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

2010

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

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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: **JAMES M COX FOUNDATION 58014850**

Number and street (or P O box number if mail is not delivered to street address): **P O BOX 64713; TRUST TAX SERVICES**

City or town, state, and ZIP code: **ST. PAUL, MN 55164-0713**

A Employer identification number: **47-0719195**

B Telephone number (see page 10 of the instructions): **(402) 536-5129**

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **2,190,822.**

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	57,810.	57,810.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-7,466.			
	b Gross sales price for all assets on line 6a 430,097.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	2,971.	971.		STMT 3	
12 Total. Add lines 1 through 11	53,315.	58,781.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	28,733.	19,088.		9,646.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16 a Legal fees (attach schedule) STMT 4	4,665.	2,332.	NONE	2,332.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	1,238.	387.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	34,636.	21,807.	NONE	11,978.
	25 Contributions, gifts, grants paid	140,000.			140,000.
26 Total expenses and disbursements. Add lines 24 and 25	174,636.	21,807.	NONE	151,978.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-121,321.				
b Net investment income (if negative, enter -0-)		36,974.			
c Adjusted net income (if negative, enter -0-)					

ENVELOPE POSTMARK DATE MAY 13 2011
 SCANNED MAY 19 2011

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	21,310.	32,770.	32,770.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			NONE
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 6	1,135,670.	1,100,520.	1,319,270.
	c Investments - corporate bonds (attach schedule) STMT 9	855,195.	758,565.	836,027.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ STMT 10)	4,160.	2,755.	2,755.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	2,016,335.	1,894,610.	2,190,822.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ STMT 11)	406.		
	23 Total liabilities (add lines 17 through 22)	406.		
Net Assets or Fund Balances	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 and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,015,929.	1,894,610.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see page 17 of the instructions)	2,015,929.	1,894,610.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,016,335.	1,894,610.		

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	2,015,929.
2 Enter amount from Part I, line 27a	2	-121,321.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	2.
4 Add lines 1, 2, and 3	4	1,894,610.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,894,610.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h)))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-7,466.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			}	3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	144,612.	1,838,756.	0.07864665024
2008	145,791.	2,299,282.	0.06340718537
2007	148,856.	900,797.	0.16524921819
2006	145,065.	2,573,678.	0.05636485994
2005	167,553.	2,562,192.	0.06539439667
2 Total of line 1, column (d)			0.42906231041
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			0.08581246208
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			2,040,507.
5 Multiply line 4 by line 3			175,101.
6 Enter 1% of net investment income (1% of Part I, line 27b)			370.
7 Add lines 5 and 6			175,471.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			151,978.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 337. Refunded amount is 337.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Includes 'Yes' and 'No' columns. Marked 'X' for 'No' in rows 1a, 1b, 1c, 2, 3, 4a, 4b, 5, 6, 7, 8b, 9, 10.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) 11 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 US BANK NATIONAL ASSOCIATION Telephone no (402) 536-5129
Located at 1700 FARNAM ST, OMAHA, NE ZIP + 4 68102
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X 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 page 22 of the instructions) 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a 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)? (see page 22 of the instructions) Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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? **7b** Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		28,733.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,055,197.
b	Average of monthly cash balances	1b	16,384.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,071,581.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,071,581.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	31,074.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,040,507.
6	Minimum investment return. Enter 5% of line 5	6	102,025.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	102,025.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	739.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	739.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	101,286.
4	Recoveries of amounts treated as qualifying distributions	4	2,000.
5	Add lines 3 and 4	5	103,286.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	103,286.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	151,978.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	151,978.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	151,978.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				103,286.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	31,339.			
b From 2006	18,163.			
c From 2007	99,966.			
d From 2008	31,624.			
e From 2009	53,249.			
f Total of lines 3a through e	234,341.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 151,978.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				103,286.
e Remaining amount distributed out of corpus	48,692.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	283,033.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	31,339.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	251,694.			
10 Analysis of line 9:				
a Excess from 2006	18,163.			
b Excess from 2007	99,966.			
c Excess from 2008	31,624.			
d Excess from 2009	53,249.			
e Excess from 2010	48,692.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
SEE STATEMENT 15

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
<p><i>a Paid during the year</i></p> <p>SEE STATEMENT 31</p>				
<p>Total</p>			▶ 3a	140,000.
<p><i>b Approved for future payment</i></p>				
<p>Total</p>			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Table with 2 columns: 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). (See page 29 of the instructions)

NOT APPLICABLE

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? [] Yes [X] No

b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge. Signature of officer or trustee KAREN BASSETT Date 04/18/2011 Title CORP. TRUSTEE

