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Form **990-PF**

Return of Private Foundation

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

Treated as a Private Foundation

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☒ Address change☐ Name change

Name of foundation

L FLORENCE SCHMIDT FOUNDATION

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

Room/suite

Wells Fargo Bank N A - 101N Independence Mall E MACY1372-062

City or town, state, and ZIP code

Philadelphia

PA

19106-2112

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) ▶ \$ 3,885,346

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

A Employer identification number

51-0644401

B Telephone number (see page 10 of the instructions)

(888) 730-4933

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)	61,885			
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	119,382	118,122		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	5,857			
b Gross sales price for all assets on line 6a	331,179			
7 Capital gain net income (from Part IV, line 2)		5,857		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	187,124	123,979	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	2,225	0	0	2,225
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	3,990	1,316	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	34,473	26,489	0	7,984
24 Total operating and administrative expenses. Add lines 13 through 23	40,688	27,805	0	10,209
25 Contributions, gifts, grants paid	373,720			373,720
26 Total expenses and disbursements. Add lines 24 and 25	414,408	27,805	0	383,929
27 Subtract line 26 from line 12	-227,284			
a Excess of revenue over expenses and disbursements		96,174		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see page 30 of the instructions.

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(HTA)

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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			3,635	3,635
	2	Savings and temporary cash investments	140,626	93,898	93,898	
	3	Accounts receivable ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	
	4	Pledges receivable ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0	
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	
	8	Inventories for sale or use		0		
	9	Prepaid expenses and deferred charges		0		
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0	
	b	Investments—corporate stock (attach schedule)	0	0	0	
	c	Investments—corporate bonds (attach schedule)	0	0	0	
	11	Investments—land, buildings, and equipment basis ▶	0			
	Less: accumulated depreciation (attach schedule) ▶	0	0	0		
12	Investments—mortgage loans					
13	Investments—other (attach schedule)	3,977,367	3,797,540	3,787,814		
14	Land, buildings, and equipment basis ▶	0				
	Less: accumulated depreciation (attach schedule) ▶	0	0	0		
15	Other assets (describe ▶)	0	0	0		
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,117,993	3,895,073	3,885,347		
Liabilities	17	Accounts payable and accrued expenses		0		
	18	Grants payable				
	19	Deferred revenue		0		
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0		
	21	Mortgages and other notes payable (attach schedule)	0	0		
	22	Other liabilities (describe ▶)	0	0		
	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	4,117,993	3,895,073		
	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)	4,117,993	3,895,073			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,117,993	3,895,073			

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	4,117,993
2	Enter amount from Part I, line 27a	2	-227,284
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	22,243
4	Add lines 1, 2, and 3	4	3,912,952
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	17,879
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,895,073

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
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 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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	5,857
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	0

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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of nonchantable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	167,067	3,408,897	0.049009
2008	512,431	4,018,693	0.127512
2007	319,069	4,913,980	0.064931
2006			0.000000
2005			0.000000

2 Total of line 1, column (d)	2	0.241452
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.080484
4 Enter the net value of nonchantable-use assets for 2010 from Part X, line 5	4	3,707,014
5 Multiply line 4 by line 3	5	298,355
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	962
7 Add lines 5 and 6	7	299,317
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	8	383,929

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

1 a 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)		1	962
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	962
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	962
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1,913		
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 0		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	1,913	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	951	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 0 Refunded	11	951	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870**6b**

X

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** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (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
Wells Fargo Bank, N A 101N Independence Mall E MACY1372-062 Phi	Trustee 4 00	31,937	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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

0

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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		0
		0
		0
		0
		0
		0
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 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	0
Total. Add lines 1 through 3	0

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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	3,613,640
b	Average of monthly cash balances	1b	149,826
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,763,466
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,763,466
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	56,452
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,707,014
6	Minimum investment return. Enter 5% of line 5	6	185,351

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	185,351
2a	Tax on investment income for 2010 from Part VI, line 5	2a	962
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	962
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	184,389
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	184,389
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	184,389

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	383,929
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	383,929
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	962
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	382,967

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				184,389
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	312,333			
e From 2009	NONE			
f Total of lines 3a through e	312,333			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 383,929				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				184,389
e Remaining amount distributed out of corpus	199,540			
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	511,873			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	511,873			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	312,333			
d Excess from 2009	0			
e Excess from 2010	199,540			

Part XIV Private Operating Foundations (see page 27 of the 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)

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

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0

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))

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	373,720
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	119,382	
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	5,857	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		0		125,239	0
13 Total. Add line 12, columns (b), (d), and (e)				13	125,239

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

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

[illegible]

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 | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**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.

John A Sulentic

4/28/2011

Date _____

VP AND TAX DIRECTOR

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Donald J Roman

Preparer's signature

[Handwritten signature]

Date

4/28/2011

Check ☒ if self-employed

PTIN

P00364310

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶	13-4008324
--------------	------------

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

L FLORENCE SCHMIDT FOUNDATION

51-0644401

Organization type (check one)

Filers of:**Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

L FLORENCE SCHMIDT FOUNDATION

Employer identification number

51-0644401

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	FLORENCE SCHMIDT IRREV TRUST Foreign State or Province Foreign Country	\$ 61,885	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

