4/13/2010	85	70	15
Eaton Vance Senior Income Trust SBI	13	11/19/2009	4/13/2010	92	74	18
Eaton Vance Senior Income Trust SBI	12	12/17/2009	4/13/2010	85	74	11
Eaton Vance Senior Income Trust SBI	38	Earnings	4/13/2010	269	254	15
Eaton Vance Senior Income Trust SBI	13	4/18/2007	4/13/2010	92	113	(21)
Eaton Vance Senior Income Trust SBI	12	5/17/2007	4/13/2010	85	105	(20)
Eaton Vance Senior Income Trust SBI	12	6/18/2007	4/13/2010	85	105	(20)
Eaton Vance Senior Income Trust SBI	14	7/18/2007	4/13/2010	99	113	(14)
Eaton Vance Senior Income Trust SBI	15	8/17/2007	4/13/2010	106	116	(10)
Eaton Vance Senior Income Trust SBI	15	9/20/2007	4/13/2010	106	117	(11)
Eaton Vance Senior Income Trust SBI	15	10/18/2007	4/13/2010	106	117	(11)
Eaton Vance Senior Income Trust SBI	17	11/20/2007	4/13/2010	120	121	(1)
Eaton Vance Senior Income Trust SBI	17	12/19/2007	4/13/2010	120	122	(2)
Eaton Vance Senior Income Trust SBI	16	1/7/2008	4/13/2010	113	115	(2)
Eaton Vance Senior Income Trust SBI	18	2/19/2008	4/13/2010	127	120	7
Eaton Vance Senior Income Trust SBI	18	3/19/2008	4/13/2010	127	116	11
Eaton Vance Senior Income Trust SBI	17	4/17/2008	4/13/2010	120	117	3
Eaton Vance Senior Income Trust SBI	14	5/19/2008	4/13/2010	99	96	3
Eaton Vance Senior Income Trust SBI	14	6/18/2008	4/13/2010	99	97	2
Eaton Vance Senior Income Trust SBI	16	7/17/2008	4/13/2010	113	102	11
Eaton Vance Senior Income Trust SBI	17	8/18/2008	4/13/2010	120	105	15
Eaton Vance Senior Income Trust SBI	18	9/18/2008	4/13/2010	127	102	25
Eaton Vance Senior Income Trust SBI	23	10/17/2008	4/13/2010	163	106	57
Eaton Vance Senior Income Trust SBI	26	11/19/2008	4/13/2010	184	104	80
Eaton Vance Senior Income Trust SBI	31	12/17/2008	4/13/2010	219	107	112
Eaton Vance Senior Income Trust SBI	28	1/20/2009	4/13/2010	198	106	92
Eaton Vance Senior Income Trust SBI	21	2/18/2009	4/13/2010	149	77	72
Eaton Vance Senior Income Trust SBI	21	3/18/2009	4/13/2010	149	75	74
Eaton Vance Senior Income Trust SBI	2200	4/3/2007	4/13/2010	15,560	19,248	(3 688)
Nuveen Floating Rate Income Fund	1500	4/3/2007	4/13/2010	18,226	21,240	(3,014)
Commonwealth	525	9/6/2002	10/21/2010	13,125	13,125	-
Saturn Sprint Cap Corp	1000	2/7/2003	11/1/2010	25,000	25,000	-
				76,145	82,125	(5,980)