Paid Preparer Use Only Print/Type preparer's name Preparer's signature Date Check [] if self-employed PTIN Firm's name Firm's address Firm's EIN Phone no

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBOTT LABORATORIES	635.	
ANADARKO PETROLEUM CORP	34.	
APACHE CORP	135.	
BANK OF AMERICA CORP	48.	
BEST BUY CO INC	143.	
BRISTOL MYERS SQUIBB CO	208.	
C M S ENERGY CORP	126.	
CVS CAREMARK CORP	140.	
CHEVRON CORPORATION	284.	
CONOCOPHILLIPS	356.	
EXELON CORPORATION	315.	
EXXON MOBIL CORP	532.	
F H L M C M T N 4.250% 2/05/18	266.	
NUVEEN REAL ESTATE SECS FD CL Y	715.	
NUVEEN INTERNATIONAL FUND CL Y	544.	
NUVEEN MID CAP VALUE FUND CL Y	880.	
NUVEEN CORE BOND FD CL Y	17,689.	
NUVEEN TOTAL RETURN BOND FD CL Y	12,969.	
NUVEEN HIGH INCOME BOND FD CL Y	6,482.	
FREEMPORT MCMORAN COPPER GOLD	340.	
GAP INC	201.	
GENERAL ELECTRIC CO	444.	
GEN ELEC CAP CRP MTN 5.500% 1/08/20	1,245.	
GOLDMAN SACHS GROUP INC	189.	
HESS CORP	40.	
HEWLETT PACKARD CO	220.	
HOME DEPOT INC	520.	
I T T CORPORATION	192.	
ILLINOIS TOOL WORKS	445.	
INTEL CORP	520.	
INTERNATIONAL BUSINESS MACHINES CORP	323.	
J P MORGAN CHASE CO	100.	
NW9515 M255 04/18/2011 09:40:59		
	58014850	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JOHNSON JOHNSON	528.	528.
KEYCORP NEW	27.	27.
MICROSOFT CORP	369.	369.
MONSANTO CO	108.	108.
MORGAN STANLEY	1,310.	1,310.
ORACLE CORPORATION	110.	110.
P G E CORP	357.	357.
PEPSICO INC	419.	419.
PFIZER INC	986.	986.
PROCTER & GAMBLE CO	471.	471.
QUALCOMM INC	148.	148.
SCHLUMBERGER LTD	168.	168.
LAUDUS INTL MARKETMASTERS FUND SEL	1,794.	1,794.
SCHWAB CHARLES CORP	138.	138.
SCOUT INTERNATIONAL FUND	795.	795.
SONOCO PRODS CO	194.	194.
TARGET CORPORATION	252.	252.
TEXAS INSTRUMENTS INC	232.	232.
3M CO	263.	263.
UNITED TECHNOLOGIES CORP	510.	510.
UNITED HEALTH GROUP INCORPORATED	25.	25.
VERIZON COMMUNICATIONS INC	214.	214.
WAL MART STORES INC	354.	354.
WALGREEN CO	188.	188.
WELLS FARGO CO	150.	150.
WINDSTREAM CORP	100.	100.
ACE LTD	320.	320.
TOTAL	57,810.	57,810.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
NET SETTLEMENT CLASS ACTION GRANTS RETURNED	971. 2,000.	971.
TOTALS	2,971.	971.

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES	4,665.	2,332.		2,332.
TOTALS	4,665.	2,332.	NONE	2,332.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX	851.	
FOREIGN TAXES ON QUALIFIED FOR	387.	387.
TOTALS	1,238.	387.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ANDARKO PETROLEUM CORP		11,420.	13,328.
GENERAL ELEC CO	10,732.	13,795.	21,948.
I T T CORPORATION	12,681.	8,454.	7,817.
ILLINOIS TOOL WKS INC	14,373.	14,373.	18,690.
UNITED TECHNOLOGIES CORP	9,195.	9,195.	23,616.
3M CO	9,006.	9,006.	10,788.
APACHE CORP	6,443.	6,443.	26,827.
CONOCOPHILLIPS	8,213.	3,422.	8,513.
EXXON MOBIL CORP	17,510.	6,317.	14,624.
BERKSHIRE HATHAWAY INC CL B		7,089.	8,011.
ORACLE CORPORATION	13,054.	10,878.	15,650.
JARDEN CORP		3,183.	3,087.
TARGET CORPORATION	12,053.	12,053.	18,039.
PEPSICO INC	9,241.	9,241.	14,699.
WAL MART STORES INC	14,187.	14,187.	16,179.
WALGREEN CO	13,902.	13,902.	11,688.
AMGEN INC	14,455.	11,524.	10,980.
JOHNSON & JOHNSON	21,864.	15,413.	15,463.
PFIZER INC	29,941.	31,761.	24,426.
OFFICE DEPOT INC		3,830.	3,240.
ACE LTD	10,926.	10,926.	15,563.
BANK OF AMERICA CORP	30,175.	31,681.	16,008.
CITIGROUP INC		2,718.	3,311.
BRISTOL MYERS SQUIBB CO		8,822.	9,268.
ABBOTT LABS	18,567.	14,530.	13,175.
CISCO SYS INC	34,630.	34,630.	20,230.
HEWLETT PACKARD CO	15,637.	15,637.	23,155.
CHEVRON CORPORATION		7,918.	9,125.
MICROSOFT CORP	2,696.	2,311.	16,746.