L FLORENCE SCHMIDT FOUNDATION

Employer identification number

51-0644401

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$ ----- 0	-----

Name of organization

L FLORENCE SCHMIDT FOUNDATION

Employer identification number

51-0644401

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ► \$ 0

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----

L FLORENCE SCHMIDT FOUNDATION

51-0644401 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

BOYS AND GIRLS CLUBS OF BROWARD

Street

877 NW 61ST ST

City

FT LAUDERDALE

State
FLZip Code
33309

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

74,744

Name

ALZHEIMERS ASSOC OF PALM BEACH

Street

3333 FOREST HILL

City

WEST PALM BEACH

State
FLZip Code
33406

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

74,744

Name

ST JUDE CHILDREN'S RESEARCH HOSPITAL

Street

501 ST JUDE PLACE

City

MEMPHIS

State
TNZip Code
38105

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

74,744

Name

PEGGY ADAMS ANIMAL RESCUE LEAGUE

Street

3200 N MILITARY TRAIL

City

WEST PALM BEACH

State
FLZip Code
33409

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

74,744

Name

ACTS RETIREMENT LIFE COMMUNITIES

Street

375 MORRIS ROAD

City

WEST POINT

State
PAZip Code
19486

Foreign Country

Relationship

NONE

Foundation Status

501 (c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

74,744

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Index		Check "X" if Sale of Security	Amount		Totals										Net Gain or Loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																													
			Long Term CG Distributions		CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Cost, Other Basis and Expenses			Net Gain or Loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																														
			Short Term CG Distributions	1,919							Gross Sales	Basis and Expenses	Depreciation																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																															
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Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Net Gain or Loss		
									Long Term CG Distributions		Short Term CG Distributions				
									Amount	1,919	0	0			
										Gross Sales	331,179	325,322	5,857	0	
										Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Net Gain or Loss
51	X		WALGREEN CO	931422109			2/24/2010		10/29/2010	610	635				-25
52	X		WALGREEN CO	931422109			7/14/2010		10/29/2010	1,795	1,568				227
53	X		WYNN RESORTS LTD	983134107			9/24/2009		2/24/2010	1,465	1,585				-120
54	X		YAHOO! INC COM	984332106			8/6/2009		1/29/2010	496	488				8
55	X		YAHOO! INC COM	984332106			9/17/2009		1/29/2010	346	402				-56
56	X		YAHOO! INC COM	984332106			8/6/2009		3/23/2010	1,923	1,776				147
57	X		ACCENTURE PLC-CL A COM	G1151C101			5/4/2009		1/13/2010	1,917	1,363				554
58	X		COVIDIEN PLC	G2554F105			1/26/2010		7/23/2010	386	509				-123
59	X		ADOBE SYS INC COM	00724F101			7/20/2009		1/8/2010	733	623				110
60	X		AETNA INC-NEW	00817Y108			3/23/2010		6/11/2010	1,437	1,734				-297
61	X		ALLERGAN INC	018490102			11/4/2009		7/29/2010	423	406				17
62	X		AMAZON COM INC COM	023135106			12/10/2008		1/6/2010	267	103				164
63	X		AMERICAN EXPRESS COMPA	025816109			7/20/2009		5/5/2010	2,274	1,434				840
64	X		AMGEN INC	031162100			1/27/2010		7/23/2010	735	805				-70
65	X		AMGEN INC	031162100			2/9/2010		7/23/2010	105	115				-10
66	X		ANALOG DEVICES INC COM	032654105			8/24/2009		1/28/2010	1,436	1,501				-65
67	X		BAXTER INTL INC COM	071813109			11/20/2007		4/12/2010	688	690				8
68	X		BAXTER INTL INC COM	071813109			5/8/2009		4/12/2010	930	813				117
69	X		BAXTER INTL INC COM	071813109			5/12/2009		4/12/2010	523	464				59
70	X		ABBOTT LABS COM	002824100			11/20/2007		5/19/2010	1,586	1,823				-237
71	X		ABBOTT LABS COM	002824100			2/18/2009		5/19/2010	433	486				-53
72	X		ABBOTT LABS COM	002824100			5/8/2009		5/19/2010	625	585				40
73	X		ADOBE SYS INC COM	00724F101			7/20/2009		1/6/2010	186	156				30
74	X		COVIDIEN PLC	G2554F105			1/26/2010		7/29/2010	407	560				-153
75	X		ADOBE SYS INC COM	00724F101			4/30/2009		1/8/2010	770	579				191
76	X		BECTON DICKINSON & CO CO	075887109			11/20/2007		4/19/2010	78	84				-6
77	X		BECTON DICKINSON & CO CO	075887109			1/15/2009		4/19/2010	548	497				51
78	X		BECTON DICKINSON & CO CO	075887109			2/18/2009		4/19/2010	783	697				86
79	X		BEST BUY INC COM	086516101			7/20/2009		1/6/2010	123	110				13
80	X		BEST BUY INC COM	086516101			7/20/2009		3/4/2010	1,339	1,315				24
81	X		BRISTOL MYERS SQUIBB CO	110122108			10/17/2007		7/12/2010	3,124	3,691				-567
82	X		BRISTOL MYERS SQUIBB CO	110122108			11/19/2008		7/13/2010	685	563				122
83	X		BRISTOL MYERS SQUIBB CO	110122108			10/17/2007		7/13/2010	203	238				-35
84	X		BROADCOM CORP COM	111320107			5/28/2009		1/7/2010	994	799				195
85	X		CANADIAN NAT RES LTD COM	136385101			11/20/2007		1/26/2010	394	443				-49
86	X		CANADIAN NAT RES LTD COM	136385101			9/25/2008		1/26/2010	66	79				-13
87	X		CATERPILLAR INC COM	149123101			7/24/2009		1/21/2010	755	535				220
88	X		CATERPILLAR INC COM	149123101			7/24/2009		2/5/2010	1,187	947				240
89	X		CELGENE CORP COM	151020104			11/1/2010		12/9/2010	456	493				-37
90	X		CISCO SYSTEMS INC	17275R102			11/20/2007		11/11/2010	767	1,070				-303
91	X		CISCO SYSTEMS INC	17275R102			3/19/2010		11/11/2010	601	759				-158
92	X		CISCO SYSTEMS INC	17275R102			3/19/2010		12/2/2010	77	105				-28
93	X		CISCO SYSTEMS INC	17275R102			8/10/2010		12/2/2010	1,149	1,471				-322
94	X		CISCO SYSTEMS INC	17275R102			7/30/2009		12/2/2010	575	659				-84
95	X		CITRIX SYS INC COM	177376100			7/27/2010		10/4/2010	611	431				180
96	X		COACH INC COM	189754104			1/28/2010		4/22/2010	517	417				100
97	X		COLGATE PALMOLIVE CO	194162103			1/25/2010		11/10/2010	461	484				-23
98	X		CONAGRA FOODS INC	205887102			5/19/2010		8/9/2010	2,259	2,480				-221
99	X		CORNING INC COM	219350105			12/16/2009		4/9/2010	1,742	1,667				75
100	X		CORNING INC	219350105			6/10/2010		8/19/2010	902	995				-93
101	X		CORNING INC	219350105			6/1/2010		8/19/2010	161	165				-4

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount			
Long Term CG Distributions										1,919			
Short Term CG Distributions										0			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Net Gain or Loss	
									Gross Sales Price	Cost or Other Basis	Valuation Method		
102	X	CUMMINS INC COM	231021106			4/27/2009		1/27/2010	281	195		86	
103	X	CUMMINS INC COM	231021106			5/1/2009		1/27/2010	47	34		13	
104	X	CUMMINS INC COM	231021106			7/20/2009		1/27/2010	234	191		43	
105	X	CUMMINS INC COM	231021106			4/29/2010		5/7/2010	662	748		-86	
106	X	DIRECTV-CLASS A COM	25490A101			9/10/2009		1/28/2010	490	399		91	
107	X	DIRECTV-CLASS A COM	25490A101			9/21/2009		1/28/2010	429	372		57	
108	X	DIRECTV-CLASS A COM	25490A101			10/30/2009		1/28/2010	521	444		77	
109	X	THE DIRECTV GROUP	25490A101			9/10/2009		11/15/2010	1,903	1,123		780	
110	X	E M C CORP MASS COM	288648102			4/9/2009		1/27/2010	526	399		127	
111	X	E M C CORP MASS COM	288648102			10/30/2009		1/27/2010	421	407		14	
112	X	EBAY INC COM	278642103			11/12/2009		5/19/2010	2,250	2,473		-223	
113	X	EXPRESS SCRIPTS INC COM	302182100			6/14/2010		7/29/2010	450	536		-86	
114	X	FANNIE MAE 4.250% 8/	31359MYN7			11/15/2007		8/15/2010	50,000	50,248		-248	
115	X	F5 NETWORKS INC	315616102			8/18/2010		12/16/2010	919	622		297	
116	X	FREEMPORT MCMORAN CORP	35671D857			7/22/2009		2/24/2010	73	59		14	
117	X	FREEMPORT MCMORAN CORP	35671D857			12/4/2009		2/24/2010	366	401		-35	
118	X	FREEMPORT MCMORAN CORP	35671D857			7/22/2009		4/23/2010	637	472		165	
119	X	FREEMPORT MCMORAN CORP	35671D857			7/20/2009		5/7/2010	1,695	1,405		290	
120	X	FREEMPORT MCMORAN CORP	35671D857			7/22/2009		5/7/2010	271	236		35	
121	X	FRONTIER COMMUNICATION	35906A108			10/17/2007		7/21/2010	1	1		0	
122	X	FRONTIER COMMUNICATION	35906A108			11/19/2008		8/17/2010	33	31		2	
123	X	FRONTIER COMMUNICATION	35906A108			10/17/2007		8/17/2010	181	272		-91	
124	X	GILEAD SCIENCES INC COM	375558103			11/20/2007		1/4/2010	475	478		-3	
125	X	GILEAD SCIENCES INC COM	375558103			4/6/2009		1/4/2010	86	95		-9	
126	X	GILEAD SCIENCES INC COM	375558103			5/13/2009		1/4/2010	691	714		-23	
127	X	GILEAD SCIENCES INC COM	375558103			11/20/2007		3/10/2010	1,281	1,174		107	
128	X	GOLDMAN SACHS GROUP INC	38141G104			7/29/2010		12/1/2010	1,744	1,648		96	
129	X	GOOGLE INC-CL A	38259P508			12/31/2009		4/22/2010	1,096	1,246		-150	
130	X	GOOGLE INC-CL A	38259P508			6/13/2008		5/21/2010	466	574		-108	
131	X	GOOGLE INC-CL A	38259P508			6/25/2008		5/21/2010	466	551		-85	
132	X	GOOGLE INC-CL A	38259P508			12/31/2009		5/21/2010	466	623		-157	
133	X	GOOGLE INC	38259P508			4/18/2008		6/9/2010	485	544		-59	
134	X	GOOGLE INC	38259P508			10/29/2009		6/9/2010	485	549		-64	
135	X	GOOGLE INC	38259P508			2/18/2009		9/14/2010	963	699		264	
136	X	GOOGLE INC	38259P508			2/8/2008		9/14/2010	963	1,031		-68	
137	X	HEINZ H J CO COM	423074103			10/17/2007		4/5/2010	2,938	2,956		-18	
138	X	HEINZ H J CO COM	423074103			11/19/2008		4/5/2010	689	622		67	
139	X	HEWLETT-PACKARD CO COM	428236103			7/17/2008		5/17/2010	470	430		40	
140	X	HEWLETT-PACKARD CO COM	428236103			2/4/2010		5/17/2010	517	530		-13	
141	X	HEWLETT-PACKARD CO	428236103			6/29/2009		8/10/2010	852	764		88	
142	X	HEWLETT-PACKARD CO	428236103			12/15/2008		8/10/2010	554	458		96	
143	X	HEWLETT-PACKARD CO	428236103			7/17/2008		8/10/2010	128	129		-1	
144	X	HEWLETT-PACKARD CO	428236103			11/25/2008		9/14/2010	517	431		86	
145	X	HEWLETT-PACKARD CO	428236103			2/18/2009		9/14/2010	1,194	1,022		172	
146	X	INTEL CORP COM	458140100			12/9/2008		1/21/2010	849	591		258	
147	X	INTEL CORP COM	458140100			12/9/2008		4/28/2010	1,404	879		525	
148	X	INTEL CORP COM	458140100			2/18/2009		4/28/2010	1,036	609		427	
149	X	INTL BUSINESS MACHINES C	459200101			4/15/2008		4/8/2010	255	231		24	
150	X	INTL BUSINESS MACHINES C	459200101			4/16/2008		4/8/2010	383	360		23	
151	X	INTL BUSINESS MACHINES C	459200101			6/24/2008		4/8/2010	255	247		8	
152	X	INTL BUSINESS MACHINES C	459200101			4/15/2008		4/13/2010	1,288	1,157		131	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Totals				Net Gain or Loss	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Securities			Cost, Other Basis and Expenses		Net Gain or Loss			
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation				
153	X	INTL BUSINESS MACHINES C	459200101			10/16/2008		4/13/2010	515	383			152				
154	X	INTL BUSINESS MACHINES C	459200101			2/18/2009		4/13/2010	1,159	823			336				
155	X	ISHARES RUSSELL MIDCAP V	464287473			10/4/2007		12/17/2010	19,981	23,029			-3,048				
156	X	ISHARES TR RUSSELL MIDCA	464287481			10/4/2007		12/17/2010	29,974	31,083			-1,109				
157	X	JP MORGAN CHASE & CO CO	46625H100			6/10/2009		5/7/2010	41	35			6				
158	X	JP MORGAN CHASE & CO CO	46625H100			4/15/2010		5/7/2010	730	862			-132				
159	X	JP MORGAN CHASE & CO	46625H100			6/10/2009		12/16/2010	360	318			42				
160	X	JP MORGAN CHASE & CO	46625H100			3/13/2009		12/16/2010	160	95			65				
161	X	JOHNSON & JOHNSON	478160104			4/12/2010		6/10/2010	819	911			-92				
162	X	JOHNSON & JOHNSON	478160104			1/28/2010		6/10/2010	643	699			-56				
163	X	JOHNSON & JOHNSON	478160104			1/28/2010		7/12/2010	60	64			-4				
164	X	JOHNSON & JOHNSON	478160104			2/5/2010		7/12/2010	241	251			-10				
165	X	JOHNSON & JOHNSON	478160104			10/28/2009		7/12/2010	361	359			2				
166	X	JOHNSON & JOHNSON	478160104			10/28/2009		7/27/2010	350	359			-9				
167	X	JOHNSON & JOHNSON	478160104			7/9/2009		7/27/2010	2,098	2,042			56				
168	X	JOHNSON CONTROLS INC	478366107			7/21/2009		6/9/2010	1,585	1,468			117				
169	X	JOY GLOBAL INC COM	481165108			9/18/2009		1/22/2010	1,656	1,579			77				
170	X	KIMBERLY CLARK CORP COM	494368103			5/10/2010		9/28/2010	1,951	1,891			60				
171	X	KIMBERLY CLARK CORP COM	494368103			5/10/2010		10/13/2010	1,469	1,387			82				
172	X	KIMBERLY CLARK CORP COM	494368103			6/4/2010		10/13/2010	1,135	1,025			110				
173	X	LABORATORY CRP OF AMER	50540R409			5/19/2010		7/29/2010	291	309			-18				
174	X	LABORATORY CRP OF AMER	50540R409			5/19/2010		12/16/2010	524	464			60				
175	X	LOWE'S COS INC COM	548661107			12/4/2008		1/6/2010	183	182			1				
176	X	LOWE'S COS INC	548661107			2/18/2009		7/12/2010	444	372			72				
177	X	LOWE'S COS INC	548661107			12/5/2008		7/12/2010	404	448			-44				
178	X	LOWE'S COS INC	548661107			12/4/2008		7/12/2010	61	68			-7				
179	X	LOWE'S COS INC	548661107			7/20/2009		7/12/2010	606	622			-16				
180	X	MATTEL INC COM	577081102			10/17/2007		11/2/2010	4,101	4,580			-479				
181	X	MATTEL INC COM	577081102			11/19/2008		11/2/2010	1,230	760			470				
182	X	MCDONALDS CORP	580135101			6/9/2010		10/28/2010	388	344			44				
183	X	MCDONALDS CORP	580135101			6/9/2010		12/9/2010	548	481			67				
184	X	MEAD JOHNSON NUTRITION	582839106			1/28/2010		4/9/2010	415	363			52				
185	X	METLIFE INC	59156R108			4/19/2010		6/4/2010	1,537	1,782			-245				
186	X	MICROSOFT CORP	594918104			11/20/2007		7/12/2010	1,066	1,488			-422				
187	X	MICROSOFT CORP	594918104			11/20/2007		8/3/2010	753	1,003			-250				
188	X	MICROSOFT CORP	594918104			11/20/2007		8/11/2010	789	1,107			-318				
189	X	MICROSOFT CORP	594918104			10/15/2008		8/11/2010	25	24			1				
190	X	MICROSOFT CORP	594918104			6/17/2009		8/17/2010	644	607			37				
191	X	MICROSOFT CORP	594918104			10/15/2008		8/17/2010	471	452			19				
192	X	MICROSOFT CORP	594918104			7/6/2009		8/17/2010	520	485			35				
193	X	MICROSOFT CORP	594918104			7/6/2009		9/9/2010	289	277			12				
194	X	MICROSOFT CORP	594918104			2/18/2009		9/9/2010	337	255			82				
195	X	MICROSOFT CORP	594918104			2/18/2009		11/15/2010	814	564			250				
196	X	MICROSOFT CORP	594918104			3/6/2009		11/15/2010	971	564			407				
197	X	MONSANTO CO NEW	61166W101			3/3/2010		7/1/2010	1,058	1,693			-635				
198	X	NATIONAL OILWELL VARCO I	637071101			10/13/2009		1/6/2010	185	182			3				
199	X	NATIONAL OILWELL VARCO I	637071101			7/20/2009		1/1/2010	743	563			180				
200	X	NATIONAL OILWELL VARCO I	637071101			10/13/2009		1/1/2010	511	500			11				
201	X	NATIONAL OILWELL VARCO I	637071101			4/14/2009		1/22/2010	216	176			40				
202	X	NATIONAL OILWELL VARCO I	637071101			7/20/2009		1/22/2010	173	141			32				
203	X	NATIONAL OILWELL VARCO I	637071101			4/14/2009		1/28/2010	1,575	1,335			240				

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount					
Long Term CG Distributions										1,919					
Short Term CG Distributions										0					
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss		
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		Depreciation	
204	X	NETFLIX COM INC	64110L106			9/1/2010		9/27/2010	654	533			121		
205	X	OCCIDENTAL PETE CORP CO	674599105			1/25/2008		1/28/2010	381	327			54		
206	X	OCCIDENTAL PETE CORP CO	674599105			1/25/2008		2/5/2010	306	261			45		
207	X	OCCIDENTAL PETE CORP CO	674599105			1/6/2009		2/5/2010	459	373			86		
208	X	OCCIDENTAL PETE CORP CO	674599105			1/6/2009		5/7/2010	321	248			73		
209	X	OCCIDENTAL PETE CORP CO	674599105			2/4/2009		5/7/2010	561	390			171		
210	X	OCCIDENTAL PETE CORP CO	674599105			2/18/2009		5/7/2010	801	517			284		
211	X	ORACLE CORP COM	68389X105			11/20/2007		3/19/2010	924	763			161		
212	X	PMCO HIGH YIELD FD-INST #	693390841			11/14/2007		7/9/2010	20,000	21,571			-1,571		
213	X	PARKER HANNIFIN CORP CO	701094104			9/11/2009		5/24/2010	1,869	1,534			335		
214	X	PAYCHEX INC	704326107			5/24/2010		10/25/2010	873	908			-35		
215	X	PAYCHEX INC	704326107			5/24/2010		11/4/2010	1,412	1,464			-52		
216	X	PEPSICO INC COM	713448108			11/20/2007		3/4/2010	768	886			-128		
217	X	PEPSICO INC COM	713448108			11/20/2007		4/23/2010	581	672			-91		
218	X	PEPSICO INC COM	713448108			10/7/2008		4/23/2010	65	67			-2		
219	X	PEPSICO INC	713448108			7/7/2008		6/16/2010	576	600			-24		
220	X	PEPSICO INC	713448108			1/29/2010		6/16/2010	192	180			12		
221	X	PEPSICO INC	713448108			1/29/2010		7/14/2010	508	481			27		
222	X	PEPSICO INC	713448108			2/18/2009		7/14/2010	1,142	930			212		
223	X	PETROLEO BRASILEIRO SA P	71654V408			11/20/2007		1/22/2010	1,133	1,408			-275		
224	X	PETROLEO BRASILEIRO SA P	71654V408			2/18/2009		1/22/2010	336	215			121		
225	X	Pfizer Inc	717081103			3/23/2010		7/23/2010	1,569	1,879			-310		
226	X	Pfizer Inc	717081103			5/5/2010		10/4/2010	411	412			-1		
227	X	Pfizer Inc	717081103			3/23/2010		10/4/2010	1,591	1,618			-27		
228	X	PHILIP MORRIS INTERNATIONAL	718172109			11/2/2009		6/10/2010	674	725			-51		
229	X	PHILIP MORRIS INTERNATIONAL	718172109			11/19/2008		6/10/2010	584	494			90		
230	X	PHILIP MORRIS INTERNATIONAL	718172109			10/6/2008		6/10/2010	359	364			-5		
231	X	PHILIP MORRIS INTERNATIONAL	718172109			2/18/2009		6/10/2010	899	710			189		
232	X	PIONEER HIGH YIELD FUND-Y	72369B406			12/13/2007		7/9/2010	20,000	23,189			-3,189		
233	X	POTASH CORP SASK INC CO	73755L107			7/23/2009		1/29/2010	305	285			20		
234	X	POTASH CORP SASK INC CO	73755L107			7/23/2009		3/4/2010	457	380			77		

Line 16b (990-PF) - Accounting Fees

		2,225	0	0	2,225
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,225			2,225
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	761			
2	ESTIMATED EXCISE TAX PAID	1,913			
3	FOREIGN TAX WITHHELD	1,316	1,316		
4					
5					
6					
7					
8					
9					
10					
		3,990	1,316	0	0