JAMES M COX FOUNDATION 58014850

47-0719195

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
PROCTER & GAMBLE CO	15,810.	15,810.	16,083.
QUALCOMM INC	5,489.	5,489.	9,898.
TEXAS INSTRUMENTS INC	19,913.	10,620.	13,000.
VERIZON COMMUNICATIONS INC	5,054.		
WELLS FARGO & CO	16,974.	14,852.	21,693.
APPLE INC	5,756.	5,756.	32,256.
FREEMONT-MCMORAN COPPER & GOLD	14,100.	12,337.	21,016.
UNITED HEALTH GROUP INCORPORAT		6,822.	7,222.
SCHLUMBERGER LTD	13,018.	13,018.	16,700.
GAP INC	11,021.	9,130.	11,070.
C V S/CAREMARK CORP	15,828.	15,828.	13,908.
GOLDMAN SACHS GROUP INC	24,958.	27,694.	24,383.
OCCIDENTAL PETROLEUM CORP		7,871.	9,810.
EXELON CORPORATION	12,958.		
AMERICAN TOWER CORP	15,675.	13,687.	18,074.
INTERNATIONAL BUSINESS MACHINE	14,742.	11,794.	17,611.
C M S ENERGY CORP		11,117.	11,160.
J P MORGAN CHASE & CO	18,468.	18,468.	21,210.
INTEL CORP	15,767.	15,363.	17,876.
MONSANTO	7,070.	7,070.	6,964.
SUNOCO PRODS CO	3,877.	3,877.	5,892.
WMS INDS INC	7,377.	7,377.	11,310.
HESS CORP	5,057.		
WEATHERFORD INT'L LTD	4,481.		
BEST BUY CO INC	9,167.	9,167.	8,573.
DOLLAR TREE INC	8,411.	8,411.	16,824.
HOME DEPOT INC	12,725.	12,725.	19,283.
KEYCORP NEW	2,275.	4,411.	6,195.
SCHWAB CHARLES CORP	9,352.	7,473.	8,555.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
P G & E CORP	7,467.	7,467.	9,568.
BARCLAYS IPATH DJ AIR COMMODIT	7,566.		
FIRST AMER INTL FD	42,480.	41,138.	66,403.
FIRST AMER MID CAP GRWTH OPP F	86,031.	80,086.	76,474.
FIRST AMER MID CAP VALUE FD	48,781.	46,904.	67,726.
FIRST AMER REAL ESTATE SECS FD	40,255.	41,849.	53,413.
FIRST AMER SMALL CAP GWTH OPP	38,880.		
FIRST AMER SMALL CAP VALUE FD	49,406.		
LAUDUS INTL MRKTMASTERS INV FD	160,000.	152,128.	125,348.
SCOUT INTERNATIONAL FD	30,000.		
WINDSTREAM CORP		4,428.	5,576.
IPATH DOW JONES UBS COMMODITY		15,694.	19,648.
NEUBERGER BERMAN GENESIS INSTL		60,000.	71,422.
SCOUT INTERNATIONAL FUND		30,000.	42,932.
TOTALS	1,135,670.	1,100,520.	1,319,270.

=====

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
NUVEEN CORE BOND FUND	514,593.	325,042.	359,336.
FIRST AMERICAN TOTAL RETURN FD	252,602.	252,602.	284,333.
FIRST AMERICAN HIGH INCOME BD	68,000.	80,000.	86,793.
BARCLAYS 13 MO 2X EEM 10/28/10	20,000.	50,778.	52,090.
MORGAN STANLEY SER M T N 5.55		50,143.	53,475.
GENERAL ELEC CAP CORP MED TM			
TOTALS	855,195.	758,565.	836,027.

FORM 990PF, PART II - OTHER ASSETS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ACCRUED INCOME	4,160.	2,755.	2,755.
TOTALS	4,160.	2,755.	2,755.
	=====	=====	=====

FORM 990PF, PART II - OTHER LIABILITIES

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----
RETURN OF CAPITAL ADJUSTMENT	406.