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	31,937	23,953		7,984
3	ADR FEES	2,536	2,536		
4	STATE AG FEES				
5					
6					
7					
8					
9					
10					

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED STMT		3,977,367	3,797,540	3,787,814
2	PRIOR YEAR		3,977,367	3,797,540	3,787,814
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Mutual Fund & CTF Income Additions	1	22,182
2	Bond Accretion/OID	2	61
3	Total	3	22,243

Line 5 - Decreases not included in Part III, Line 2

1	Cost Basis Adjustment	1	8,044
2	Mutual Fund & CTF Income Subtraction	2	9,835
3	Total	3	17,879

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Totals		Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions				329,260	0							
		0	1,919				Gross Sales Price								3,938
1	POTASH CORP SASK INC COM	73755L107			7/17/2009	3/23/2010	1,474	0	0	1,095	379			0	379
2	PRAXAIR INC COM	7400SP104			3/13/2009	1/26/2010	1,504	0	0	1,219	285			0	285
3	PROCTER & GAMBLE CO COM	742718109			5/19/2009	3/4/2010	952	0	0	798	154			0	154
4	PROCTER & GAMBLE CO	742718109			5/19/2009	6/10/2010	681	0	0	585	96			0	96
5	PROCTER & GAMBLE CO	742718109			7/8/2009	6/10/2010	743	0	0	630	113			0	113
6	QUALCOMM INC	747525103			1/7/2010	6/1/2010	1,882	0	0	2,593	-711			0	-711
7	RAYTHEON CO	755111507			1/27/2010	7/22/2010	729	0	0	793	-64			0	-64
8	RAYTHEON CO	755111507			11/30/2009	7/22/2010	49	0	0	52	-3			0	-3
9	RAYTHEON CO	755111507			11/30/2009	8/4/2010	1,438	0	0	1,603	-165			0	-165
10	ROYCE PREMIER FUND W CLASS #566	780905451			10/27/2009	12/17/2010	20,033	0	0	15,000	5,033			0	5,033
11	ST JUDE MED INC COM	790849103			2/17/2009	3/22/2010	1,006	0	0	961	45			0	45
12	ST JUDE MED INC COM	790849103			2/18/2009	3/22/2010	201	0	0	192	9			0	9
13	ST JUDE MED INC	790849103			4/13/2010	10/29/2010	725	0	0	802	-77			0	-77
14	ST JUDE MED INC	790849103			10/30/2009	10/29/2010	496	0	0	447	49			0	49
15	ST JUDE MED INC	790849103			2/18/2009	10/29/2010	114	0	0	115	-1			0	-1
16	ST JUDE MED INC	790849103			5/12/2009	10/29/2010	725	0	0	711	14			0	14
17	ST JUDE MED INC	790849103			7/26/2010	10/29/2010	420	0	0	412	8			0	8
18	STAPLES INC COM	855030102			9/24/2008	5/7/2010	152	0	0	161	-9			0	-9
19	STAPLES INC COM	855030102			2/18/2009	5/7/2010	737	0	0	528	209			0	209
20	STAPLES INC COM	855030102			4/8/2009	5/7/2010	607	0	0	582	25			0	25
21	STAPLES INC COM	855030102			3/4/2010	5/7/2010	499	0	0	529	-30			0	-30
22	STARBUCKS CORP COM	855244109			5/13/2010	12/16/2010	619	0	0	523	96			0	96
23	TARGET CORP	87612E106			1/2/2010	4/22/2010	518	0	0	454	64			0	64
24	TARGET CORP	87612E106			7/26/2010	10/21/2010	757	0	0	739	18			0	18
25	TARGET CORP	87612E106			1/2/2010	10/21/2010	54	0	0	50	4			0	4
26	TEVA PHARMACEUTICAL INDUSTRIES	881624209			6/29/2009	11/10/2010	1,454	0	0	1,410	44			0	44
27	TIME WARNER INC COM	887317303			5/4/2009	3/3/2010	59	0	0	45	14			0	14
28	TIME WARNER INC COM	887317303			5/13/2009	3/3/2010	354	0	0	274	80			0	80
29	TIME WARNER INC	887317303			5/4/2009	10/25/2010	1,778	0	0	1,265	513			0	513
30	UNION PACIFIC CORP COM	907818108			7/20/2009	1/29/2010	369	0	0	347	22			0	22
31	UNION PACIFIC CORP COM	907818108			4/9/2009	2/24/2010	66	0	0	47	19			0	19
32	UNION PACIFIC CORP COM	907818108			7/20/2009	2/24/2010	398	0	0	347	51			0	51
33	UNION PACIFIC CORP COM	907818108			4/3/2009	3/3/2010	1,480	0	0	1,007	473			0	473
34	UNION PACIFIC CORP COM	907818108			4/9/2009	3/3/2010	404	0	0	279	125			0	125
35	UNITED PARCEL SERVICE-CL B	911312106			4/2/2009	6/9/2010	649	0	0	585	64			0	64
36	UNITED PARCEL SERVICE-CL B	911312106			2/18/2009	6/9/2010	354	0	0	256	98			0	98
37	UNITED PARCEL SERVICE-CL B	911312106			11/26/2008	6/9/2010	649	0	0	629	20			0	20
38	UNITED TECHNOLOGIES CORP	913017109			9/10/2008	6/8/2010	320	0	0	310	10			0	10
39	UNITED TECHNOLOGIES CORP	913017109			10/14/2008	6/8/2010	513	0	0	433	80			0	80
40	UNITED TECHNOLOGIES CORP	913017109			7/11/2008	8/18/2010	702	0	0	542	160			0	160
41	UNITED TECHNOLOGIES CORP	913017109			10/14/2008	10/21/2010	451	0	0	324	127			0	127
42	UNITED TECHNOLOGIES CORP	913017109			10/14/2008	10/21/2010	150	0	0	108	42			0	42
43	UNITED TECHNOLOGIES CORP	913017109			5/14/2009	10/21/2010	301	0	0	207	94			0	94
44	UNITEDHEALTH GROUP INC	91324P102			1/2/2010	10/15/2010	755	0	0	710	45			0	45
45	UNITEDHEALTH GROUP INC	91324P102			12/16/2009	10/15/2010	216	0	0	192	24			0	24
46	WAL-MART STORES INC COM	931142103			6/27/2008	4/29/2010	591	0	0	630	-39			0	-39
47	WAL-MART STORES INC COM	931142103			2/18/2009	4/29/2010	1,182	0	0	1,086	96			0	96
48	WAL-MART STORES INC COM	931142103			1/22/2010	4/29/2010	806	0	0	799	7			0	7
49	WAL-MART STORES INC COM	931142103			1/27/2010	4/29/2010	860	0	0	858	2			0	2
50	WALGREEN CO	931422109			2/24/2010	10/4/2010	984	0	0	1,023	-59			0	-59
51	WALGREEN CO	931422109			2/24/2010	10/29/2010	610	0	0	635	-25			0	-25
52	WALGREEN CO	931422109			7/14/2010	10/29/2010	1,795	0	0	1,568	227			0	227
53	WYNN RESORTS LTD COM	983134107			9/24/2009	2/24/2010	1,465	0	0	1,585	-120			0	-120
54	YAHOO! INC COM	984332106			8/6/2009	1/29/2010	496	0	0	488	8			0	8
55	YAHOO! INC COM	984332106			9/17/2009	1/29/2010	346	0	0	402	-56			0	-56
56	YAHOO! INC COM	984332106			8/6/2009	3/23/2010	1,923	0	0	1,776	147			0	147
57	ACCENTURE PLC-CL A COM	G1151C101			5/4/2009	1/13/2010	1,917	0	0	1,363	554			0	554

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount														
1,919														
0														
Long Term CG Distributions														
Short Term CG Distributions														
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses
58	COVIDIEN PLC	G2554F105		1/26/2010	7/23/2010	386	0	509	-123			0		3,938
59	ADOBE SYS INC COM	00724F101		7/20/2009	1/8/2010	733	0	623	110			0		-123
60	AETNA INC-NEW	00817Y108		3/23/2010	6/11/2010	1,437	0	1,734	-297			0		-297
61	ALLERGAN INC	018490102		11/4/2009	7/29/2010	423	0	406	17			0		17
62	AMAZON COM INC COM	023135106		12/10/2008	1/6/2010	267	0	103	164			0		164
63	AMERICAN EXPRESS COMPANY COM	025816109		7/20/2009	5/5/2010	2,274	0	1,434	840			0		840
64	AMGEN INC	031162100		1/27/2010	7/23/2010	735	0	805	-70			0		-70
65	AMGEN INC	031162100		2/9/2010	7/23/2010	105	0	115	-10			0		-10
66	ANALOG DEVICES INC COM	032654105		8/24/2009	1/28/2010	1,436	0	1,501	-65			0		-65
67	BAXTER INTL INC COM	071813109		11/20/2007	4/12/2010	698	0	690	8			0		8
68	BAXTER INTL INC COM	071813109		5/8/2009	4/12/2010	930	0	813	117			0		117
69	BAXTER INTL INC COM	071813109		5/12/2009	4/12/2010	523	0	464	59			0		59
70	ABBOTT LABS COM	002824100		11/20/2007	5/19/2010	1,586	0	1,823	-237			0		-237
71	ABBOTT LABS COM	002824100		2/18/2009	5/19/2010	433	0	486	-53			0		-53
72	ABBOTT LABS COM	002824100		5/8/2009	5/19/2010	625	0	585	40			0		40
73	ADOBE SYS INC COM	00724F101		7/20/2009	1/6/2010	186	0	156	30			0		30
74	COVIDIEN PLC	G2554F105		1/26/2010	7/29/2010	407	0	560	-153			0		-153
75	ADOBE SYS INC COM	00724F101		4/30/2009	1/8/2010	770	0	579	191			0		191
76	BECTON DICKINSON & CO COM	075887109		11/20/2007	4/19/2010	78	0	84	-6			0		-6
77	BECTON DICKINSON & CO COM	075887109		1/15/2009	4/19/2010	548	0	497	51			0		51
78	BECTON DICKINSON & CO COM	075887109		2/18/2009	4/19/2010	783	0	697	86			0		86
79	BEST BUY INC COM	086516101		7/20/2009	1/6/2010	123	0	110	13			0		13
80	BEST BUY INC COM	086516101		7/20/2009	3/4/2010	1,339	0	1,315	24			0		24
81	BRISTOL MYERS SQUIBB CO	110122108		10/17/2007	7/12/2010	3,124	0	3,691	-567			0		-567
82	BRISTOL MYERS SQUIBB CO	110122108		11/19/2008	7/13/2010	685	0	563	122			0		122
83	BRISTOL MYERS SQUIBB CO	110122108		10/17/2007	7/13/2010	203	0	238	-35			0		-35
84	BROADCOM CORP COM	111320107		5/28/2009	1/7/2010	994	0	799	195			0		195
85	CANADIAN NAT RES LTD COM CNS	136385101		11/20/2007	1/26/2010	394	0	443	-49			0		-49
86	CANADIAN NAT RES LTD COM CNS	136385101		9/25/2008	1/26/2010	66	0	79	-13			0		-13
87	CATERPILLAR INC COM	149123101		7/24/2009	1/21/2010	755	0	535	220			0		220
88	CATERPILLAR INC COM	149123101		7/24/2009	2/5/2010	1,187	0	947	240			0		240
89	CELGENE CORP COM	151020104		11/1/2010	12/9/2010	456	0	493	-37			0		-37
90	CISCO SYSTEMS INC	17275R102		11/20/2007	11/11/2010	767	0	1,070	-303			0		-303
91	CISCO SYSTEMS INC	17275R102		3/19/2010	11/11/2010	601	0	759	-158			0		-158
92	CISCO SYSTEMS INC	17275R102		3/19/2010	12/2/2010	77	0	105	-28			0		-28
93	CISCO SYSTEMS INC	17275R102		8/10/2010	12/2/2010	1,149	0	1,471	-322			0		-322
94	CISCO SYSTEMS INC	17275R102		7/30/2009	12/2/2010	575	0	659	-84			0		-84
95	CITRIX SYS INC COM	177376100		7/27/2010	10/4/2010	611	0	431	180			0		180
96	COACH INC COM	189754104		1/28/2010	4/22/2010	517	0	417	100			0		100
97	COLGATE PALMOLIVE CO	194162103		1/25/2010	11/10/2010	461	0	484	-23			0		-23
98	CONAGRA FOODS INC	205887102		5/19/2010	8/9/2010	2,259	0	2,480	-221			0		-221
99	CORNING INC COM	219350105		12/16/2009	4/9/2010	1,742	0	1,667	75			0		75
100	CORNING INC	219350105		6/10/2010	8/19/2010	902	0	995	-93			0		-93
101	CORNING INC	219350105		6/1/2010	8/19/2010	161	0	165	-4			0		-4
102	CUMMINS INC COM	231021106		4/27/2009	1/27/2010	281	0	195	86			0		86
103	CUMMINS INC COM	231021106		5/1/2009	1/27/2010	47	0	34	13			0		13
104	CUMMINS INC COM	231021106		7/20/2009	1/27/2010	234	0	191	43			0		43
105	CUMMINS INC COM	231021106		4/29/2010	5/7/2010	662	0	748	-86			0		-86
106	DIRECTV-CLASS A COM	25490A101		9/10/2009	1/28/2010	490	0	399	91			0		91
107	DIRECTV-CLASS A COM	25490A101		9/21/2009	1/28/2010	429	0	372	57			0		57
108	DIRECTV-CLASS A COM	25490A101		10/30/2009	1/28/2010	521	0	444	77			0		77
109	THE DIRECTV GROUP	25490A101		9/10/2009	11/15/2010	1,903	0	1,123	780			0		780
110	E M C CORP MASS COM	268648102		4/9/2009	1/27/2010	526	0	399	127			0		127
111	E M C CORP MASS COM	268648102		10/30/2009	1/27/2010	421	0	407	14			0		14
112	EBAY INC COM	278642103		11/12/2009	5/19/2010	2,250	0	2,473	-223			0		-223
113	EXPRESS SCRIPTS INC COMMON STOCK	302182100		6/14/2010	7/29/2010	450	0	536	-86			0		-86
114	FANNIE MAE 4.250% 8/15/10	31359MYN7		11/15/2007	8/15/2010	50,000	0	50,248	-248			0		-248

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount													
Long Term CG Distributions													
Short Term CG Distributions													
1,919													
0													
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
115	F5 NETWORKS INC	315616102		8/18/2010	12/16/2010	919	0	622	297			0	3,938
116	FREEMPORT MCMORAN COPPER & GOL	35671D857		7/22/2009	2/24/2010	73	0	59	14			0	
117	FREEMPORT MCMORAN COPPER & GOL	35671D857		12/4/2009	2/24/2010	366	0	401	-35			0	-35
118	FREEMPORT MCMORAN COPPER & GOL	35671D857		7/22/2009	4/23/2010	637	0	472	165			0	165
119	FREEMPORT MCMORAN COPPER & GOL	35671D857		7/20/2009	5/7/2010	1,695	0	1,405	290			0	290
120	FREEMPORT MCMORAN COPPER & GOL	35671D857		7/22/2009	5/7/2010	271	0	236	35			0	35
121	FRONTIER COMMUNICATIONS CORP	35906A108		10/17/2007	7/21/2010	1	0	1	0			0	0
122	FRONTIER COMMUNICATIONS CORP	35906A108		11/19/2008	8/17/2010	33	0	31	2			0	2
123	FRONTIER COMMUNICATIONS CORP	35906A108		10/17/2007	8/17/2010	181	0	272	-91			0	-91
124	GILEAD SCIENCES INC COM	375558103		11/20/2007	1/4/2010	475	0	478	-3			0	-3
125	GILEAD SCIENCES INC COM	375558103		4/8/2009	1/4/2010	86	0	95	-9			0	-9
126	GILEAD SCIENCES INC COM	375558103		5/13/2009	1/4/2010	691	0	714	-23			0	-23
127	GILEAD SCIENCES INC COM	375558103		11/20/2007	3/10/2010	1,281	0	1,174	107			0	107
128	GOLDMAN SACHS GROUP INC	38141G104		7/29/2010	12/1/2010	1,744	0	1,648	96			0	96
129	GOOGLE INC-CL A COM	38259P508		12/31/2009	4/22/2010	1,096	0	1,246	-150			0	-150
130	GOOGLE INC-CL A COM	38259P508		6/13/2008	5/21/2010	466	0	574	-108			0	-108
131	GOOGLE INC-CL A COM	38259P508		6/25/2008	5/21/2010	466	0	551	-85			0	-85
132	GOOGLE INC-CL A COM	38259P508		12/31/2009	5/21/2010	466	0	623	-157			0	-157
133	GOOGLE INC	38259P508		4/18/2008	6/9/2010	485	0	544	-59			0	-59
134	GOOGLE INC	38259P508		10/29/2009	6/9/2010	485	0	549	-64			0	-64
135	GOOGLE INC	38259P508		2/18/2009	9/14/2010	963	0	699	264			0	264
136	GOOGLE INC	38259P508		2/8/2008	9/14/2010	963	0	1,031	-68			0	-68
137	HEINZ H J CO COM	423074103		10/17/2007	4/5/2010	2,938	0	2,956	-18			0	-18
138	HEINZ H J CO COM	423074103		11/19/2008	4/5/2010	689	0	622	67			0	67
139	HEWLETT-PACKARD CO COM	428236103		7/17/2008	5/17/2010	470	0	430	40			0	40
140	HEWLETT-PACKARD CO COM	428236103		2/4/2010	5/17/2010	517	0	530	-13			0	-13
141	HEWLETT-PACKARD CO	428236103		6/29/2009	8/10/2010	852	0	764	88			0	88
142	HEWLETT-PACKARD CO	428236103		12/15/2008	8/10/2010	554	0	458	96			0	96
143	HEWLETT-PACKARD CO	428236103		7/17/2008	8/10/2010	128	0	129	-1			0	-1
144	HEWLETT-PACKARD CO	428236103		11/25/2008	9/14/2010	517	0	431	86			0	86
145	HEWLETT-PACKARD CO	428236103		2/18/2009	9/14/2010	1,194	0	1,022	172			0	172
146	INTEL CORP COM	458140100		12/9/2008	1/21/2010	849	0	591	258			0	258
147	INTEL CORP COM	458140100		12/9/2008	4/28/2010	1,404	0	879	525			0	525
148	INTEL CORP COM	458140100		2/18/2009	4/28/2010	1,036	0	609	427			0	427
149	INTEL BUSINESS MACHINES CORP COM	459200101		4/15/2008	4/8/2010	255	0	231	24			0	24
150	INTEL BUSINESS MACHINES CORP COM	459200101		4/16/2008	4/8/2010	383	0	360	23			0	23
151	INTEL BUSINESS MACHINES CORP COM	459200101		6/24/2008	4/8/2010	255	0	247	8			0	8
152	INTEL BUSINESS MACHINES CORP COM	459200101		4/15/2008	4/13/2010	1,288	0	1,157	131			0	131
153	INTEL BUSINESS MACHINES CORP COM	459200101		10/16/2008	4/13/2010	515	0	363	152			0	152
154	INTEL BUSINESS MACHINES CORP COM	459200101		2/18/2009	4/13/2010	1,159	0	823	336			0	336
155	SHARES TR RUSSELL MIDCAP VALUE	464287473		10/4/2007	12/17/2010	19,981	0	23,029	-3,048			0	-3,048
156	JP MORGAN CHASE & CO COM	46625H100		10/4/2007	12/17/2010	29,974	0	31,083	-1,109			0	-1,109
157	JP MORGAN CHASE & CO COM	46625H100		6/10/2009	5/7/2010	41	0	35	6			0	6
158	JP MORGAN CHASE & CO COM	46625H100		4/15/2010	5/7/2010	730	0	862	-132			0	-132
159	JP MORGAN CHASE & CO	46625H100		6/10/2009	12/16/2010	360	0	318	42			0	42
160	JP MORGAN CHASE & CO	46625H100		3/13/2009	12/16/2010	160	0	95	65			0	65
161	JOHNSON & JOHNSON	478160104		4/12/2010	6/10/2010	819	0	911	-92			0	-92
162	JOHNSON & JOHNSON	478160104		1/28/2010	6/10/2010	643	0	699	-56			0	-56
163	JOHNSON & JOHNSON	478160104		1/28/2010	7/12/2010	60	0	64	-4			0	-4
164	JOHNSON & JOHNSON	478160104		2/5/2010	7/12/2010	241	0	251	-10			0	-10
165	JOHNSON & JOHNSON	478160104		10/28/2009	7/12/2010	361	0	359	2			0	2
166	JOHNSON & JOHNSON	478160104		10/28/2009	7/12/2010	350	0	359	-9			0	-9
167	JOHNSON & JOHNSON	478160104		7/9/2009	7/12/2010	2,098	0	2,042	56			0	56
168	JOHNSON CONTROLS INC	478366107		7/12/2009	6/9/2010	1,585	0	1,468	117			0	117
169	JOY GLOBAL INC COM	481165108		9/18/2009	1/22/2010	1,556	0	1,579	77			0	77
170	KIMBERLY CLARK CORP COM	494368103		5/10/2010	9/28/2010	1,951	0	1,891	60			0	60
171	KIMBERLY CLARK CORP COM	494368103		5/10/2010	10/13/2010	1,469	0	1,387	82			0	82