TOTALS	406.
	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

ROUNDING

2.

TOTAL

2.

=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

NE

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					540.	
2,636.00		50. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 2,690.00					03/18/2010 -54.00	10/06/2010
1,318.00		25. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 1,346.00					07/12/2007 -28.00	10/06/2010
2,560.00		50. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 2,692.00					07/12/2007 -132.00	10/29/2010
2,210.00		50. AMERICAN TOWER CORP PROPERTY TYPE: SECURITIES 1,988.00					03/23/2007 222.00	01/19/2010
1,521.00		25. AMGEN INC PROPERTY TYPE: SECURITIES 1,465.00					01/07/2009 56.00	04/14/2010
2,772.00		50. AMGEN INC PROPERTY TYPE: SECURITIES 2,874.00					01/19/2010 -102.00	10/06/2010
1,386.00		25. AMGEN INC PROPERTY TYPE: SECURITIES 1,465.00					01/07/2009 -79.00	10/06/2010
23,820.00		20000. BARCLAYS 13MO 2X EEM #AI# PROPERTY TYPE: SECURITIES 20,000.00				10/28	09/25/2009 3,820.00	10/28/2010
7,885.00		150. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 4,106.00					06/17/2003 3,779.00	03/18/2010
1,410.00		25. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 684.00					06/17/2003 726.00	04/14/2010

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,132.00		50. EXELON CORPORATION PROPERTY TYPE: SECURITIES 2,015.00					08/24/2010	10/06/2010 117.00
8,526.00		200. EXELON CORPORATION PROPERTY TYPE: SECURITIES 12,958.00					03/05/2007	10/06/2010 -4,432.00
1,480.00		25. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 1,866.00					02/08/2007	07/14/2010 -386.00
8,291.00		125. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 9,328.00					02/08/2007	10/29/2010 -1,037.00
25,000.00		25000. F H L M C M T N 4.250% 2/05 PROPERTY TYPE: SECURITIES 25,000.00					01/14/2010	05/05/2010
28,058.00		2944.152 NUVEEN SMALL CAP VALUE FUND CL PROPERTY TYPE: SECURITIES 49,406.00					12/04/2000	01/19/2010 -21,348.00
2,017.00		172.265 NUVEEN INTERNATIONAL FUND CL Y PROPERTY TYPE: SECURITIES 1,342.00					05/08/2003	10/06/2010 675.00
2,000.00		96.525 NUVEEN MID CAP VALUE FUND CL Y PROPERTY TYPE: SECURITIES 1,877.00					04/16/1997	01/19/2010 123.00
5,000.00		452.489 NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES 4,915.00					10/31/1989	01/05/2010 85.00
10,000.00		898.473 NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES 9,759.00					10/31/1989	01/20/2010 241.00
45,000.00		4043.127 NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES 43,917.00					10/31/1989	01/22/2010 1,083.00

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
25,000.00		2254.283					10/31/1989	02/04/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		24,487.00					513.00	
5,000.00		454.133					10/31/1989	02/10/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		4,933.00					67.00	
5,000.00		452.489					10/31/1989	02/25/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		4,915.00					85.00	
2,000.00		179.051					10/31/1989	03/18/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		1,945.00					55.00	
5,000.00		446.429					10/31/1989	04/14/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		4,849.00					151.00	
55,000.00		4884.547					05/09/1997	05/04/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		52,503.00					2,497.00	
5,000.00		447.628					05/09/1997	06/22/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		4,799.00					201.00	
5,000.00		445.236					05/09/1997	07/14/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		4,731.00					269.00	
10,000.00		888.099					03/31/1995	07/19/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		9,214.00					786.00	
15,039.00		1312.336					03/31/1995	08/24/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		13,616.00					1,423.00	
2,002.00		174.673					03/31/1995	09/22/2010
		NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES						
		1,812.00					190.00	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,512.00		304.083 NUVEEN CORE BOND FD CL Y PROPERTY TYPE: SECURITIES 3,155.00					03/31/1995	10/06/2010
							357.00	
40,410.00		2216.656 NUVEEN SMALL CAP GWTH OPP CL Y PROPERTY TYPE: SECURITIES 38,880.00					05/08/2003	01/19/2010
							1,530.00	
3,000.00		86.133 NUVEEN MID CAP GRWTH OPP FD CL Y PROPERTY TYPE: SECURITIES 5,945.00					12/08/1998	01/19/2010
							-2,945.00	
2,139.00		25. FREEPORT MCMORAN COPPER GOLD PROPERTY TYPE: SECURITIES 1,762.00					04/10/2007	04/14/2010
							377.00	
		.006 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES					03/23/2005	07/14/2010
		36. FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES 311.00					03/23/2005	07/19/2010
262.00							-49.00	
1,957.00		100. GAP INC PROPERTY TYPE: SECURITIES 1,892.00					10/09/2007	02/04/2010
							65.00	
6,164.00		100. HESS CORP PROPERTY TYPE: SECURITIES 5,057.00					07/02/2009	10/06/2010
							1,107.00	
1,335.00		25. I T T CORPORATION PROPERTY TYPE: SECURITIES 1,409.00					03/23/2006	03/18/2010
							-74.00	
2,304.00		50. I T T CORPORATION PROPERTY TYPE: SECURITIES 2,818.00					03/23/2006	07/19/2010
							-514.00	
2,172.00		100. INTEL CORP PROPERTY TYPE: SECURITIES 2,270.00					01/15/2008	07/14/2010
							-98.00	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,614.00		20. INTERNATIONAL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 1,966.00					01/29/2007	04/14/2010 648.00
1,312.00		10. INTERNATIONAL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 983.00					01/29/2007	07/14/2010 329.00
6,314.00		100. JOHNSON JOHNSON PROPERTY TYPE: SECURITIES 6,451.00					07/13/2005	02/04/2010 -137.00
2,424.00		100. MICROSOFT CORP PROPERTY TYPE: SECURITIES 385.00					01/25/1995	08/24/2010 2,039.00
1,736.00		100. MYLAN INC PROPERTY TYPE: SECURITIES 2,215.00					04/14/2010	08/24/2010 -479.00
2,335.00		100. ORACLE CORPORATION PROPERTY TYPE: SECURITIES 2,176.00					01/15/2008	06/22/2010 159.00
5,000.00		312.5 LAUDUS INTL MRKTMASERS INV FUND PROPERTY TYPE: SECURITIES 7,872.00					10/11/2007	07/20/2010 -2,872.00
1,393.00		100. SCHWAB CHARLES CORP PROPERTY TYPE: SECURITIES 1,879.00					05/05/2009	08/24/2010 -486.00
3,671.00		150. TEXAS INSTRUMENTS INC PROPERTY TYPE: SECURITIES 3,983.00					01/17/2002	01/19/2010 -312.00
2,464.00		100. TEXAS INSTRUMENTS INC PROPERTY TYPE: SECURITIES 2,655.00					01/17/2002	03/18/2010 -191.00
2,547.00		100. TEXAS INSTRUMENTS INC PROPERTY TYPE: SECURITIES 2,655.00					01/17/2002	07/19/2010 -108.00

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,434.00		150. VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 4,744.00					03/23/2005 -310.00	08/24/2010
2,806.00		100. WELLS FARGO CO PROPERTY TYPE: SECURITIES 2,122.00					04/21/1999 684.00	06/22/2010
6,142.00		300. WEATHERFORD INTERNATIONAL LTD PROPERTY TYPE: SECURITIES 3,221.00					03/30/2009 2,921.00	01/08/2010
2,047.00		100. WEATHERFORD INTERNATIONAL LTD PROPERTY TYPE: SECURITIES 1,260.00					01/07/2009 787.00	01/08/2010
TOTAL GAIN(LOSS)							----- -7,466. =====	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

US BANK NATIONAL ASSOCIATION

ADDRESS:

1700 FARNAM
OMAHA, NE 68102

TITLE:

CORPORATE TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 8

COMPENSATION 22,733.

OFFICER NAME:

NORMAN A OTTO

ADDRESS:

1500 KINGSTON RD
LINCOLN, NE 68506

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

COMPENSATION 6,000.

OFFICER NAME:

RONALD C JENSEN

ADDRESS:

1500 WOODMEN TOWER
OMAHA, NE 68102

TITLE:

SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

OFFICER NAME:

MICHAEL J LYNCH

ADDRESS:

US BANK NA, 525 N 132ND STREET
OMAHA, NE 68154

TITLE:

TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

TOTAL COMPENSATION: 28,733.

=====

RECIPIENT NAME:

NORMAN OTTO, JAMES M COX FOUNDATION

ADDRESS:

1500 KINGSTON ROAD

LINCOLN, NE 68506

RECIPIENT'S PHONE NUMBER: 402-488-1951

FORM, INFORMATION AND MATERIALS:

APPLICATION FORMS ARE AVAILABLE UPON REQUEST.

SUBMISSION DEADLINES:

APRIL 1ST

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AMOUNT OF THE SCHOLARSHIP IS \$1,000 AND AWARDED TO HIGH SCHOOL SENIORS
ATTENDING COLLEGE OR TRADE SCHOOL. APPLICANTS MUST BE IN THE EASTERN
THIRD OF NEBRASKA.