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Amount		Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
							Long Term CG Distributions	Short Term CG Distributions							
							1,919	0							
172	KIMBERLY CLARK CORP COM	494368103		6/4/2010	10/13/2010				1,135	0	1,025	110		0	3,938
173	LABORATORY CRP OF AMER HLDGS	50540R409		5/19/2010	7/29/2010				291	0	309	-18		0	-18
174	LABORATORY CRP OF AMER HLDGS	50540R409		5/19/2010	12/16/2010				524	0	464	60		0	60
175	LOWE'S COS INC COM	548661107		12/4/2008	1/6/2010				183	0	182	1		0	1
176	LOWE'S COS INC	548661107		2/18/2009	7/12/2010				444	0	372	72		0	72
177	LOWE'S COS INC	548661107		12/5/2008	7/12/2010				404	0	448	-44		0	-44
178	LOWE'S COS INC	548661107		12/4/2008	7/12/2010				61	0	68	-7		0	-7
179	LOWE'S COS INC	548661107		7/20/2009	7/12/2010				606	0	622	-16		0	-16
180	MATTEL INC COM	577081102		10/17/2007	7/12/2010				4,101	0	4,580	-479		0	-479
181	MATTEL INC COM	577081102		11/19/2008	1/12/2010				1,230	0	760	470		0	470
182	MCDONALDS CORP	580135101		6/9/2010	10/28/2010				388	0	344	44		0	44
183	MCDONALDS CORP	580135101		6/9/2010	12/9/2010				548	0	481	67		0	67
184	MEAD JOHNSON NUTRITION CO-A COM	582839106		1/28/2010	4/9/2010				415	0	363	52		0	52
185	METLIFE INC	59158R108		4/19/2010	6/4/2010				1,537	0	1,782	-245		0	-245
186	MICROSOFT CORP	594918104		11/20/2007	7/12/2010				1,066	0	1,488	-422		0	-422
187	MICROSOFT CORP	594918104		11/20/2007	8/3/2010				753	0	1,003	-250		0	-250
188	MICROSOFT CORP	594918104		11/20/2007	8/11/2010				789	0	1,107	-318		0	-318
189	MICROSOFT CORP	594918104		10/15/2008	8/11/2010				25	0	24	1		0	1
190	MICROSOFT CORP	594918104		6/17/2009	8/17/2010				644	0	607	37		0	37
191	MICROSOFT CORP	594918104		10/15/2008	8/17/2010				471	0	452	19		0	19
192	MICROSOFT CORP	594918104		7/6/2009	8/17/2010				520	0	485	35		0	35
193	MICROSOFT CORP	594918104		7/6/2009	9/9/2010				289	0	277	12		0	12
194	MICROSOFT CORP	594918104		2/18/2009	9/9/2010				337	0	255	82		0	82
195	MICROSOFT CORP	594918104		2/18/2009	11/15/2010				814	0	564	250		0	250
196	MICROSOFT CORP	594918104		3/6/2009	11/15/2010				971	0	564	407		0	407
197	MONSANTO CO NEW	61166W101		3/3/2010	7/11/2010				1,058	0	1,893	-835		0	-835
198	NATIONAL OILWELL VARGO INC COM	637071101		10/13/2009	1/6/2010				185	0	182	3		0	3
199	NATIONAL OILWELL VARGO INC COM	637071101		7/20/2009	1/11/2010				743	0	563	180		0	180
200	NATIONAL OILWELL VARGO INC COM	637071101		10/13/2009	1/11/2010				511	0	500	11		0	11
201	NATIONAL OILWELL VARGO INC COM	637071101		4/14/2009	1/22/2010				216	0	176	40		0	40
202	NATIONAL OILWELL VARGO INC COM	637071101		7/20/2009	1/22/2010				173	0	141	32		0	32
203	NATIONAL OILWELL VARGO INC COM	637071101		4/14/2009	1/28/2010				1,575	0	1,335	240		0	240
204	NETFLIX COM INC	64110L106		9/12/2010	9/27/2010				654	0	533	121		0	121
205	OCCIDENTAL PETE CORP COM	674599105		1/25/2008	1/28/2010				381	0	327	54		0	54
206	OCCIDENTAL PETE CORP COM	674599105		1/25/2008	2/5/2010				306	0	261	45		0	45
207	OCCIDENTAL PETE CORP COM	674599105		1/6/2009	2/5/2010				459	0	373	86		0	86
208	OCCIDENTAL PETE CORP COM	674599105		2/4/2009	5/7/2010				321	0	248	73		0	73
209	OCCIDENTAL PETE CORP COM	674599105		2/4/2009	5/7/2010				561	0	390	171		0	171
210	OCCIDENTAL PETE CORP COM	674599105		2/18/2009	5/7/2010				801	0	517	284		0	284
211	ORACLE CORP COM	68389X105		11/20/2007	3/19/2010				924	0	763	161		0	161
212	PIMCO HIGH YIELD FD-INST #108	693390841		11/14/2007	7/9/2010				20,000	0	21,571	-1,571		0	-1,571
213	PARKER HANFMAN CORP COM	701094104		9/11/2009	5/24/2010				1,869	0	1,534	335		0	335
214	PAYCHEX INC	704326107		5/24/2010	10/25/2010				873	0	908	-35		0	-35
215	PAYCHEX INC	704326107		5/24/2010	11/4/2010				1,412	0	1,464	-52		0	-52
216	PEPSICO INC COM	713448108		11/20/2007	3/4/2010				768	0	896	-128		0	-128
217	PEPSICO INC COM	713448108		11/20/2007	4/23/2010				581	0	672	-91		0	-91
218	PEPSICO INC COM	713448108		10/7/2008	4/23/2010				65	0	67	-2		0	-2
219	PEPSICO INC	713448108		7/7/2008	6/16/2010				576	0	600	-24		0	-24
220	PEPSICO INC	713448108		1/29/2010	6/16/2010				192	0	180	12		0	12
221	PEPSICO INC	713448108		1/29/2010	7/14/2010				508	0	481	27		0	27
222	PEPSICO INC	713448108		2/18/2009	7/14/2010				1,142	0	930	212		0	212
223	PETROLEO BRASILEIRO SA PETROBRAS	71654V408		11/20/2007	1/22/2010				1,133	0	1,408	-275		0	-275
224	PETROLEO BRASILEIRO SA PETROBRAS	71654V408		2/18/2009	1/22/2010				336	0	215	121		0	121
225	PFIZER INC	717081103		3/23/2010	7/23/2010				1,569	0	1,879	-310		0	-310
226	PFIZER INC	717081103		5/5/2010	10/4/2010				411	0	412	-1		0	-1
227	PFIZER INC	717081103		3/23/2010	10/4/2010				1,591	0	1,618	-27		0	-27
228	PHILIP MORRIS INTERNATIONAL IN	718172109		11/2/2009	6/10/2010				674	0	725	-51		0	-51