RECIPIENT NAME:
NEBRASKA CHILDREN'S HOME
ADDRESS:
4939 SOUTH 118TH ST
OMAHA, NE 68137
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDING
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
LINCOLN ACTION PLAN
ADDRESS:
210 O ST
LINCOLN, NE 68502
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDING
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
HAMILTON COMMUNITY FOUNDATION
ADDRESS:
PO BOX 283
AURORA, NE 68818-0283
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDING
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

BOYS AND GIRLS CLUBS

ADDRESS:

2606 HAMILTON
OMAHA, NE 68131

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDING

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

IOWA WESTERN COMMUNITY COLLEGE

ADDRESS:

2700 COLLEGE RD BOX 4-C
COUNCIL BLUFFS, IA 51502-3004

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CAMPFIRE USA

ADDRESS:

2566 ST MARY'S AVENUE
OMAHA, NE 68105

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

MAVERICK VILLAGE/UNO

ADDRESS:

6608 UNIVERSITY DR SOUTH
OMAHA, NE 68182

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

RESIDENCE HALL LINENS

ADDRESS:

3 GRAPHICS DRIVE
WEST TRENTON, NY 08628-0559

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 647.

RECIPIENT NAME:

COLLEGE OF ST MARY

ADDRESS:

7000 MERCY ROAD
OMAHA, NE 68106

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

YASHSWEE KC

ADDRESS:

18664 S STREET
OMAHA, NE 68135

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 288.

RECIPIENT NAME:

SOUTHEAST COMMUNITY COLL-MILFORD

ADDRESS:

600 STATE STREET
MILFORD, NE 68405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:

WILLIAMS COLLEGE

ADDRESS:

P O BOX 37
WILLIAMSTOWN, MA 01267

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

NCK TECHNICAL COLLEGE

ADDRESS:

P O BOX 507
BELOIT, KS 67420

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

NORTHWESTERN UNIVERSITY
OFFICE OF FINANCIAL AID

ADDRESS:

1801 HINMAN - 2ND FLOOR
EVANSTON, IL 60208-1270

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

MIDLAND LUTHERAN COLLEGE

ADDRESS:

900 N CLARKSON
FREMONT, KS 68025

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

MYOTHERAPY INSTITUTE

ADDRESS:

6020 SOUTH 58TH STREET

LINCOLN, NE 68516

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

HASTINGS COLLEGE

OFFICE OF FINANCIAL AID

ADDRESS:

710 N TURNER AVE

HASTINGS, NE 68901

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

KARINA MENDOZA

ADDRESS:

5312 S 33RD STREET

OMAHA, NE 68107

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SPECIAL AWARD

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

CENTRAL COMMUNITY COLLEGE

ADDRESS:

PO BOX 4903

GRAND ISLAND, NE 68802

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

DOANE COLLEGE

ADDRESS:

1014 BOSWELL AVE

CRETE, NE 68333

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:

GRACE CHILDREN'S HOME

ADDRESS:

1033 N MAIN STREET

HENERSON, NE 68371

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

SOUTHEAST COMMUNITY COLLEGE

ADDRESS:

68 STREET PLACE
LINCOLN, NE 68510

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

UNIVERSITY OF KANSAS
OFFICE OF STUDENT FINANCIAL AID

ADDRESS:

1450 JAYHAWK BLVD, RM 50 - STRONG
LAWRENCE, KS 66045

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

NEBRASKA METHODIST COLLEGE

ADDRESS:

720 N 87TH ST
OMAHA, NE 68114

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

CREIGHTON UNIVERSITY

ADDRESS:

2500 CALIFORNIA PLAZA
OMAHA, NE 68178

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,065.

RECIPIENT NAME:

WAYNE STATE COLLEGE

ADDRESS:

111 MAIN ST
WAYNE, NE 68787

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 8,000.

RECIPIENT NAME:

NEBRASKA COLLEGE OF TECHNICAL
AGRICULTURE

ADDRESS:

404 EAST 7TH
CURTIS, NE 69025

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
NORTHEAST COMMUNITY COLLEGE
ADDRESS:
801 EAST BENJAMIN AVE
NORFOLK, NE 68701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 9,000.

RECIPIENT NAME:
UNIVERSITY OF NEBRASKA AT OMAHA
ADDRESS:
60 DODGE ST
OMAHA, NE 68182
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:
UNIVERSITY OF NEBRASKA AT KEARNEY
ADDRESS:
905 WEST 25TH ST
KEARNEY, NE 68849
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

CAPITAL SCHOOL OF ESTHETICS

ADDRESS:

2819 S 125TH AVENUE

OMAHA, NE 68144

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

UNIVERSITY OF NEBRASKA AT LINCOLN

ADDRESS:

1410 Q STREET

LINCOLN, NE 68588

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 18,000.

RECIPIENT NAME:

NEBRASKA WESLEYAN UNIVERSITY

ADDRESS:

207 SMITH CURTIS CLASSROOM

LINCOLN, NE 68588

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 4,000.

=====

RECIPIENT NAME:

BRIAR CLIFF UNIVERSITY

ADDRESS:

3303 REBECCA ST
SIOUX CITY, IA 51104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

YORK COLLEGE

ADDRESS:

1125 EAST 8TH STREET
YORK, NE 68467

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

UNIVERSITY OF ST THOMAS
OFFICE OF FINANCIAL AID

ADDRESS:

2115 SUMMIT AVE, AQU 328
ST PAUL, MN 55105

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

CENTRAL COMMUNITY COLLEGE-HASTINGS

ADDRESS:

550 S TECHNICAL BOULEVARD

HASTINGS, NE 68902-1024

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

BROOK VALLEY SCHOOL

ADDRESS:

6960 SOUTH 110TH STREET

OMAHA, NE 68128

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

NA

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SACRED HEART SCHOOL/CUES

ADDRESS:

2207 WIRT STREET

OMAHA, NE 68110

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

NA

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

JOSEPH'S COLLEGE OF BEAUTY

ADDRESS:

2637 O ST.
LINCOLN, NE 65510

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

NA

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

CONCORDIA UNIVERSITY

ADDRESS:

800 N COLUMBIA AVE
SEWARD, NE 68434

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

NA

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

BELLEVUE UNIVERSITY

ADDRESS:

1000 GALVIN ROAD SOUTH
BELLEVUE, NE 68005

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

TED E BEAR HOLLOW

ADDRESS:

347 NORTH 76TH STREET

OMAHA, NE 68114-3627

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

STEPHENS COLLEGE

ADDRESS:

1200 E BROADWAY

COLUMBIA, MO 65215

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

AUGUSTANA COLLEGE

FINANCIAL AID OFFICE

ADDRESS:

2001 S SUMMIT AVENUE

SIOUX FALLS, SD 57197

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

WILLIAM JEWELL COLLEGE

ADDRESS:

500 COLLEGE HILL CB 2005

LIBERTY, MO 64068

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

TOTAL GRANTS PAID:

140,000.

=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No. 1545-0092

2010

Name of estate or trust

JAMES M COX FOUNDATION 58014850

Employer identification number

47-0719195

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b 2,403.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶					5 2,403.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			540.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b -10,409.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶					12 -9,869.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		2,403.
14	Net long-term gain or (loss):			
a	Total for year	14a		-9,869.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		-7,466.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

Part IV Capital Loss Limitation		
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16
a	The loss on line 15, column (3) or b \$3,000	(3,000)

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

JAMES M COX FOUNDATION 58014850

47-0719195

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 25. ABBOTT LABORATORIES	07/12/2007	10/06/2010	1,318.00	1,346.00	-28.00
50. ABBOTT LABORATORIES	07/12/2007	10/29/2010	2,560.00	2,692.00	-132.00
50. AMERICAN TOWER CORP	03/23/2007	01/19/2010	2,210.00	1,988.00	222.00
25. AMGEN INC	01/07/2009	04/14/2010	1,521.00	1,465.00	56.00
25. AMGEN INC	01/07/2009	10/06/2010	1,386.00	1,465.00	-79.00
20000. BARCLAYS 13MO 2X EEM #AI# 10/28/10	09/25/2009	10/28/2010	23,820.00	20,000.00	3,820.00
150. CONOCOPHILLIPS	06/17/2003	03/18/2010	7,885.00	4,106.00	3,779.00
25. CONOCOPHILLIPS	06/17/2003	04/14/2010	1,410.00	684.00	726.00
200. EXELON CORPORATION	03/05/2007	10/06/2010	8,526.00	12,958.00	-4,432.00
25. EXXON MOBIL CORP	02/08/2007	07/14/2010	1,480.00	1,866.00	-386.00
125. EXXON MOBIL CORP	02/08/2007	10/29/2010	8,291.00	9,328.00	-1,037.00
2944.152 NUVEEN SMALL CAP VALUE FUND CL Y	12/04/2000	01/19/2010	28,058.00	49,406.00	-21,348.00
172.265 NUVEEN INTERNATIONAL FUND CL Y	05/08/2003	10/06/2010	2,017.00	1,342.00	675.00
96.525 NUVEEN MID CAP VALUE FUND CL Y	04/16/1997	01/19/2010	2,000.00	1,877.00	123.00
452.489 NUVEEN CORE BOND FD CL Y	10/31/1989	01/05/2010	5,000.00	4,915.00	85.00
898.473 NUVEEN CORE BOND FD CL Y	10/31/1989	01/20/2010	10,000.00	9,759.00	241.00
4043.127 NUVEEN CORE BOND FD CL Y	10/31/1989	01/22/2010	45,000.00	43,917.00	1,083.00
2254.283 NUVEEN CORE BOND FD CL Y	10/31/1989	02/04/2010	25,000.00	24,487.00	513.00
454.133 NUVEEN CORE BOND FD CL Y	10/31/1989	02/10/2010	5,000.00	4,933.00	67.00
452.489 NUVEEN CORE BOND FD CL Y	10/31/1989	02/25/2010	5,000.00	4,915.00	85.00
179.051 NUVEEN CORE BOND FD CL Y	10/31/1989	03/18/2010	2,000.00	1,945.00	55.00
446.429 NUVEEN CORE BOND FD CL Y	10/31/1989	04/14/2010	5,000.00	4,849.00	151.00
4884.547 NUVEEN CORE BOND FD CL Y	05/09/1997	05/04/2010	55,000.00	52,503.00	2,497.00
447.628 NUVEEN CORE BOND FD CL Y	05/09/1997	06/22/2010	5,000.00	4,799.00	201.00
445.236 NUVEEN CORE BOND FD CL Y	05/09/1997	07/14/2010	5,000.00	4,731.00	269.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