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions								
						Amount	1,919								3,938
229	PHILIP MORRIS INTERNATIONAL IN	718172109		11/19/2008	6/10/2010		0	584	0	494	90			0	90
230	PHILIP MORRIS INTERNATIONAL IN	718172109		10/6/2008	6/10/2010			359		364	-5			0	-5
231	PHILIP MORRIS INTERNATIONAL IN	718172109		2/18/2009	6/10/2010			899		710	189			0	189
232	PIONEER HIGH YIELD FUND-Y #724	72369B406		12/13/2007	7/9/2010			20,000	0	23,189	-3,189			0	-3,189
233	POTASH CORP SASK INC COM	73755L107		7/23/2009	1/29/2010			305		285	20			0	20
234	POTASH CORP SASK INC COM	73755L107		7/23/2009	3/4/2010			457	0	380	77			0	77

Statement A

L. FLORENCE SCHMIDT FOUNDATION

EIN: 51-0644401

Florida Attorney General does not require and prefers that we do not furnish a copy of Form 990 to their office.

L FLORENCE SCHMIDT FOUNDATION
EIN- 51-0644401

Security Category	Account #	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	4019875286			3,635		3,635
				<u>3,635</u>		<u>3,635</u>
Invest - Corp Bonds	4019875286	002824AP5	ABBOTT LABORATORIES 3.750% 3/15/11	50,346	50000 0000	49,711
Invest - Corp Bonds	4019875286	10138MAB1	BOTTILING GROUP LLC 4.625% 11/15/12	53,444	50000 0000	49,919
Invest - Corp Bonds	4019875286	3133MRPX4	FED HOME LN BK 4.625% 8/15/12	53,259	50000 0000	50,485
Invest - Corp Bonds	4019875286	3133X1BV8	FED HOME LN BK 4.500% 9/16/13	54,598	50000 0000	49,897
Invest - Corp Bonds	4019875286	3133X42H3	FED HOME LN BK 4.000% 2/15/11	50,218	50000 0000	49,645
Invest - Corp Bonds	4019875286	3133X6ZL3	FED HOME LN BK 4.500% 5/13/11	50,770	50000 0000	50,397
Invest - Corp Bonds	4019875286	31331SR54	FED FARM CREDIT BK 4.500% 3/14/12	52,408	50000 0000	50,297
Invest - Corp Bonds	4019875286	31359MRG0	FED NATL MTG ASSN 4.375% 3/15/13	53,876	50000 0000	50,032
Invest - Corp Bonds	4019875286	369550AK4	GENERAL DYNAMICS COR 4.250% 5/15/13	53,740	50000 0000	49,063
Invest - Corp Bonds	4019875286	46625HDD9	JPMORGAN CHASE & CO 4.600% 1/17/11	50,065	50000 0000	49,718
Invest - Corp Bonds	4019875286	589331AK3	MERCK & CO INC 4.750% 3/01/15	55,060	50000 0000	49,342
Invest - Corp Bonds	4019875286	931142BT9	WAL-MART STORES 4.550% 5/01/13	54,007	50000 0000	49,432
				<u>631,789</u>		<u>597,935</u>
Invest - Corp Stock	4019873992	G2554F105	COVIDIEN PLC	2,009	44 0000	2,173
Invest - Corp Stock	4019873992	00724F101	ADOBE SYS INC	2,524	82 0000	2,317
Invest - Corp Stock	4019873992	01741R102	ALLEGHENY TECHNOLOGIES INC	4,304	78 0000	3,902
Invest - Corp Stock	4019873992	018490102	ALLERGAN INC	3,090	45 0000	2,872
Invest - Corp Stock	4019873992	023135106	AMAZON COM INC COM	5,940	33 0000	2,276
Invest - Corp Stock	4019873992	029912201	AMERICAN TOWER SYSTEMS CORP CLASS A	4,183	81 0000	3,424
Invest - Corp Stock	4019873992	031162100	AMGEN INC	2,141	39 0000	2,088
Invest - Corp Stock	4019873992	037833100	APPLE INC	12,560	39 0000	4,700
Invest - Corp Stock	4019873992	136385101	CANADIAN NAT RES LTD	4,442	100 0000	3,241
Invest - Corp Stock	4019873992	151020104	CELGENE CORP COM	2,898	49 0000	2,946
Invest - Corp Stock	4019873992	17275R102	CISCO SYSTEMS INC	2,023	100 0000	1,676
Invest - Corp Stock	4019873992	177376100	CITRIX SYS INC COM	5,815	85 0000	3,847
Invest - Corp Stock	4019873992	189754104	COACH INC	1,936	35 0000	1,216
Invest - Corp Stock	4019873992	191216100	COCA COLA CO	5,525	84 0000	4,649
Invest - Corp Stock	4019873992	194162103	COLGATE PALMOLIVE CO	1,929	24 0000	1,934
Invest - Corp Stock	4019873992	231021106	CUMMINS INC	4,070	37 0000	1,328
Invest - Corp Stock	4019873992	235851102	DANAHER CORP	2,170	46 0000	1,604
Invest - Corp Stock	4019873992	247916208	DENBURY RESOURCES	1,031	54 0000	864
Invest - Corp Stock	4019873992	268648102	E M C CORP MASS	2,863	125 0000	1,606
Invest - Corp Stock	4019873992	291011104	EMERSON ELECTRIC CO	2,230	39 0000	1,380
Invest - Corp Stock	4019873992	46625H100	JPMORGAN CHASE & CO	1,951	46 0000	1,090
Invest - Corp Stock	4019873992	50540R409	LABORATORY CRP OF AMER HLDGS	1,934	22 0000	1,701
Invest - Corp Stock	4019873992	582839105	MEAD JOHNSON NUTRITION CO	2,739	44 0000	1,935
Invest - Corp Stock	4019873992	68389X105	ORACLE CORPORATION	7,387	236 0000	5,842
Invest - Corp Stock	4019873992	742718109	PROCTER & GAMBLE CO	2,895	45 0000	2,344
Invest - Corp Stock	4019873992	75281A109	RANGE RES CORP	1,574	35 0000	1,935
Invest - Corp Stock	4019873992	774341101	ROCKWELL COLLINS	3,030	52 0000	3,206
Invest - Corp Stock	4019873992	79466L302	SALESFORCE COM INC	3,300	25 0000	2,227
Invest - Corp Stock	4019873992	806857108	SCHLUMBERGER LTD	2,923	35 0000	2,465
Invest - Corp Stock	4019873992	845467109	SOUTHWESTERN ENERGY CO COM	1,273	34 0000	1,674
Invest - Corp Stock	4019873992	855244109	STARBUCKS CORP COM	3,599	112 0000	2,900
Invest - Corp Stock	4019873992	87612E106	TARGET CORP	2,826	47 0000	2,332
Invest - Corp Stock	4019873992	88579Y101	3M CO	3,538	41 0000	3,271
Invest - Corp Stock	4019873992	913017109	UNITED TECHNOLOGIES CORP	1,811	23 0000	1,109
Invest - Corp Stock	4019873992	91324P102	UNITEDHEALTH GROUP INC	3,394	94 0000	3,114
Invest - Corp Stock	4019873992	918204108	V F CORP	2,327	27 0000	2,201
Invest - Corp Stock	4019873992	92826C839	VISA INC-CLASS A SHRS	2,111	30 0000	1,865
Invest - Corp Stock	4019873992	097023105	BOEING CO	3,916	60 0000	3,840
Invest - Corp Stock	4019873992	219350105	CORNING INC	2,589	134 0000	2,214
Invest - Corp Stock	4019873992	580135101	MCDONALDS CORP	3,454	45 0000	3,093
Invest - Corp Stock	4019873992	302182100	EXPRESS SCRIPTS INC COMMON STOCK	1,946	36 0000	1,930
Invest - Corp Stock	4019873992	M22465104	CHECK POINT SOFTWARE TECH COM	3,377	73 0000	2,386
Invest - Corp Stock	4019873992	741503403	PRICELINE COM INC	3,196	8 0000	1,630
Invest - Corp Stock	4019873992	099724106	BORG WARNER INC	2,750	38 0000	1,679

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Invest - Corp Stock	4019873992	149123101	CATERPILLAR INC	3,372	36 0000	2,482
Invest - Corp Stock	4019873992	740189105	PRECISION CASTPARTS CORP	3,480	25 0000	3,111
Invest - Corp Stock	4019873992	641101106	NETFLIX COM INC	4,744	27 0000	3,362
Invest - Corp Stock	4019873992	133428105	CAMERON INTL CORP	2,384	47 0000	1,776
Invest - Corp Stock	4019873992	315616102	F5 NETWORKS INC	1,432	11 0000	977
Invest - Corp Stock	4019873992	64110D104	NETAPP INC	2,858	52 0000	2,560
Invest - Corp Stock	4019873992	655664100	NORDSTROM INC	1,992	47 0000	1,691
Invest - Corp Stock	4019873992	35671D857	REPORT-MCMORAN COPPER & GOLD INC	7,446	62 0000	5,836
Invest - Corp Stock	4019873992	882508104	TEXAS INSTRUMENTS INC	2,048	63 0000	1,710
Invest - Corp Stock	4019873992	28875P101	EOG RESOURCES, INC	2,377	26 0000	2,568
Invest - Corp Stock	4019873992	73755L107	POTASH CORP SASK	3,097	20 0000	2,805
Invest - Corp Stock	4019873992	48203R104	JUNIPER NETWORKS INC	1,994	54 0000	1,845
Invest - Corp Stock	4019873992	22943F100	CTRIPO COM INTERNATIONAL, LTD - ADR	1,537	38 0000	1,775
Invest - Corp Stock	4019873992	12572Q105	CME GROUP INC	1,931	6 0000	1,866
Invest - Corp Stock	4019873992	80004C101	SANDISK CORP COM	1,945	39 0000	1,870
Invest - Corp Stock	4019874517	00206R102	AT & T INC	4,260	145 0000	5,461
Invest - Corp Stock	4019874517	020002101	ALLSTATE CORP	4,846	152 0000	6,153
Invest - Corp Stock	4019874517	039483102	ARCHER DANIELS MIDLAND CO	4,181	139 0000	2,964
Invest - Corp Stock	4019874517	064058100	BANK NEW YORK MELLON CORP COM	3,715	123 0000	3,705
Invest - Corp Stock	4019874517	126650100	CVSCAREMARK CORPORATION	4,033	116 0000	3,248
Invest - Corp Stock	4019874517	14149Y108	CARDINAL HEALTH INC COM	5,823	152 0000	3,772
Invest - Corp Stock	4019874517	166764100	CHEVRON CORP	4,654	51 0000	4,601
Invest - Corp Stock	4019874517	20030N101	COMCAST CORP CLASS A	5,690	259 0000	4,303
Invest - Corp Stock	4019874517	20825C104	CONOCOPHILLIPS	4,631	68 0000	5,348
Invest - Corp Stock	4019874517	283534109	DU PONT E I DE NEMOURS & CO	6,285	126 0000	5,380
Invest - Corp Stock	4019874517	281020107	EDISON INTL COM	4,671	121 0000	3,394
Invest - Corp Stock	4019874517	458140100	INTEL CORP	5,384	256 0000	5,683
Invest - Corp Stock	4019874517	459200101	INTERNATIONAL BUSINESS MACHS CORP	6,311	43 0000	4,559
Invest - Corp Stock	4019874517	478160104	JOHNSON & JOHNSON	3,525	57 0000	3,748
Invest - Corp Stock	4019874517	494368103	KIMBERLY CLARK CORP COM	3,593	57 0000	3,962
Invest - Corp Stock	4019874517	50075N104	KRAFT FOODS INC	3,907	124 0000	4,084
Invest - Corp Stock	4019874517	548661107	LOWES COS INC	4,916	196 0000	4,003
Invest - Corp Stock	4019874517	565849106	MARATHON OIL CORP	4,925	133 0000	5,400
Invest - Corp Stock	4019874517	58933Y105	MERCK & CO INC NEW	4,505	125 0000	4,293
Invest - Corp Stock	4019874517	620076109	MOTOROLA INC	4,354	480 0000	1,727
Invest - Corp Stock	4019874517	637071101	NATIONAL OILWELL INC COM	6,322	94 0000	3,962
Invest - Corp Stock	4019874517	666807102	NORTHROP GRUMMAN CORP	4,664	72 0000	3,476
Invest - Corp Stock	4019874517	717081103	PFIZER INC	5,183	296 0000	6,485
Invest - Corp Stock	4019874517	743263105	PROGRESS ENERGY INC	4,261	98 0000	4,397
Invest - Corp Stock	4019874517	74834L100	QUEST DIAGNOSTICS INC	3,994	74 0000	3,811
Invest - Corp Stock	4019874517	766514208	SAFEMAY INC NEW	3,598	160 0000	4,957
Invest - Corp Stock	4019874517	89417E109	TRAVELERS COMPANIES, INC	4,735	85 0000	2,671
Invest - Corp Stock	4019874517	92343V104	VERIZON COMMUNICATIONS	4,186	117 0000	4,636
Invest - Corp Stock	4019874517	94106L109	WASTE MANAGEMENT INC	3,945	107 0000	4,050
Invest - Corp Stock	4019874517	969457100	WILLIAMS COS INC	4,697	190 0000	4,399
Invest - Corp Stock	4019874517	984121103	XEROX CORP	6,566	570 0000	6,343
Invest - Corp Stock	4019874517	071813109	BAXTER INTL INC	4,809	95 0000	4,030
Invest - Corp Stock	4019874517	571748102	MARSH & MCLENNAN COS INC	4,730	173 0000	4,042
				342,072	-	287,327
Invest - Other	4019875286	018918227	ALLIANZ NFJ DIVIDEND VAL FD #4657	64,949	5682 2870	100,000
Invest - Other	4019875286	04315J209	ARTIO TOTAL RETURN BD FD CL I #1524	32,395	2415 7330	32,564
Invest - Other	4019875286	04315J837	ARTIO INTERNATIONAL EQ FD II #1529	156,184	12534 8200	205,000
Invest - Other	4019875286	246248306	DELAWARE POOLED TR INTL EQUITY #31	92,056	6979 2060	180,000
Invest - Other	4019875286	281521701	DREMAN CONTRARIAN S/C VAL-I	56,506	2815 4260	45,000
Invest - Other	4019875286	26852M105	EII INTERNATIONAL PROPERTY-I #30	79,017	4363 1420	100,000
Invest - Other	4019875286	38142V209	GOLDMAN SACHS SMALL CAP VALUE I #651	38,571	931 6770	30,000
Invest - Other	4019875286	411511306	HARBOR INTERNATIONAL FD INST #2011	166,183	2744 5630	145,000
Invest - Other	4019875286	44980Q518	ING INTERNATIONAL REAL EST-I #2664	34,976	4038 7720	48,366
Invest - Other	4019875286	44981V706	ING REAL ESTATE FUND CL-I #2190	277,290	19377 3590	194,510
Invest - Other	4019875286	464287473	ISHARES RUSSELL MIDCAP VALUE	101,453	2254 0000	112,326
Invest - Other	4019875286	464287481	ISHARES TR RUSSELL MIDCAP GROWTH	152,847	2700 0000	154,606

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Invest - Other	4019875286	464287648	ISHARES RUSSELL 2000 GROWTH	78,678	900,000	59,113
Invest - Other	4019875286	47103C241	PERKINS MID CAP VALUE F/C I #1167	37,175	1647,0890	25,000
Invest - Other	4019875286	4812A2306	JPMORGAN INTREPID VAL-SEL FD #1136	48,088	2090,8000	35,000
Invest - Other	4019875286	52106N889	LAZARD EMERGING MKTS PTFI #638	186,171	8547,7930	205,000
Invest - Other	4019875286	693390304	PIMCO LOW DURATION FD I #36	78,036	7510,6590	75,710
Invest - Other	4019875286	693390841	PIMCO HIGH YIELD FD-INST #108	124,692	13407,7480	128,429
Invest - Other	4019875286	693390882	PIMCO FOREIGN BD FD USD H-INST #103	106,429	10204,0830	100,000
Invest - Other	4019875286	693391559	PIMCO EMERG MKTS BD-INST #137	131,465	11843,7130	97,000
Invest - Other	4019875286	722005867	PIMCO COMMODITY REAL RET STRAT-#45	168,711	18160,4540	220,000
Invest - Other	4019875286	72369B406	PIONEER HIGH YIELD FUND-Y #724	123,289	12134,7230	126,811
Invest - Other	4019875286	77954Q106	T ROWE PRICE BLUE CHIP GRWTH #93	167,182	4384,5320	180,000
Invest - Other	4019875286	94984B157	WELLS FARGO ADV DS US CR FD-ADM #716	66,995	4900,8810	86,844
Invest - Other	4019875286	94985D244	WF ADV TRAD SIC GRWTH FD INST #4132	34,271	2037,4910	25,000
Invest - Other	4019875286	922031737	VANGUARD INFLAT-PROT SECS-ADM #5119	210,347	8235,9750	200,000
				2,813,953	-	2,912,278
Savings & Temp Inv	4019873992	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	3,233	3233,4500	3,233
Savings & Temp Inv	4019873992	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	3,454	3454,3300	3,454
Savings & Temp Inv	4019874517	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	3,049	3049,0900	3,049
Savings & Temp Inv	4019874517	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	9,718	9717,6600	9,718
Savings & Temp Inv	4019875286	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	66,531	66530,6000	66,531
Savings & Temp Inv	4019875286	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106	7,913	7913,2200	7,913
				93,898	-	93,898