JAMES M COX FOUNDATION 58014850

47-0719195

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr.)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 888.099 NUVEEN CORE BOND FD CL Y	03/31/1995	07/19/2010	10,000.00	9,214.00	786.00
1312.336 NUVEEN CORE BOND FD CL Y	03/31/1995	08/24/2010	15,039.00	13,616.00	1,423.00
174.673 NUVEEN CORE BOND FD CL Y	03/31/1995	09/22/2010	2,002.00	1,812.00	190.00
304.083 NUVEEN CORE BOND FD CL Y	03/31/1995	10/06/2010	3,512.00	3,155.00	357.00
2216.656 NUVEEN SMALL CAP GWTH OPP CL Y	05/08/2003	01/19/2010	40,410.00	38,880.00	1,530.00
86.133 NUVEEN MID CAP GRWTH OPP FD CL Y	12/08/1998	01/19/2010	3,000.00	5,945.00	-2,945.00
25. FREEPORT MCMORAN COPPER GOLD	04/10/2007	04/14/2010	2,139.00	1,762.00	377.00
36. FRONTIER COMMUNICATIONS CORP	03/23/2005	07/19/2010	262.00	311.00	-49.00
100. GAP INC	10/09/2007	02/04/2010	1,957.00	1,892.00	65.00
100. HESS CORP	07/02/2009	10/06/2010	6,164.00	5,057.00	1,107.00
25. I T T CORPORATION	03/23/2006	03/18/2010	1,335.00	1,409.00	-74.00
50. I T T CORPORATION	03/23/2006	07/19/2010	2,304.00	2,818.00	-514.00
100. INTEL CORP	01/15/2008	07/14/2010	2,172.00	2,270.00	-98.00
20. INTERNATIONAL BUSINESS MACHINES CORP	01/29/2007	04/14/2010	2,614.00	1,966.00	648.00
10. INTERNATIONAL BUSINESS MACHINES CORP	01/29/2007	07/14/2010	1,312.00	983.00	329.00
100. JOHNSON JOHNSON	07/13/2005	02/04/2010	6,314.00	6,451.00	-137.00
100. MICROSOFT CORP	01/25/1995	08/24/2010	2,424.00	385.00	2,039.00
100. ORACLE CORPORATION	01/15/2008	06/22/2010	2,335.00	2,176.00	159.00
312.5 LAUDUS INTL MRKTMASERS INV FUND	10/11/2007	07/20/2010	5,000.00	7,872.00	-2,872.00
100. SCHWAB CHARLES CORP	05/05/2009	08/24/2010	1,393.00	1,879.00	-486.00
150. TEXAS INSTRUMENTS INC	01/17/2002	01/19/2010	3,671.00	3,983.00	-312.00
100. TEXAS INSTRUMENTS INC	01/17/2002	03/18/2010	2,464.00	2,655.00	-191.00
100. TEXAS INSTRUMENTS INC	01/17/2002	07/19/2010	2,547.00	2,655.00	-108.00
150. VERIZON COMMUNICATIONS INC	03/23/2005	08/24/2010	4,434.00	4,744.00	-310.00
100. WELLS FARGO CO	04/21/1999	06/22/2010	2,806.00	2,122.00	684.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

NUVEEN REAL ESTATE SECS FD CL Y

540.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

540.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

540.00

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